



03rd September, 2024

To,
The Manager- Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, Block-G,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400051
Scrip Code: RILINFRA

Subject: Outcome of Board meeting held on 03rd September, 2024

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 and other applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors at their Board meeting held on today 03rd September, 2024 inter alia, has transacted the following business.

1. Director's Report along with its Annexures for the Financial Year ended March 31, 2024;
2. To take note of Resignation of M/s Ankit Chokshi & Co., Chartered Accountants, (Firm Registration No. 121722W) dated 02nd September, 2024.
3. Appointment of M/s. B. J. Patel & J. L. Shah, Chartered Accountants (having Firm registration No:104148W) the Statutory Auditors of the Company to fill the casual vacancy caused by M/s Ankit Choksi & Co., Chartered Accountants, (Firm Registration No. 121722W)
Pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013, pursuant to the recommendation of the Audit Committee of the Company, the Board of Directors has approved the appointment of M/s. B. J. Patel & J. L. Shah, Chartered Accountants Ahmedabad, (having Firm Registration Number 104148W) as the Statutory Auditors of the Company for a term of five (05) years, subject to the approval of members in the ensuing Annual General Meeting,

Details with respect to Change in Statutory Auditors of the Company as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 and CIR/CFD/CMD1/ 114/2019 dated October 18, 2019 are annexed herewith as **Annexure – A.**

4. To Approve Related Party Transaction with DNM Overseas Private Limited:

Brief Particulars regarding the Related Party Transaction with DNM Overseas Private Limited are annexed herewith as **Annexure-B.**



5. To Re-Appoint Mr. Girishbhai Ochchhavlal Raval (Din: 01646747) As A Chairman & Managing Director & Increase in Overall Maximum Remuneration Payable.

The Board of Directors of the Company ("Board"), at its meeting held on September 03, 2024 has, subject to the approval of members in the Annual General meeting of the Company, re-appointed Mr. Girishbhai Ochchhavlal Raval (DIN: 01646747) as a Chairman & Managing Director, for a period of 5 (five) years from the expiry of his present term, i.e., with effect from September 30, 2024 to September 29, 2029, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee ("NRC") of the Board and approved by the Board with overall maximum remuneration payable up to Rs. 50,00,000/- p.a.

Details with respect to Re-Appointment of Managing Director of the Company are annexed herewith as **Annexure-C**

6. To Re-Appoint Mr. Kalpit Manish Bhai Dave (DIN: 08575050) as an Independent Director of The Company.

Mr. Kalpit Manish bhai Dave (DIN: 08575050) was appointed as an Additional Independent Director of the Company by the Board of Directors in their meeting held on 20th December, 2019 and regularized as on 30th December, 2020 for the term of five years and as his term is going to complete as on 19th December, 2024. Therefore, herein with the recommendation of Nomination and Remuneration Committee and with the Approval of Board of Directors of the Company Mr. Kalpit Manish bhai Dave (DIN: 08575050) is re-appointed as an Independent Director of the Company subject to the Approval of the Members of the Company in the 23rd Annual General Meeting with effect from 19th December, 2024 up to 18th December, 2029.

Details with respect to Re-Appointment of Non-Executive Independent Director of the Company are annexed herewith as **Annexure-C**

7. Appointment of M/s. Mukesh H. Shah & Co., Company Secretaries, Ahmedabad as the Scrutinizer to scrutinize the e-voting of 23rd Annual General Meeting;
8. Notice calling of 23rd Annual General Meeting of members through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) and other matters related to it;

To convene Annual General Meeting ("AGM") of the members of the Company on Thursday, September 26, 2024 at 01.00 P.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), The Board of Directors has approved the draft notice of the AGM and matters related thereto. The notice of the said AGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website www.rachanainfra.com and on the website of the stock exchange i.e., National Stock Exchange of India Limited at www.nseindia.com, in due course.



Rachana Infrastructure Ltd.

604, 6th Floor, Zion Z1, Nr. Avalon Hotel, Sindhu Bhavan Road, Bodakdev, Ahmedabad-380054
Phone : 079 - 4917 2660 **E-mail :** rachanainfra404@gmail.com / info@rachanainfra.com
Website : www.rachanainfra.com **CIN No. :** L45203GJ2001PLC039725

The Company has fixed Thursday, September 19, 2024 as the "Cut-off-Date" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting

9. The Register of Members and Share Transfer Books of the Company will remain closed for a period (7) days from Friday, 20th September, 2024 to Thursday, 26th September, 2024 (both days inclusive) for the purpose of Annual General Meeting.

The voting rights of the members shall be in proportion to their shares of the paid-up equity capital in the Company as on cut- off date i.e., Thursday, 19th September 2024.

Please note that the said meeting was held at 12:00 p.m. and concluded at 12:50 p.m. (IST). We hereby request you to take note of the same and update record of the Company accordingly.

Thanking you.

Yours faithfully,

For, Rachana Infrastructure Limited

**Girishkumar
ar Raval**

Digitally signed by
Girishkumar Raval
Date: 2024.09.03
12:53:25 +05'30'

Girishkumar Ochchhavlal Raval
Chairman and Managing Director
DIN: 01646747



Annexure-A
Brief Profile of the Statutory Auditor of the Company

Particulars	Details
Name of Company	Rachana Infrastructure Limited
Name of the Auditor	M/s. B. J. Patel & J. L. Shah, Chartered Accountants
Reason for Change viz., Appointment, resignation, removal, death or otherwise	Appointment as Statutory Auditor of the Company
Date of Appointment & Term of Appointment;	From the Conclusion of the 23 rd Annual General Meeting till the Conclusion of the 28 th Annual General Meeting of the Company, subject to the approval of members in the ensuing Annual General Meeting. Term: 05 years
Brief profile (in case of appointment)	M/s. B. J. Patel & J. L. Shah, Chartered Accountants Ahmedabad, having Firm Registration Number 104148W. The Firm is almost 49 years old and having three branches and 5 full time partners with peer reviewed and Category-1 as per RBI panel. They are offering Tax audits, Corporate Audits, Government Audits, Bank Audits, System audits, Due diligence, Business valuations, Consulting for GST including filing of returns, Corporate Advisory services, Full-fledged consulting for IBC Matters including buy side advisory to their esteemed Clients.
Disclosure of relationships between directors (in case of appointment)	Not Applicable



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Annexure B:

Brief Details regarding the Related Party Transactions with DNM OVERSEAS PRIVATE LIMITED

Sr. No	Name of related party	Name of the director/KMP and their relatives who are related, if any	Nature of Relationship	Nature of Transactions	Proposed Amount of Transaction
1.	DNM OVERSEAS PRIVATE LIMITED	Mr. Brijesh Girishbhai Raval and 2. Mr. Jaydeep Girishbhai Raval both are Directors of DNM Overseas Private Limited	Both are the son of Mr. Girishbhai Ochchhavlal Raval MD of Rachana Infrastrucutre Limited	Rent Income	To the extent of Rs. 50 Lakhs p.a.



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Annexure C:

DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT

Name of the Director	Girishkumar Ochchhavlal Raval (Managing Director)	Kalpiti Manishbhai Dave (Independent Director)
Directors Identification Number [DIN]	01646747	
Date of Birth and Age	18/02/1959 (65 Years)	03/03/1993
Date of appointment on the Board	29/06/2001	20/12/2019
Qualifications	Bachelor of Business Administration	Diploma in Mechanical Engineering
Directorship held in other Public Companies (excluding foreign, private and Section 8 companies)	Nil	Nil
Memberships/ Chairmanships of Committee of other public companies (includes only Audit Committee & Stakeholders' Relationship Committee)	Nil	Nil
Number of shares held in the Company	56,86,981	Nil
Expertise in Specific Area	He is having more than 40 years of experience in the infrastructure field.	He is having more than 9 years of experience in the Production engineering field
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company:	Mr. Girishbhai Ochchhavlal Raval is spouse of Ms. Bhaminiben Baldevprasad Mehta and Brother of Mr. Ashok Bhai Raval as well as Father-in-law of Ms. Ishita P. Raval	No