

Ref: SEL/2024-25/149

September 30, 2024

To,
The Dy Gen Manager
Corporate Relationship Dept
BSE Limited
PJ Tower, Dalal Street,
Mumbai- 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051
Fax : 022-26598237-38

Equity Scrip Code:532710

Equity Scrip Name: SADBHAV

Sub: Report on Proceedings of 35th Annual General Meeting ("AGM") of SADBHAV Engineering Limited (the Company) held on Monday, September 30, 2024 at 3.30 P.M. through Video Conference ("VC") / Other Audio Visual Means (OAVM) facility.

Dear Sir / Madam,

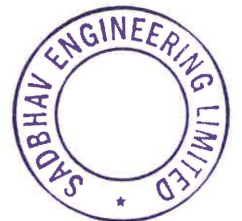
With reference to the above, we wish to inform you that 35th Annual General Meeting of the Company was held on Monday, September 30, 2024 at 3.30 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OVM") facility.

Company Secretary of the Company welcomed all Members, Directors, Auditors, Key Managerial Personnel and Secretarial Auditor of the Company at the 35th Annual General Meeting (AGM) of the members of the Company. He also informed the members about the process to participate in the meeting and smooth conduct of AGM.

All Directors of the Company attended the meeting including Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee. Mr. Kushik Patel, Partner of Manubhai & Shah LLP and Mr. Ravi Kapoor, Scrutinizer and Secretarial Auditor of the Company were also present in the Meeting. It was confirmed that the meeting had the required quorum and the AGM to proceed. He further informed that the meeting was held through Video Conference ("VC") / Other Audio Visual Means (OAVM) facility is in accordance with circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

He informed the members that Mr. Shashin V. Patel, Chairman and Managing Director of the Company would Chair the meeting.

All requisite Statutory Registers were made available electronically on the website of the Company for inspection of the Members during the AGM.





The Company Secretary requested the Chairman to deliver his speech. The Chairman thereafter addressed the shareholders and deliver his speech.

With the permission of the Shareholders Notice convening the 35th Annual General Meeting and Directors' Report was taken as read.

He informed that, the Company has provided e-voting facility to all its members to enable them to cast their vote electronically on all the resolutions mentioned in the AGM notice. The e- Voting period commenced on Friday, 27th September, 2024 at 09.00 a.m. and ended on Sunday, 29th September, 2024 at 05.00 p.m. The cut-off date for determining the members who may cast their vote electronically was Saturday, 23rd September, 2024. For those members who have not casted their vote through e-voting, can cast their vote during the course of the meeting through e-voting facility provided on CDSL e-voting website and the said facility was available for 30 minutes after the conclusion of Annual General Meeting. With the permission of the some of Shareholders, the qualifications marked by the Statutory Auditor's Report and Secretarial Audit report in their report and reply of Director's in their report was taken as read.

Thereafter with the approval of Chairman of the meeting, the following businesses as mentioned in the notice of 35th Annual General Meeting were conducted:

Item No. 1

Resolution No. 1 is Ordinary Resolution to consider and adopt:

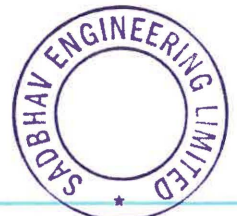
- (a) the audited Standalone financial statement of the Company for the financial year ended 31st March, 2024, the reports of the Board of Directors and Auditors thereon; and
- (b) the audited Consolidated financial statement of the Company for the financial year ended 31st March, 2024 and the report of Auditors thereon.

Item No. 2

Resolution No. 2 is Ordinary Resolution for appointment of a Director in place of Mr. Jatin Thakkar (DIN: 09312406) who retires by rotation and being eligible, offers himself for reappointment.

Item No. 3

Resolution No. 3 is Ordinary resolution for Ratification of Remuneration to Cost Auditor.





Item No. 4

Resolution No. 4 is Special Resolution for Reappointment of Mr. Tarang Desai as an independent director of the company from February 13, 2025 to February 12, 2030.

Item No. 5

Resolution No. 5 is a Special resolution for Approval of Implementation of the 'Employee Stock Option Plan 2024' and to approve Grant of Employee Stock Options under the 'Employee Stock Option Plan 2024' to the eligible employees of the Company.

Item No. 6

Resolution No. 6 is Special resolution for Approval of Grant of Employee Stock Options under the 'Employee Stock Option Plan 2024' to the eligible employees of the Company's Subsidiary Companies (Including Step-Down Subsidiary Companies) and Holding Companies.

Item No. 7

Resolution No. 7 is Special resolution for Grant of Options to eligible employees equal to or exceeding one percent of the Issued Capital of the Company during any one year under Employee Stock Option Plan 2024.

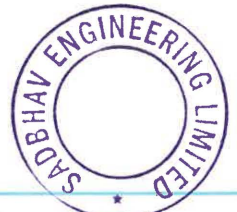
Item No. 8

Resolution No. 8 is Special Resolution for Increase and Alteration of Authorized Share Capital and Consequent Alteration in The Capital Clause of Memorandum Of Association of The Company.

As mentioned earlier an opportunity was given by way of e-voting to member who has not cast his vote through remote e-voting.

Pursuant to the provisions of Section 109 of the Companies Act, 2013, Mr. Ravi Kapoor, Practicing Company Secretary has been appointed as Scrutinizer for conducting remote e-voting process and e-voting at the AGM. The results along with the scrutinizer's report would be submitted to the stock exchanges (BSE and NSE) within two working days from the conclusion of the meeting also would be placed on the website of the Company.

The Company Secretary requested the members registered as speakers to ask their queries. Mr. Shashin Patel had addressed the questions / queries raised by Shareholders of the Company.





We sincerely appreciate the shareholders present at the meeting, for their continuous cooperation and for making this meeting successful.

As all the business of the meeting was completed, the Company Secretary with the permission of the Chairman, declared the meeting as concluded at 3:52 p.m. with vote of thanks.

Please take the same on record.

Thanking You,

Yours Faithfully,

For Sadbhav Engineering Limited

Shashin V. Patel
Chairman and Managing Director
DIN: 00048328

