



AVP INFRACON LIMITED

Formerly - AVP INFRACON (P)LTD & AVP CONSTRUCTIONS (P)LTD

Reg. Off: E-30, IInd Floor, IInd Avenue, Besant Nagar,

Chennai-600090. Tel No: 044-4868 3999

CIN: L45400TN2009PLC072861

Date: 11-08-2025

To,
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C /1, G Block,
Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051, Maharashtra, India.
ISIN: INE0R9401019

Dear Sir/Madam,

NSE Symbol: AVPINFRA

Sub: - Submission of Postal Ballot Notice

In reference to our earlier communication dated 02nd August 2025 and pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), 2015, please find enclosed the Postal Ballot Notice dated August 11, 2025, [“said notice”], seeking approval of the Members of the Company on the following resolution through Postal Ballot:

Sr.No.	Description of Resolution	Type of Resolution
1.	VARIATION IN TERMS OF OBJECTS OF THE ISSUE OF THE INITIAL PUBLIC OFFER (IPO) FOR WHICH AMOUNT WAS RAISED THROUGH PROSPECTUS	Special Resolution

In accordance with applicable laws, the said Postal Ballot Notice is being sent electronically to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, August 08, 2025 [“cut-off date”].

The Company has engaged the services provided by M/s. Purva Sharegistry (India) Pvt. Ltd, Registrar & Transfer Agent of the Company, for providing remote e-voting facility to all its member. The e-voting facility will be available during the following period:

Details of Event	Date of Event and Timings
Commencement of e-voting	Tuesday, August 12, 2025 09.00 a.m. (IST)
End of e-voting	Wednesday, September 10, 2025 05.00 p.m. (IST)

The same is also available on the website of the Company i.e. www.avpinfra.com and the Company’s RTA i.e. at <https://evoting.purvashare.com>

The results of the e-voting shall be declared on or before Friday, September 12, 2025.

You are requested to take the same on your record.

Thanking You,

For AVP Infracon Limited

PRIYANKA

Digitally signed by
PRIYANKA SINGH

SINGH

Priyanka Singh

Company Secretary & Compliance Officer

✉ info@avpinfra.com

🌐 www.avpinfra.com



QUALITY



ENVIRONMENT



HEALTH & SAFETY

Notice of Postal Ballot

Pursuant to Section 110 of the Companies Act, 2013 read with
 The Companies (Management and Administration) Rules, 2014

Dear Member(s),

Notice is hereby given that the resolutions set out below are proposed for approval by the members of **AVP Infracon Limited** ("the Company") by means of Postal Ballot, only by remote voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 ("the Act"), Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice is also attached.

The Board of Directors of the Company, at its meeting held on August 02, 2025, has appointed **Ms. Annapurna Shivayogappa Malagund**, (CoP No. 24717), Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot, through the e-voting process, in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

In accordance with the MCA Circulars, members can vote only through the remote e-voting process. Please note that there will be no dispatch of physical copies of Notices or Postal Ballot forms to the members of the Company and no physical ballot forms will be accepted.

The Company has engaged the services of M/s. Purva Sharegistry (India) Pvt. Ltd as the agency to provide e-voting facility. The instructions for e- voting are appended in this Postal Ballot Notice.

Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Details of Event	Date and Time of Event
Commencement of e-voting:	Tuesday, August 12 th , 2025 at (9:00 A.M. IST)
End of e-voting	Wednesday, September 10 th 2025 at (5:00 P.M. IST).
Cut- Off Date for eligibility to vote	Friday, August 08 th , 2025

The Scrutinizer will submit his report, to the Chairperson or any other authorized person of the Company after the completion of scrutiny of the postal ballots. The results of e-voting will be announced on or before September 12th, 2025 and communicated on the same day to the Stock

Exchange, Depositories, Registrar and Share Transfer Agent and shall also be displayed on the Company's website: www.avpinfra.com as well as at its Registered Office.

SPECIAL BUSINESS:

ITEM NO. 1: VARIATION IN TERMS OF OBJECTS OF THE ISSUE OF THE INITIAL PUBLIC OFFER (IPO) FOR WHICH AMOUNT WAS RAISED THROUGH PROSPECTUS:

To consider and, if thought fit, to give assent or dissent to the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 27 read with Section 13 (8) of the Companies Act, 2013, Rule 7 of The Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modifications or re-enactments thereof) and other applicable provisions of Companies Act, 2013, Regulation 59 read with Schedule XX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Regulation 32(1) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and other applicable rules, regulations, guidelines and other statutory provisions for the time being in force, if any, and such other approvals, permissions and sanctions, as may be necessary, the consent of members of the Company be and is hereby accorded to the variation/deviation/alteration in spending of IPO proceeds within the objects of issue mentioned in the prospectus dated March 18, 2024 filed with the Registrar of Companies, Chennai, Tamil Nadu (the ‘Prospectus’) in the manner as mentioned in the explanatory statement annexed to this Notice.

The proceeds from the Issue were Rs. 52.34 Crores (*hereinafter referred to as "IPO Proceeds"*) which are as follows:

S.No.	Particulars of Object	Proposed Utilisation of Proceeds as per Prospectus dated March 18, 2024	Amount Actually Utilised by the Company till date	Balance Amount Available for Utilisation
1.	To meet out the working capital requirements of our company	30,00,00,000/-	30,00,00,000/-	0/-
2.	To meet out the capital expenditure of our company	15,00,00,000/-	0/-	15,00,00,000/-
3.	General Corporate & Issue Expenses	7,34,00,000/-	7,34,00,000/-	0/-
		52,34,00,000/-	37,34,00,000/-	15,00,00,000/-

RESOLVED FURTHER THAT in terms of the Prospectus dated March 18, 2024 (“Prospectus”), the Company had proposed to utilize ₹52,34,00,000/- (representing 100% of the IPO proceeds) towards meeting the working capital requirements, capital expenditure, and general corporate purposes including other issue expenses of the Company.

RESOLVED FURTHER THAT out of the above amount, ₹15,00,00,000/- (representing 28.66% of the IPO proceeds) remains unutilized as on date (the “Unutilized Amount”). The said amount was initially allocated for incurring capital expenditure; however, the Company no longer requires these funds for such purpose, as machinery and equipment term loans are now available at reasonable cost, with repayment schedules aligned to the useful life of the equipment, thereby avoiding a large upfront cash outflow.

“RESOLVED FURTHER THAT The unutilized IPO proceeds of ₹ 15,00,00,000/-, i.e. 28.66% of IPO proceeds, is intended to be utilized towards the following purposes.”

S. No	Original Object of the Issue as per the DRHP	Proposed Utilisation Of Proceeds as per Prospectus	Amount Actually Utilised by the Company	Balance Amount Available for Utilisation	Revised Object	Amount to be funded from the IPO Proceeds
1.	To meet out the Capital Expenditure requirements of our company	₹15.00Cr	-	₹15.00Cr	To meet out the working capital requirements of our company	₹15.00Cr

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised on behalf of the Company to do all such acts, deeds matters and things, as it may, in its absolute discretion, deem necessary or desirable or expedient and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval and ratification thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board of Directors, be and is hereby authorized to delegate all or any of the powers conferred on it by or under these resolutions to any Committee of Directors or to the Managing Director or any other Officer(s) of the Company as it may consider appropriate in order to give effect to these resolutions.”

**By Order of the Board,
For AVP Infracon
Limited**

Sd/-
D. Prasanna
Chairman & Managing Director
DIN- 02720759

Date: August 11, 2025

Place: Chennai

Notes:

1. The explanatory statement pursuant to Sections 102 and 110 of the Companies Act stating all material facts and the reasons for the proposals set out in Resolution No. 1 is annexed herewith.

2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register of members / register of beneficial owners as on Friday, August 08th, 2025 (“**Cut-Off Date**”) received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

Physical copies of this Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot

3. Members may please note that the Postal Ballot Notice will also be available on the Company’s website at www.avpinfra.com, websites of the Stock Exchange i.e., National Stock Exchange of India Limited (Emerge Platform)at <http://www.nseindia.com> and on the website of Registrar and Share Transfer Agent, <https://evoting.purvashare.com>

4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form.

5. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.

6. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, as amended (“SEBI Master Circular”), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.

7. The E-voting period commences at (Tuesday, August 12th, 2025, at 9:00 A.M. IST) and shall end on Wednesday, September 10th, 2025, at (5:00 P.M. IST). The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by Purva Sharegistry (India) Private Limited upon expiry of the aforesaid period.

8. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Monday, September 10th, 2025, at (5:00 P.M. IST)

9. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple evoting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

PURVA e-Voting System – For Remote e-voting

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Tuesday, August 12th, 2025 at (9:00 A.M. IST) and ends on Wednesday, September 10th 2025 at (5:00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, August 08th, 2025 may cast their vote electronically. The e-voting module shall be disabled by PURVA for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-

voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information

Depository	provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on  App Store  Google Play  
	5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at

Demat mode with CDSL	helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.

2) Click on “Shareholder/Member” module.

3) Now enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Shareholders holding shares in Physical Form should enter EVENT Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVENT is 8 then user ID is 8001***

4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.

5) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence

	number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (vii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@avpinfra.com , if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORY.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013, (including any re-enactment(s) made thereunder, if any, for the time being in force), the following explanatory statement sets out the matter in relation to the Special Business mentioned in the accompanying notice:

ITEM NO. 1

The Company filed its prospectus dated March 18, 2024 ("Prospectus") with the Registrar of Companies, Chennai, Tamil Nadu, in connection with its initial public offering ("Offer") of its equity shares of ₹ 10/- each ("Equity Shares") and the Equity Shares are presently listed on National Stock Exchange of India Limited viz., NSE EMERGE Platform under SME category.

The Company had, in terms of Prospectus, proposed to utilize the IPO Proceeds towards (i) Capital Expenditure; (ii) Working Capital Requirements; (iii) General Corporate Purposes, (iv) Issue Expenses. Whilst the Company has been able to utilize the IPO Proceeds as per the terms of the Issue except the amount raised towards capital expenditure and the Company does not foresee spending the unutilized amount in the near future and, therefore intends to vary the terms of Objects of the Issue as referred to in the Prospectus.

The details required under the Rule 3 (3) of the Companies (Prospectus and Allotment of Securities) Rules and Rule 7(1) 2014 are as follows:

1	The Original purpose/objects of issue	The objects for which the amount was raised as stated in the Prospectus dated 18-03-2024 were: Capital Expenditure:- Rs.15 Cr Working Capital Requirement:- Rs.30 Cr General Corporate Purposes:- Rs.4.84 Cr Issue Expenses:- Rs.2.50 Cr
2	Total money raised	Rs.52.34 Cr
3	Total money utilized for the objects of the Company stated in the prospectus and extent of achievement of the proposed objects	The company has utilized the entire amount raised through IPO as per objects stated in prospectus except Rs.15 Cr raised for capital expenditure.
4	The unutilized amount out of the money so raised through prospectus	Rs.15 Cr
5	The particulars/terms of the proposed alteration or change in the object	The unutilized IPO proceeds of Rs. 15 Crores is intended to be utilized for working capital purpose
6	The reason and justification for the alteration and change in objects.	The capital expenditure envisaged is not required to be spent at this juncture and it may take a while for the company to incur this investment. Considering additional contracts/projects bagged by the company, it became essential to ensure adequate working capital to execute these works in a timely and cost-effective manner which will improve both revenue and profit of the company. According to the prospectus dated March 18, 2024, the company initially projected a capital expenditure of ₹15 Crore from IPO proceeds. As of today, we do not see any requirement of funds in this area as Machinery and Equipment Term Loans is easily available on reasonable cost. The management of AVP Infracon Limited has evaluated and realized that spreading payment over a loan term also helps match the cost of new equipment to its useful lifespan. Moreover, the Machinery Loan payment can be timed to match the equipment value over its useful years rather than taking a huge cash

		outflow upfront. Therefore, the funds earmarked for capex in “AVP Infracon Limited” are being proposed to be diverted to other areas where these funds can produce shareholder value.
7	The Amount proposed to be utilized for the new project	Rs.15 Cr
8	The estimated financial impact of the proposed alteration on the earnings and cash flow of the Company	Additional working capital will expedite the ongoing projects and reduce cost and improve cash flow due to advancement of completion of projects/contracts. This will also maximize the return on investment for members of the Company and ensuring future growth of the Company
9	The other relevant information which is necessary for the member to take an informed decision on the proposed resolution	As mentioned in the notice and explanatory statement which is available
10	The place from where any interested person may obtain a copy of the notice of the resolutions to be passed	Registered Office of the Company and Company's website i.e. https://avpinfra.com
11	The proposed time limit within which the proposed varied objects would be achieved	Within 12 months from the date of obtaining all necessary approvals.
12	The clause-wise details as specified in sub-rule (3) of rule 3 as was required with respect to the originally proposed objects of the issue	As mentioned in the notice and explanatory statement which is available on Company's website.
13	The risk factors pertaining to the new objects	Change in Government Policies, Adverse Market conditions, poor performance of economy, Regulatory overhaul, timely receipt of receivables due, unforeseen circumstances in spite of best efforts are the major risk factors that might affect the company despite best efforts taken by the company.
14	Other relevant information which is necessary for the members to take an informed decision on the proposed resolution	Requisite details are mentioned in the explanatory statement.
15	Name of the Director who voted against the proposed variation/alteration	None of the Directors present at the board meeting held on 2 nd August, 2025 had voted against the proposed variation/alteration.

Accordingly, in terms of the provisions of Sections 27 of the Companies Act, 2013 and any other applicable provisions and the rules made thereunder, the Company seeks approval of the members by way of Special Resolution through postal ballot for variation in the Objects of the Issue as disclosed in the Prospectus, for utilization of the issue proceeds pursuant to applicable provisions of the Companies Act, 2013 and relevant rules made there under (including any amendment thereto or re-enactment thereof for the time being in force) and subject to compliance of such other applicable

provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.

Registered Office:

Plot No.E-30,II nd floor,
II nd Avenue Besant Nagar
Chennai,Tamil Nadu,
India-600090

**By Order of the Board,
For AVP Infracon
Limited**

**Sd/-
D. Prasanna
Chairman & Managing Director
DIN- 02720759**

**Date: August 11, 2025
Place: Chennai**