Perfect INFRAENGINEERS LTD.

(Formerly known as Perfect Aircon Engg. Ltd.) CIN NO.: L29190MH1996PLC099583

Website : www.perfectinfra.com • Email : nm@perfectinfra.com

REGD. OFFICE : Plot No. R-637, T.T.C Industrial Area, Thane Belapur Road, MIDC Rabale, Navi Mumbai - 400 701. Tel.: 2760 6264

CORPORATE OFFICE :
168, Bhanushali Chambers,
Sant Tukaram Road, Mumbai - 400 009.
Tel.: 2348 0129 / 2348 2226 / 27

ADMINISTRATIVE OFFICE :
C-303, Kailash Esplanade,
L.B.S. Marg, Ghatkopar (West),
Mumbai - 400 086.

Date 05th September, 2017

To,
National Stock Exchange
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai-400051.

Subject: Revised Notice for AGM

Dear Sir,

We are enclosing herewith the revised Notice for AGM since the cut-off date was incorrectly mentioned in the previous submission.

Kindly take the same on your record.

Thanking You.

Yours faithfully,

For **PERFECT INFRAENGINEERS LIMITED**

PERFECT INFRAENGINEERS LTD. MUMBAI

Mrs. Manisha Mehta
DIN No: 00247274
Whole Time Director & Chief Financial

As Encl:

1) AGM Notice

URS is a member of Registrar of Standards (Holdings) Ltd.
ISO 9001:2008 CERTIFIED COMPANY

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Mumbai - 400 086.

Notice

NOTICE IS HEREBY GIVEN THAT TWENTY FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF PERFECT INFRAENGINEERS LIMITED WILL BE HELD ON 27th SEPTEMBER, 2017 AT 10:30 AM. AT 10.30 AM. AT THE HOTEL TIP TOP PLAZA, JASMINE HALL, NEAR CHECK NAKA, L.B.S MARG OPPOSITE TO RAHEJA GARDEN SOCIETY THANE (W) 400602.

TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements for the year ended 31st March, 2017 including the Audited Balance Sheet as at 31st March 2017 and the profit & loss Accounts for the year ended 31st March 2017.

2. Appointment of JCR & Co. Chartered Accountants as Statutory Auditors.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT,** subject to the provisions of Section 139 of the Companies Act, 2013 and rules made there under, JCR & Co. Chartered Accountant, Khar (Firm Registration Number 105270W) be and is hereby appointed as Statutory Auditors to hold such office from the conclusion of this Twenty First Annual General Meeting until the conclusion of Twenty Fifth Annual General Meeting (subject to ratification by the Members of the Company at every Annual General Meeting held after this Annual General Meeting) on such remuneration as may be mutually decided and agreed between the Board of Directors and Auditors of the Company."

SPECIAL BUSINESS

3. Regularization of Mr. Moiz Miyajiwala (DIN: 00026258) as an Independent Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Moiz Miyajiwala (DIN: 00026258), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as

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ISO 9001:2008 CERTIFIED COMPANY

an Independent Director of the Company to hold office for a term of five consequent years with effect from 19th July 2017 upto the conclusion of twenty sixth Annual General Meeting.

4. To consider and Approve Issue, Offer and Allotment of Equity Shares to Non-Promoter on Preferential Basis:

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

"RESOLVED THAT in accordance with the provisions of sections 42 and 62(1)(c) and other applicable provisions, if any, of the Company Act, 2013 (**"Act"**) and the rules made there under, including amendments thereof, The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**"ICDR Regulations"**) and the Rules/ Regulations/ Guidelines, if any, prescribed by Securities and Exchange Board of India, the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, and in terms of the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the National Stock Exchange of India Limited and other authorities, if any, and subject to consents, permissions and sanctions of all concerned authorities, if any, to the extent required and subject to conditions and modifications as prescribed or imposed while according such consents, which may be considered appropriate by the Board of Directors of the Company and/ or duly authorized committee thereof (**"Board"**) in its absolute direction, the consent of the shareholders be and is hereby accorded to the Board of Directors of the Company to issue, offer and allot, up to 18,82,000 equity shares of ₹ 10/- each of the Company for cash, to following person belonging to the Non-Promoter category of the shareholder (**"Allottees"**) at a price of ₹ 27/- (Rupees Twenty Seven Only) per equity share including premium of ₹ 17/- (Rupees Seventeen Only) per equity share, aggregating to ₹ 5,08,14,000 (Rupees Five Crores Eight Lacs Fourteen Thousand only) or price not lower than the minimum price to be calculated in accordance with the ICDR Regulations and on such term and conditions as may be decided by the Board including the terms of issues and to accept any modifications as SEBI, Stock Exchanges or such other appropriate authorities may impose at the time of approvals and as agreed to by the Board without being required to seek any further consent or approval of the Company in general meeting:

Sr. No.	Name of Allottee along with PAN & Address	Maximum Number of Equity Shares	Category
1	AUM Sarvagya Partners **PAN:** ABJFA1604Q; **Address:** Dimensional Avenue Business Centre, B – 401, Unit No. 42, 4th Floor, Vasudev Chambers, Old Nagardas Road, Andheri (E), Mumbai 400 069	3,72,000	Public – Body Corporate
2	Mr. Vinod Jaria; **PAN:** ACFPJ8691P; **Address:** Flat No. 408, 4th Floor, Emerald Building, 26A, Street, Al Mankhool, Bur Dubai, Dubai, P O Box 34598, UAE	3,72,000	Public - Individual
3	Wealth 4U Consultants Private Limited; **CIN:** U67110MH2007PTC167641 **Address:** Wealth4u House, D-	3,72,000	Public – Body Corporate

	Wing, Chankaya CHS Ltd., Mahavir Nagar Link Road. Kandivali West, Mumbai 400067		
4	Mrs. Gita Kirti Ambani **PAN:** AADPA5911H; **Address:** A 162, Twin Towers, Off VS Marg, Prabhadevi, Mumbai 400025	2,80,000	Public - Individual
5	Mr. Manan Rajendra Doshi HUF; **PAN:** AAIHM5241H **Address:** 4, Om Laxmi Sadan, P.K. Road, Next to Aditi Hospital, Mulund West, Mumbai 400 080	2,04,000	Public – HUF
6	Mrs. Arati Jayesh Parmar **PAN:** AFEPS0982E; **Address:** 101, Riddhi Siddhi, Dheeral Presidency Complex, Off M. G. Road, Kandivali West, Mumbai 400 067	54,000	Public - Individual
7	Mr. Vikas Bakshi **PAN:** AKNPB9309G **Address:** Flat No. 301, TF BLK-B2A, SEC-188, PKT-2, Dwarka, New Delhi 110075	54,000	Public - Individual
8	Mr. Satish Shah; **PAN:** AAGP50538R; **Address:** Block No. 1101/1102, May fair Building, Navya Chhaya Co-operative Housing Society Limited, Near Vikrant Circle, R.B. Mehta Marg, Ghatkopar East, Mumbai 400077	42,000	Public - Individual
9	Mr. Rajneesh Shethia HUF; **PAN:** AAMHS2147C; **Address:** 18, Hema Apartments, 353/B/38, Vallabh Baug Lane (Extn)., Ghatkopar East, Mumbai 400077	42,000	Public - HUF
10	Mr. Kalpesh Shethia HUF; **PAN:** AAIHK2124B; **Address:** 305, Suvidhi, Sarvodaya Nagar, Jain Temple Road, Mulund West, Mumbai 400080	42,000	Public - HUF
11	Mr. Bhavesh Domadia; **PAN:** AABPD7137Q; **Address:** B-403/2, Kailash Jyot, Derasar Lane, Ghatkopar East, Mumbai 400 077	12,000	Public - Individual
12	Ms. Meeta Domadia;	12,000	Public - Individual

	PAN: AAEPD6191K; **Address:** B-403/2, Kailash Jyot, Derasar Lane, Ghatkopar East, Mumbai 400 077		
13	Mr. Chintan Domadia; **PAN:** ALFPD0045E; **Address:** B-403/2, Kailash Jyot, Derasar Lane, Ghatkopar East, Mumbai 400 077	12,000	Public - Individual
14	Mr. Rohan Domadia; **PAN:** ALFPD0138E; **Address:** B-403/2, Kailash Jyot, Derasar Lane, Ghatkopar East, Mumbai 400 077	12,000	Public - Individual
	Total	**18,82,000**	

RESOLVED FURTHER THAT:

i. In accordance with the ICDR Regulations, the allottee shall pay on or before the date of issue and allotment of Equity Shares, an amount equivalent to 100% of the total consideration payable towards the Equity Shares.

ii. The equity shares to be allotted shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company. The Equity Shares shall rank pari pasu with existing equity shares of the Company in all respects.

iii. Equity shares allotted in the terms of this resolution shall be subject to lock –in as per provisions of ICDR Regulation.

iv. The board be and is hereby authorized to seek listing and trading of the equity shares issued on the Stock Exchanges where the equity shares of the Company are listed.

v. The Board be and is hereby authorized to accept and effect any conditions and modifications as may be required by the agencies involved in such issues including but not limited to SEBI , RBI, Stock Exchange and/ or such other appropriate authorities.

vi. The Equity Shares shall be issued and allotted by the Company to allottee within a periods of 15 days from the date of receipt of shareholder's approval for the preferential issue of Equity Shares, provided that where the allotment of said Equity Shares is pending on account of pendency of approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the of such approval.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds matters and things as may in its absolute direction deem necessary, desirable and expedient for such purpose, including without limitation, to issue and allot equity shares, issue clarifications, effecting any modifications or changes to the forgoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements documents (including for appointment of agencies, intermediaries and advisors for the issue), in connection therewith and incidental

thereto as the Board in its absolute discretion deem fit without being required to seek any approval of the shareholders of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue allotment of equity shares and utilization proceeds of the equity shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive in all respects.

RESOLVED FURTHER THAT the Company do make an application to the National Securities Depository Limited (NSDL) and the Central Depository Services Limited (CDSL) for admission of new equity shares issued on preferential basis, as and when required.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by above resolutions to any Director or to any Committee of Directors or any other executive(s)/ officer(s) of the Company or any other person as the Board at its discretion deem appropriate, to do all such acts, deeds, matters and things as also to execute such documents, writings, etc as may be necessary to give effect to the aforesaid resolution."

Note:-

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act) in respect of the business under of the Notice, is annexed hereto.

2. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.

3. Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.

4. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.

5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.

6. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

7. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number/ demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.

8. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

9. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. Karvy Computershare Private Limited or the Secretarial Department of the Company immediately.

10. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Clause 40 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provided the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. A separate e-voting instructions slip will be sent, explaining the process of e-voting with necessary user id and password along with procedure for such e-voting. The Company has appointed Ms. Prajakta V Padhye, Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO.3

The Company has appointed Mr. Moiz Miyajiwala (DIN: 00026258), as Additional and Independent Director on 19th July, 2017. The Board considers that it would be of immense benefit to the Company and it is desirable to avail their services as Directors. Accordingly, the Board recommends the resolution Nos. 5 in relation to appointment of Mr. Moiz Miyajiwala as an Independent Director, for the approval by the shareholders of the Company. Mr. Moiz Miyajiwala (DIN: 00026258), has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013.

Brief Profile of Mr. Moiz Miyajiwala is as follows:

Mr. Moiz Miyajiwala, aged 66 years is the Non Executive & Independent Director of our company. He is a member of the Institute of Chartered Accounts of India and has completed his Bachelors in Law from Mumbai University. He has an experience of 41 years consisting. He retired as the CFO and Executive Vice President (Finance) of VOLTAS LIMITED. He was an advisor to the Managing Director of VOLTAS LIMITED. He is on the Board of Directors of TIFCO Limited, Benares Hotels Limited, Taj Safaris Limited and Anjuman I Islam.

The Board of Directors has recommended the appointment of Mr. Moiz Miyajiwala (00026258) as an Independent Director.

None of the Directors of the Company except Mr. Moiz Miyajiwala are interested in the resolution.

ITEM NO.4

The Company proposes to issue and allot up to 18,82,000 Equity Shares to Non-promoter of the Company on a preferential basis. The disclosures in accordance with Companies Act, 2013 and the other disclosures as per the SEBI (ICDR) Regulations, 2009 and other applicable provisions of law, in relation to the Special resolution set out in accompanying Notice are follow:

1. **Object of the Preferential issue:**

We are engaged in the business of manufacturing Heating, Ventilation, and Air Conditioning (HVAC) components and equipment including control panels. We are also engaged in Mechanical, electrical and plumbing (MEP) turnkey project contracting & engineering. We are pleased to mention that your Company has now signed a License, Development and Supply Agreement with SunTrac Solar Manufacturing LLC (SunTrac), a Wyoming Limited Liability Company having its principal Office at Arizona, USA. SunTrac has developed a proprietary solar thermal technology that integrates with heating, ventilation and air conditioning (HVAC) and refrigeration devices reducing compressor electricity consumption by upto 40% and possesses U.S. patent for the technology.

The aforementioned agreements grants our Company an exclusive non transferable right & license under the SunTrac IPR to exploit SunTrac products with has been modified or customized by our Company, using any SunTrac proprietary components for commercial sales to its customers. The agreement also grants our Company the license to use SunTrac's proprietary Trademarks and also an exclusive nontransferable right and limited license to SunTrac's licensed software. The said collaboration paves the way to introduce 'Perfect SunTrac Hybrid Thermal System' with smart solar panel in India for a revolutionary, cleaner and greener way of installing and operating HVAC systems.

With the collaboration, our Company will be the only manufacturing unit of SunTrac outside U.S.A. All orders of Middle East regions, Australia and Asia will be supplied from our manufacturing facility. By partnering with SunTrac for bringing highly sophisticated solar thermal technology, we would be able to enhance our products range and services to existing as well as new HVAC clients. Further, successful implementation/ installation of these hi-tech products is likely to alter the landscape of HVAC systems in India.

We propose to utilize the proceeds of the aforementioned issue of equity shares to non-promoters, to part finance the capital expenditure and fund the working capital requirement with regards to the new venture 'Perfect SunTrac Hybrid Thermal System'.

2. **Total number of securities to be issued**

The Company proposes to issue and allot 18,82,000 equity shares to Non-Promoter allottees viz; AUM Sarvagya Partners, Mr. Vinod Jaria, Wealth 4U Consultants Private Limited, Mrs. Gita Kirti Ambani, Mr. Manan Rajendra Doshi, HUF, Mrs. Arati Jayesh Parmar, Mr. Vikas Bakshi, Mr. Satish Shah, Mr. Rajneesh Shethia and Mr. Kalpesh Shethia, Mr. Bhavesh Domadia, Ms. Meena Domadia, Mr. Chintan Domadia and Mr. Rohan Domadia.

3. **Proposal of the promoters, directors or key management personnel to subscribe to the offer:**

None of the Promoters, Directors, Key Managerial Personnel of the Company are subscribing to the Offer.

4. **The shareholding pattern before and after the preferential issue is given below:**

Sr. no.	Particulars	Pre-Preferential Issue		Post-Preferential Issue	
		No. of shares	%	No. of shares	%
(A)	Shareholding of Promoter and Promoter Group				
1	Indian				
(a)	Individual	4459172	57.84	4459172	46.49
(b)	Bodies Corporate	-	-	-	-
	Sub- Total (A)(1)	4459172	57.84	4459172	46.49
2	Foreign Promoters				
(a)	Individual	-	-	-	-
(b)	Bodies Corporate	-	-	-	-
	Sub-Total (A)(2)	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	4459172	57.84	4459172	46.49
(B)	Non – Promoters' holding	-	-	-	-
1	Institutional Investors	660000	8.56	660000	8.56
	Sub-Total (B)(1)	660000	8.56	660000	8.56
2	Non-institutional Investors	-	-	-	-
(a)	Private Bodies Corporate	961331	12.47	1705331	17.78
(b)	Directors and Relatives	-	-	-	-
(c)	Indian Public	1490905	19.34	2340905	24.40
(d)	HUFs	138000	1.79	426000	4.44
(e)	Others (Including NRIs)	-	-		
	Sub-Total (B)(2)	2590236	33.60	4472236	46.44
	Total Shareholding of Non – Promoters' group (B)= (B)(1)+(B)(2)	3250236	42.16	5132236	53.51
	GRAND TOTAL (A)+(B)	7709408	100.00	9591408	100

5. **Proposed time within which the Preferential issue shall be completed:**

The allotment of equity shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where allotment is pending on account of pendency of any approval from any regulatory authority/ body, the allotment shall be completed by the Company within a period of 15 days from the date of receipt of such approvals.

6. Pricing of the issue:

The "Relevant Date" for determining the issue price of the Equity shares is Thursday, August 28, 2017.

The issue price for allotment of equity shares has been fixed at ₹ 27/- per equity share, or price not lower than the minimum price to be calculated in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations on the Relevant Date. The equity shares of the company are frequently traded and the minimum Issue Price will be calculated in terms of Regulation 76 (1) which shall be a price not less than higher of the following:

(a) The average of the weekly high and low of the volume weighted average price of the equity shares quoted on the recognized stock exchange during the 26 weeks preceding the relevant date; i.e ₹ 17.51/-or
(b) The average of the weekly high and low of the volume weighted average prices of the related equity shares quoted on a recognized stock exchange during the 2 weeks preceding the relevant date i.e. ₹ 25.09/--.

The Company has fixed a price of ₹ 27.00 per equity share of ₹ 10/- each for proposed preferential allotment, which is higher than the above.

7. The class or classes of persons to whom the allotment is proposed to be made:

The securities will be issued and allotted to investors as indicated under point no 9 herein below.

8. Identity of the proposed Allottee and percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the Company, consequent to the Preferential Issue:

The proposed allottee(s) include individual investors, HUFs and domestic companies belonging to Non-Promoter category. The details of the same are as follows.

Sr. No	Name of Proposed allottee(s)	Instrument	Proposed Preferential allotment	Post Preferential allotment holding of the allottees		Name of Ultimate Beneficial owner
			No. of Shares	No. of Shares	%	
1	AUM Sarvagya Partners	Equity Shares	3,72,000	3,72,000	3.88	Mr. Rahul Pawar
2	Mr. Vinod Jaria	Equity Shares	3,72,000	3,72,000	3.88	Same as allottee
3	Wealth 4U Consultants Private Limited	Equity Shares	3,72,000	3,72,000	3.88	Mrs. Urvi Nimesh Chitalia
4.	Mrs. Gita Kirti Ambani	Equity Shares	2,80,000	3,76,000	3.92	Same as allottee
5.	Mr. Manan Rajendra Doshi HUF	Equity Shares	2,04,000	2,10,000	2.19	Mr. Manan Rajendra
6.	Mrs. Arati Jayesh Parmar	Equity Shares	54,000	54,000	0.56	Same as allottee

7.	Mr. Vikas Bakshi	Equity Shares	54,000	54,000	0.56	Same as allottee
8.	Mr. Satish Shah	Equity Shares	42,000	42,000	0.44	Same as allottee
9.	Mr. Rajneesh Shethia HUF	Equity Shares	42,000	42,000	0.44	Mr. Rajneesh Shethia
10.	Mr. Kalpesh Shethia HUF	Equity Shares	42,000	42,000	0.44	Mr. Kalpesh Shethia
11.	Mr. Bhavesh Domadia	Equity Shares	12,000	12,000	0.13	Same as allottee
12.	Ms. Meena Domadia	Equity Shares	12,000	12,000	0.13	Same as allottee
13.	Mr. Chintan Domadia	Equity Shares	12,000	12,000	0.13	Same as allottee
14.	Mr. Rohan Domadia	Equity Shares	12,000	12,000	0.13	Same as allottee
	TOTAL (B)		18,82,000	19,84,000	20.69	
	TOTAL (A) & (B)		18,82,000	19,84,000	20.69	

Note: Amongst the allottees, Mr. Manan Rajendra Doshi (HUF) presently holds 6000 shares and Mrs. Gita Ambani holds 96000 shares of the Company. Remaining (12) allottees who shall form part of public shareholders category do not hold any equity shares of the Company as on date i.e; pre preferential issue proposed to be made.

9. Change in control, if any, in the Company that would occur consequent to the preferential offer:

The proposed preferential allotment would not result in any change in the control over your company. There will not be any change in the management control or constitution of the Board of Directors subsequent to the allotment of equity shares on preferential basis.

10. Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

No allotment(s) has been made on preferential basis from the beginning of the year to date of issuance of this notice.

11. Lock in:

i) The equity shares being allotted to the allottees will be subject to "Lock-in" for a period of 1 year from the date of trading approval, as provided in the SEBI ICDR Regulations

ii) The entire pre-preferential allotment shareholding of the above Allottees, if any shall be locked-in from the relevant date up to a period of six months from the date of trading approval as per Regulation 78(6) of the ICDR Regulations.

12. Auditor' Certificate:

The certificate from M/s. JCR & Co., Chartered Accountants, Mumbai, being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements of Chapter VII of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company up to the date of declaration of results.

13. Undertaking by the Company:

Not applicable, since the equity shares of the Company are listed at stock exchange for more than Six (6) months from the relevant date. Further, the Price is being fixed in accordance with Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 prior to the allotment of equity shares.

Except Mr. Nimesh Mehta (Chairman & Managing Director), Ms. Manisha Mehta (Whole time Director and Chief Financial Officer) and their relatives to the extent of their respective shareholding, None of the Directors, Key Managerial Persons (KMPs) of the Company, are in any way concerned or interested in the resolution.

By Order of the Board of Directors
PERFECT INFRAENGINEERS LIMITED

PERFECT INFRAENGINEERS LTD. MUMBAI

Mr. Nimesh Mehta
(DIN: 00247264)
CHAIRMAN & MANAGING DIRECTOR

Date: 27th September 2017
Corporate Identification Number (CIN): L29190MH1996PLC099583
Registered Office:
R-637, TTC Industrial Area, MIDC, T. B. Road, Rabale, Navi Mumbai - 400701