



Niraj Cement Structurals Ltd

September 29, 2022

To,

The Corporate Relations Department. BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Script Code: 532986	National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex, Bandra (East) Mumbai - 400 051 Script Symbol : NIRAJ
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Dear Sir/Madam,

Sub: Proceedings of the 24th Annual General Meeting of the Company.

Ref: Regulation 30 of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015

This is with reference to the 24th Annual General Meeting ("AGM") of the Company held on Thursday, 29th September, 2022 at 10.00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

In compliance with the provisions of Regulations 44 of the SEBI (LODR) Regulations, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided remote e-voting facility to all its members to enable them to cast their vote on all matters listed in the Notice convening the AGM through electronic means during the period commencing from Monday, 26th September, 2022 (9.00 a.m.) to Wednesday, 28th September, 2022 (5.00 p.m.).

The Company had also provided e-voting facility to the members attending the AGM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and who had not cast their vote earlier through remote e-voting facility. We wish to inform you that all the resolutions contained in the Notice of the AGM were approved by the Members with requisite majority.

Pursuant to Regulation 30 of the SEBI LODR Regulations, we are submitting herewith the details regarding the brief proceedings of the 24th AGM of the Company.

You are requested to take same on your records.

For Niraj Cement Structurals Limited

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Anil Anant Jha
Company Secretary
ACS No.: 66063



Encl: as above

CIN : L26940MH1998PLC114307

Office : Niraj House, Sunder Baug, Near Deonar Bus Depot, Deonar, Chembur, Mumbai - 400 088. Tel.: 6602 7100
Fax : 2551 8736 • E-mail : info@niraj.co.in • Website : www.niraj.co.in
Factory : C-55, TTC Industrial Area, Thane Belapur Road, Navi Mumbai. Tel.: 2768 1695 / 2768 0645



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Brief Proceedings of 24th Annual General Meeting ("AGM") of Niraj Cement Structurals Limited ("Company")

The 24th Annual General Meeting ("AGM") of the Members of the Company was held on Thursday, 29th September, 2022 at 10.00 A.M. through Video Conferencing (VC)/ Other AudioVisual Means (OAVM) in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

Mr. Vishram Rudre, Managing Director of the Company, took the chair. The requisite quorum being present; meeting was called to order.

Mr. Asit Thakkar, Whole-Time Director of the Company was authorized by Mr. Vishram Rudre, Chairman of the Company to act on his behalf.

Mr. Asit Thakkar, called the meeting to order and welcomed the Members of the meeting.

The meeting was virtually attended by 41 Members, all the Directors were present. Mr. Gurple Ramdas Kamat, Chairman of Audit Committee, Mr. Ratan Sanil, Chairman of Nomination Remuneration Committee and Mrs. Dimple Gureja Chairman of Stakeholder Relationship Committee had attended through Video Conference from their respective places.

Further, Secretarial Auditor and Representative of the Statutory Auditor or had also attended the meeting. The Company Secretary informed that the Board of Directors at their meeting held on 12th August, 2022 had appointed Mr. Abhay Pal, Practicing Company Secretary (Membership No. A59534 and COP No. 23812) as the Scrutinizer to supervise the e-voting process.

The Company Secretary further informed that the company had provided e-voting facility to the members to cast their vote electronically on all resolutions set forth in the notice. He further informed that the Members who had not yet cast their votes electronically and who were participating in the meeting can cast their votes during the meeting and 15 minutes after the conclusion of the Meeting, through e-voting system provided by the National Securities Depository Limited (NSDL).

The Chairman informed the members that the Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the AGM.

The details of authorized representations received from corporate shareholders were informed to the Members. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers as required

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under the Companies Act, 2013 were available for inspection in electronic mode, should any Member request for the same.

The Notice convening the AGM and the Auditor's Report for the year ended 31st March, 2022 was taken as read. The Chairman gave an overview of the performance of the Company for the financial year ended 31st March, 2022.

The following items of business as set out in the notice dated 12th August, 2022 convening the meeting were transacted through remote e-voting and e-voting during the AGM.

Sr. No.	Brief Particulars of Resolutions	Type of Resolutions	Mode of Voting
ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement of the Company for the financial year ended 31 st March 2022, together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote e-voting and e-voting during the AGM
2.	To appoint Mr. Sudhakar Balu Tandale (DIN: 09083084) as Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote e-voting and e-voting during the AGM
SPECIAL BUSINESS			
3.	Re-Appointment of Mr. Ratan Umesh Sanil (DIN: 07785011) as an Independent Director of the Company.	Special Resolution	Remote e-voting and e-voting during the AGM
4.	Approval of Material Related Party Transaction with M/s. Niraj-Patel JV, a Joint Venture.	Ordinary Resolution	Remote e-voting and e-voting during the AGM
5.	Approval of Material Related Party Transaction with M/s. Niraj-Babulnath JV, a Joint Venture.	Ordinary Resolution	Remote e-voting and e-voting during AGM
6.	Approval of Material Related Party Transaction with M/s. Niraj-Jandu JV, a Joint Venture.	Ordinary Resolution	Remote e-voting and e-voting during AGM

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Members present at the Meeting were given an opportunity to ask questions and seek clarification(s). Mr. Asit Thakkar, Whole-Time Director, on being authorized by the Chairman, responded to the questions raised. Post the question and answer session, the Mr. Asit Thakker requested the Members, who had not cast their votes through remote e-Voting, to e-Vote at the AGM and instructed National Securities Depository Limited (NSDL) to carry out the e-voting process and conclude the Meeting.

Mr. Asit Thakkar, Whole-Time Director then thanked the Members for attending and participating in the Meeting. He informed that the e-voting facility will be kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process meeting was declared to be closed.

The Chairman then thanked the Directors, Members and other Company Officials for their continued support and for attending and participating in the Meeting.

The meeting concluded with a vote of thanks to the Chair and to the Members attending the meeting.

For Niraj Cement Structurals Limited

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Anil Anant Jha

Company Secretary & Compliance Officer

ACS No.: 66063



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Annexure IV

Brief Profile of Mr. Ratan Umesh Sanil

Sr. No.	Details of events that need to be provided	Information of such event(s)
1.	Name of Director	Mr. Ratan Umesh Sanil (DIN: 07785011)
2.	Reason for change viz. Appointment, resignation, removal, death or otherwise	Re-appointment as an Independent Director for the second term.
3.	Date of appointment/ cessation (as applicable)	w.e.f. December 14, 2022
4.	Term of Appointment	Five (5) years
5.	Brief Profile	Mr. Ratan Umesh Sanil (DIN: 07785011) having vast experience in Construction, Civil Engineering, Project Planning and Higher Management.
6.	List of Directorship held in other companies (excluding foreign, private and Section 8 companies)	NIL
7.	Shareholding, if any in the Company	NIL
8.	Disclosure of relationships between directors	Mr. Ratan Umesh Sanil is not related to any Director or KMP of the Company.



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