



NOTICE OF (01/2022-23) EXTRA-ORDINARY GENERAL MEETING

Dear Members,

NOTICE is hereby given that the (01/2022-23) Extra-Ordinary General Meeting (EGM) of the Members of the Company – SHRADHA INFRAPROJECTS LIMITED (CIN: L45200MH1997PLC110971) will be held on Saturday, the 07th January 2023, at 11.30 A. M. at the Registered Office of the Company at Shradha House, Near Shri Mohini Complex, Kingsway, Block No F/8 Nagpur 440001, Maharashtra, India, to transact the following business:

SPECIAL BUSINESS:-

ITEM NO. 1: SUBDIVISION OF EXISTING EQUITY SHARE OF FACE VALUE OF RS.10/- (TEN) EACH FULLY PAID UP INTO TWO EQUITY SHARES OF FACE VALUE OF RS.5/- (FIVE) EACH FULLY PAID UP:

ORDINARY RESOLUTION:-

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 Section 61(1)(d) and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or any re-enactment(s) thereof for the time being in force) and the provisions of the Memorandum and Articles of Association of the Company, applicable provisions of the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015 subject to such approvals and consents as may be required from appropriate authorities, the consent of the Members of the Company be and is hereby accorded for sub-division of existing One [01] Equity Shares of the Company of face value of Rs.10/-(Ten) each fully paid up into Two [02] Equity Shares of face value of Rs.5/- (Five) each fully paid up with effect from the ‘Record date’ to be determined by the Board of Directors or any Committee thereof, for this purpose.”

“RESOLVED FURTHER THAT pursuant to sub-division of equity shares of the Company, the Authorised, Issued, Subscribed and Paid-up Equity Share Capital of 1 (One) Equity Share of face value of Rs.10/- (Rupees Ten only) each fully paid- up shall stand sub-divided into Two[02] Equity Shares of face value of Rs.5/-(Rupees Five only) each fully paid up as existing on the Record Date and shall rank paripassu in all respects with each other and carry the same rights as to the existing fully paid- up equity share of Rs.10/- (Rupees Ten only) each of the Company.”



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Email-id: investorinfo@shradhainfra.in, Phone No.: 0712-6617181, Website: www.shradhainfra.in

“RESOLVED FURTHER THAT pursuant to the sub-division of the face value of Equity Shares as mentioned above, the share certificate(s) in relation to the existing issued Equity Shares of the face value of Rs.10/- each, held in physical form shall be deemed to have been automatically cancelled with effect from the record date to be fixed by the Board, and the Board be and is hereby authorized, without requiring to surrender the existing issued share certificate(s) by the Members, to issue new share certificate(s) in lieu of the existing share certificate(s), with regard to the sub-divided shares, and in case of the Equity Shares held in the dematerialized form, the number of sub- divided equity shares of face value of Rs.5/-(Rupees Five only) each be credited proportionately to the respective beneficiary accounts of the Members with the Depository Participants, in lieu of the existing credits in their beneficiary accounts representing the Equity Shares of the Company before sub- division ie equity shares of the Company of face value of Rs.10/-[Ten] each of the record date.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be required to obtain approvals in relation to the above mentioned Resolutions and do such further acts, deeds or things as may be required to give effect to sub-division of Equity Shares of the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to execute and file necessary applications, declarations and other documents with Stock Exchanges, Depositories, Registrar and Transfer Agents and/or any other statutory authority(ies), if any, settle any question or difficulty that may arise with regards to sub-division of the shares as aforesaid or on any matters connected therewith or incidental thereto; and do all such acts, deeds, things, including all other matters incidental thereto in order to implement the foregoing resolution including delegate all or any of its powers herein conferred to any Committee of Directors and/or any persons without any further approval of the Shareholders.”

ITEM NO. 2: ALTERATION OF CAPITAL CLAUSE V OF MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY:

ORDINARY RESOLUTION:-

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 Section 13 Section 61 and 64 and other applicable provisions if any, of the Companies Act, 2013, read with the Rules framed thereunder (including any statutory modification(s) or any re-enactment(s) thereof for the time being in force) subject to such approvals and consents as may be required from appropriate authorities, the consent of the Members of the Company be and is hereby accorded to alter the Authorized Share Capital of the Company from existing Rs 11,00,00,000/-(Rupees Eleven Crores only) divided into 1,10,00,000 Equity Shares of Rs. 10/- each to Rs 11,00,00,000/-(Rupees Eleven Crores only) divided into 2,20,00,000 Equity Shares of Rs. 5/- each.



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“RESOLVED FURTHER THAT the Memorandum of Association of the Company be altered in the following manner i.e., existing Clause V of the Memorandum of Association be deleted and the same will be substituted with the following new clause as Clause V

V. The Authorised Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crore only) divided into 2,20,00,000 (Two Crore Twenty Lakh) Equity Shares of Rs.5/- (Rupees Five only) each.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto”.

For SHRADHA INFRAPROJECTS LIMITED

Shrikant
Sharad
Huddar

Digitally signed by
Shrikant Sharad
Huddar
Date: 2022.12.15
11:33:41 +05'30'

SHRIKANT HUDDAR
COMPANY SECRETARY
(ICSI MEM NO. A38910)



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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AT THE EXTRA-ORDINARY GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY, SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.**
2. As per Section 105 of the Companies Act, 2013 and Rules thereunder, a person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% (ten percent) of the total Share Capital of the Company carrying voting rights. In case, a proxy is proposed to be appointed by a member holding more than 10% (ten percent) of the total Share Capital of the Company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder.
3. Proxy form, in order to be effective must be received at the registered office of the company not less than Forty-Eight (48) hours before the time appointed for the meeting. A Proxy submitted on behalf of the Company, Trust or Society (Institutional Investors) must be supported by an appropriate Resolution or Authority, as applicable.
4. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item No. 1 & 2 of the accompanying Notice is annexed hereto.
5. Members/Proxies attending the meeting are requested to bring the Attendance Slip (duly completed) to the Meeting.
6. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), in respect of Special Business as set out above to be transacted at EGM is annexed hereto and forms part of this Notice. All documents referred to in the Notice including Explanatory Statement thereof, will be available for inspection by Members during working hours on all working days, during the office hours except Saturdays, Sundays and all public holidays up to the date of the Meeting.
7. The Company has engaged the services of Central Depository Services (India) Limited (CDSIL) as the authorized agency to provide e-voting facility for the EGM
8. The Register of Members and Share Transfer books of the Company will remain closed from Monday, the 02nd January, 2023 to Saturday, the 07th day of January, 2023 (both days inclusive)
9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address as soon as possible.



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10. To comply with the provisions of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rule 2014, the Company is required to update its database by incorporating some additional details of its members in its records.
11. Members are therefore requested to submit their e-mail ID and other details vide the e-Mail Updation Form. The same could be done by filling up and signing at the appropriate place in the said form and returning the same by post/email/by submitting the same at the time of EGM. The E-mail ID provided shall be updated subject to successful verification of signatures as per record available with the RTA of the Company.
12. Attendance Slip, Proxy Form, e-Mail Updation Form and the Route of the Venue of the Meeting are annexed hereto.
13. Shareholders desiring any information relating to the accounts are requested to write to the Company at least 7 (seven) days in advance of the EGM to enable the Company to provide the information required at the meeting.
14. Depository Participants/ Shareholders/ Investors of the Company are advised to send all documents/ correspondences such as requests for Dematerialization of Shares, Transfer of Shares, Change of Address, Registration of e-mail Id, Change of Bank Mandate/ NECS and other Shares related documents to the Company's RTA.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, accordingly, requested to submit their PAN to the Depository Participants with whom they maintain their Demat accounts.
16. Non Resident Indian members are requested to inform the Company's RTA immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable if not furnished earlier.
17. GREEN INITIATIVE

As a responsible corporate citizen, your Company welcomes and supports the 'Green Initiative' taken by the Ministry of Corporate Affairs, Government of India. We strongly urge you to support this 'Green Initiative' by opting for electronic mode of communication and making the world a cleaner, greener and healthier place to live. The members who have not registered their e-mail address, so far, are requested to register their e-mail address with the Company, Registrar and Share Transfer Agent or Depository Participant (DP), as the case may be.



ELECTRONIC DISPATCH OF NOTICE OF EGM AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF NOTICE OF EGM, USER ID & PASSWORD AND REGISTRATION OF EMAIL ID FOR E-VOTING:

18. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the EGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL ("Depositories"). Members may note that the Notice of EGM will also be available on the Company's website www.shradhainfra.in, websites of National Stock Exchange of India Limited at www.nseindia.com and on the website of CDSL at www.evotingindia.com.
19. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company at investorinfo@shradhainfra.in along with the copy of the signed request letter mentioning the Folio No., name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Aadhaar, Driving License, Election Identity Card, Passport) in support of the address of the Member.
20. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to investorinfo@shradhainfra.in If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
21. Alternatively members may send a request to helpdesk.evoting@cdslindia.com for procuring user id and password for e-voting by providing above mentioned documents.
22. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

PROCEDURE TO RAISE QUESTION / SEEK CLARIFICATIONS WITH RESPECT TO NOTICE OF EGM:

23. Members who would like to express their views or ask questions may ask by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at investorinfo@shradhainfra.in from 26th December 2022 (9:00 A.M. IST) to 31st December, 2022 (5:00 P.M. IST). The same will be replied by the Company suitably.



HELPDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE FOR ANY TECHNICAL ISSUES REALTING TO LOGIN THROUGH DEPOSITORIES i.e. NSDL AND CDSL

Login type	Contact Details/ Helpdesk
Individual Shareholders holding securities In Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
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 helpdesk evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

VOTING THROUGH ELECTRONIC MEANS

24. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), read with MCA Circulars and SEBI Circular, Company is providing facility of remote e-voting to its Members to cast their vote electronically, through the E- voting services provided by CDSL on all the resolutions set forth in this Notice. The facility of casting votes by a member using remote e-voting system will be provided by CDSL.
25. The Company has appointed CS Ridhita Agrawal (ICSI Membership No. F10054, COP: 10054) Mumbai as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.
26. The Members who have cast their vote by remote E- voting prior to the EGM may also attend/ participate in the EGM but shall not be entitled to cast their vote again during the EGM. Members attending the EGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through and voting through poll papers process during the EGM.
27. Members holding shares in physical form are requested to access the remote e-voting facility provided by the Company through CDSL e-voting system at www.cdslindia.com. Members who do not have the User ID and Password for e- Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice. Further members can also use the OTP based login for logging into the e-Voting system of CDSL.
28. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Saturday 31st December, 2022.



29. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request a evoting@cdslindia.com. However, if he/she is already registered with CDSL for remote E-voting then he/she can use his/her existing User ID and password for casting the vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evotingindia.com.
30. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the E-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evotingindia.com to reset the password.
31. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 022- 23058542/43

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

32. The remote e-voting period begins on **Wednesday, 04th January, 2023 at 09:00 A.M. and ends on Friday, 06th January, 2023 at 05:00 P.M.** The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e. on Saturday 31st December, 2022**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday 31st December, 2022.
33. The details of the process and manner for remote E-voting using CDSL e-Voting system are explained herein below:

Step 1: Access to CDSL e-Voting system

(A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode



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In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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



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	provided links for the respective ESP where the e- Voting is in progress during or before the EGM.
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 or joining virtual meeting & voting during the meeting. 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 or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



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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 or joining virtual meeting & voting during the meeting.

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.

(B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to CDSL e-Voting website?

1. Visit the e-Voting website of CDSL. Open web browser by typing the following URL: www.evotingindia.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/ Creditor' section.
2. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
3. Alternatively, if you are registered for CDSL eservices i.e. IDEAS, you can log-in at www.evotingindia.com with your existing IDEAS login. Once you log-in to CDSL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and
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	Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user id is 12*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evotingindia.com
 - b) “Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evotingindia.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@cdslindia.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of CDSL.
6. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
7. Now, you will have to click on “Login” button.
8. After you click on the “Login” button, Home page of e- Voting will open.

GENERAL INSTRUCTIONS:

34. Members can also update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
35. A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.
36. The facility for voting through polling papers shall be made available at the venue of the



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Extra-Ordinary General Meeting for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.

37. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM through polling paper.
38. In case the shareholder cast their vote through both remote e-voting and voting through polling papers then votes casted through remote e-voting shall be considered and vote cast through polling paper shall be treated as invalid.
39. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote E-voting and make within two working days of conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
40. The result declared along with the Scrutinizer's Report shall be placed on the Company's website at www.shradhainfra.in and on the website of CDSL at www.evotingindia.com immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited where the shares of the Company are listed.



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

Item No. 1 & 2: SUB-DIVISION OF EQUITY SHARES OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE V OF MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY

The equity shares of the Company is listed and is being actively traded on the National Stock Exchange of India Limited. The Company's strong performance and faith of investors since its listing has led the significant rise in the market price of the equity shares of the Company enhancing the shareholders wealth and has generated considerable interest in the Company's equity shares in the market. The market price of the shares has increased manifold.

With a view to enhance the liquidity in the Company's Equity Shares in the capital market and to encourage the participation of small investors by making equity shares of the Company more affordable for the investors, the Board of Directors ("Board") at its Meeting held on 10th December, 2022 has considered and approved the subdivision of 1 (One) Equity Share of the Company having face value of Rs.10/- (Rupees Ten only) each fully paid-up into 2 (Two) Equity Shares having face value of Rs.5/- (Rupees Five only) each fully paid-up subject to the approval of the Members of the Company.

This requires alteration of capital clause in the MOA and also requires approval by the members and by the Registrar of Companies. The Board of Directors or any Committee thereof, for this purpose shall determine the Record Date for sub division of equity shares subject to approval of shareholders of the Company.

The sub-division of equity shares of the Company as aforesaid would require consequential alteration to the existing Capital Clause i.e. Clause V of the Memorandum of Association of the Company. There will not be any change in the amount of authorized, subscribed, issued and paid-up share capital of the Company on account of sub-division of equity shares. Additionally, such sub-division shall not be construed as reduction in share capital of the Company.

Details of Sub-division are as follows:

Authorised Equity Share Capital

Particular	Amount (In Rs.)	Pre- Split	Post- Split
		No. of Shares	No. of Shares
		Face value of Rs. 10/-	Face Value of Rs. 5/-
Authorised Equity Share Capital	11,00,00,000	1,10,00,000	2,20,00,000



SHRADHA INFRAPROJECTS LIMITED

CIN: L45200MH1997PLC110971

Registered Office: Shradha House, Near Shri Mohini Complex, Kingsway, Block No F/8, Nagpur 440001, Maharashtra, India

Email-id: investorinfo@shradhainfra.in, Phone No.: 0712-6617181, Website: www.shradhainfra.in

Issued, Subscribed and Paid-Up Equity Share Capital

Particular	Amount (In Rs.)	Pre- Split	Post- Split
		No. of Shares	No. of Shares
		Face value of Rs. 10/-	Face Value of Rs. 5/-
Issued, Subscribed and Paid-Up Equity Share Capital	10,12,46,960	1,01,24,696	2,02,49,392

The above mentioned sub-division of shares will not create any change in the voting percentage of shareholders. Sub-division of Equity Shares and consequential alteration to Capital Clause (Clause V) of the Memorandum of Association of the Company requires the approval of the Shareholders.

The Memorandum of Association (MOA), Articles of Association (AOA) and other relevant documents are available for inspection by the Members at the Registered Office of the company during normal business hours on any working day of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested in the Resolutions except to the extent of their shareholding if any in the Company.

The Board of Directors of the Company accordingly recommends the Ordinary Resolution as set out at Item No 1 and for Item No 2 of the Notice for approval of the Members in the interest of the Company.

For SHRADHA INFRAPROJECTS LIMITED

Shrikant
Sharad
Huddar

Digitally signed
by Shrikant
Sharad Huddar
Date: 2022.12.15
11:34:40 +05'30'

SHRIKANT HUDDAR
COMPANY SECRETARY
(ICSI MEM. NO. A38910)

Registered Office:

Shradha House, Near Shri Mohini Complex,
Kingsway, Block No F/8,
Nagpur 440001, Maharashtra, India

Place: Nagpur

Date: 10th December, 2022



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Extra Ordinary General Meeting Information at a glance

Sr. No.	Particulars	Details
1.	Day, Date and Time of EGM	Saturday, 07 th January, 2023 at 11:30 A. M. [IST]
2.	Mode	Physical Mode
3.	Helpline Number	All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk. evoting@cdslindia.com or call 022- 23058542/43
4.	Submission of Questions / Queries Before EGM	Questions/queries shall be submitted 7 days before the time fixed for EGM i.e. by 11:30 A.M. (IST) i.e. on or before 31 st December, , 2022 by email at investorinfo@shradhainfra.in mentioning name, demat account no./folio number, email ID, mobile number, etc.
5.	Cut-off date for e-voting	31 st December, 2022
6.	Remote E-voting start time and date	Wednesday, 04 th January, 2023 at 09: 00 A. M.
7.	Remote E-voting end time and date	Friday, 06 th January, 2023 at 05: 00 P. M.
8.	Book closure Period	Monday, 02 nd January, 2023 to Saturday, 07 th day of January, 2023 (both days inclusive)
9.	Name, address and contact details of e-voting service Provider	Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk. evoting@cdslindia.com or call 022- 23058542/43
10.	Name, address and contact details of Registrar and Transfer Agent	Bigshare Services Private Limited Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India. Contact No. : 022 - 62638200 Fax No. : 022 – 62638299 Email:investor@bigshareonline.com



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11.	E-mail Registration & Contact Updation Process	Demat shareholders: Contact respective Depository Participant. Physical Shareholders: Contact Company's Registrar and Transfer Agents, Bigshare Services Private Limited By sending an email request at investor@bigshareonline.com in along with signed scanned copy of the request letter providing the e-mail address, mobile number, self-attested copy of the PAN card and copy of the Share Certificate (both side).
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ATTENDANCE SLIP

ATTENDANCE SLIP of (1/2022-23) Extra-Ordinary General Meeting dated Saturday, 07th January, 2023 at 11:30 A.M.

Please complete this Attendance Slip and hand it over at the entrance of the Meeting Hall (Joint Shareholders may obtain additional Slips on request)

Name & Address of the Shareholder(s)

DP ID :	Folio No :
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Client ID :	No. of Shares :
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I/We record my/our presence at the (1/2022-23) Extra-Ordinary General Meeting of the Company at Shradha House, Near Shri Mohini Complex, Kingsway, Nagpur 440001, Maharashtra dated Saturday, 07th January, 2023 at 11:30 A.M.

Signature of the Shareholder or the Proxy Attending the Meeting

.....
If **Shareholder**, Please Sign here

.....
If **Proxy**, Please Sign here

Note: You are requested to sign and handover this slip at the entrance of the meeting venue.



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FORM NO. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address & E-mail Id	
Folio No /Client ID DP ID	
No. of Shares	
I/We, being the member(s) holding _____ shares of the above named company. Hereby appoint:	
Name: E-mail Id: Address: Signature, or failing him	
Name: E-mail Id: Address: Signature, or failing him	
Name : E-mail Id: Address: Signature , or failing him	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the (1/2022-23) Extra-Ordinary General Meeting of the Members of the **SHRADHA INFRAPROJECTS LIMITED** will be held on Saturday, 07th January, 2023 at 11:30 A.M. at Shradha House, Near Shri Mohini Complex, Kingsway, Nagpur 440001, Maharashtra in respect of such resolution as are indicated below:



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** I wish my above Proxy **to vote** in the manner as indicated in the box below:

Item No.	Resolutions	For	Against	Abstain
Special Business:				
1.	Subdivision of Existing Equity Share of Face Value of Rs.10/- (Ten) Each Fully Paid Up into Two Equity Shares of Face Value of Rs.5/- (Five) Each Fully Paid Up			
2.	Alteration of Capital Clause V of Memorandum of Association (MOA) of the Company.			

Signed this _____ day of _____ 20____

Signature of Shareholders: _____

Signature of Proxy holder(s): _____

**Affix
Revenue
Stamp**

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the time fixed for commencement of the meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.



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BALLOT FORM

(Please read the instructions carefully printed overleaf before completing this form) Serial

1.	Name(s) of the Shareholder(s) (In Block Letters) (Including joint holders, if any)	:	
2.	Registered Address of the sole/ first named Shareholder	:	
3.	Registered folio No./ DP Id No*/ Client Id No.* (*Applicable to shareholders holding shares in dematerialized form)	:	
4.	No. of Shares held	:	
5	I/ We hereby exercised my/our vote in respect of Ordinary Resolution to be passed for the business stated in the Notice of (01/2022-23) Extra-Ordinary General Meeting of the Company scheduled to be held on 07 th January, 2023 at 11:30 A. M. by conveying my/ our assent (FOR) or Dissent (AGAINST) to the said resolution(s) by placing the tick (✓) in the appropriate box below:		

Item No.	Resolutions	For	Against	Abstain
Special Business:				
1.	Subdivision of Existing Equity Share of Face Value of Rs.10/- (Ten) Each Fully Paid Up into Two Equity Shares of Face Value of Rs.5/- (Five) Each Fully Paid Up.			
2.	Alteration of Capital Clause V of Memorandum of Association (MOA) of the Company.			



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Kindly read the instructions printed overleaf before filing the form:-

1. Members may fill up the ballot form printed overleaf and submit the same in a sealed envelope to the Scrutiniser namely, CS Ridhhita Agrawal (ICSI Membership No. F10054, COP: 10054); Address. Flat No 502, Mangium 2, Adiraj Gardens, Sector -5, Kharghar, Navi Mumbai - 410210, Maharashtra, India, or to her e-mail id: csridhhita17@gmail.com, so as to reach by 05.00 P.M on 06th January, 2023. Ballot form received thereafter will strictly be treated as if not received.
2. The Company will not be responsible if the Ballot Form torn, mutilated in any manner.
3. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
4. In the event member casts his votes through both the processes i.e. E-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
5. The right of voting by Ballot Form shall not be exercised by a proxy.
6. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSD/CDSL and that of the members holding shares in physical form is verified as per the records of the share transfer agent of the Company i.e. M/s Bigshare Services Private Limited. Members are requested to keep the same updated.
7. There will be only one Ballot Form for every Folio/DP ID Client ID irrespective of the number of joint members.
8. In case of joint holders, the Ballot Form should be signed by the first named shareholder and in his/her absence by the next named shareholders. Ballot form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such Ballot Form signed by other joint holders.
9. Where the Ballot Form has been signed by an authorized representative of the body corporate/Trust/Society, etc. a certified copy of the relevant authorization/Board resolution to vote should accompany the Ballot Form.
10. Instructions for e-voting procedure are available in the Notice of Extra-Ordinary General Meeting of the Company.



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FOR KIND ATTENTION OF SHAREHOLDERS

Dear Shareholder(s),

As per the provisions of Section 88 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, the Company needs to update its 'Register of Members' to incorporate certain new details, as are required under the said provisions. Further, as per the "Green Initiative in the Corporate Governance" initiated by the Ministry of Corporate Affairs (MCA), vide its Circular No. 17/2011 dated 21/04/2011, the Company proposes to send all the notices, documents including Annual Report in electronic form to its members.

We, therefore request you to furnish the following details for updation of Register of Members and enable the Company to send all communication to you through electronic mode:

DP ID & Client ID		Date of Birth	
Name of the Member			
Father's / Mother's / Spouse's Name			
Address (Registered Office Address in case the Member is a Body Corporate)		In case member is a minor, name of the guardian	
E-mail Id		Occupation	
PAN or CIN (In case of Body Corporate)		UIN (Aadhar Number)	
Residential Status		Nationality	

Place: _____

Date : _____

Signature of the Member

Kindly submit the above details duly filled in and signed at the appropriate place to the Registrar & Share Transfer Agents of the Company viz. **"Bigshare Services Private Limited**, Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India. The e-Mail Id provided shall be updated subject to successful verification of your signature. The members may receive Annual Reports in physical form free of cost by post by making request for the same.

Thanking You,

For SHRADHA INFRAPROJECTS LIMITED

Sd/-

NITESH SANKLECHA
MANAGING DIRECTOR & CFO



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ROUTE MAP SHOWING LOCATION OF THE VENUE OF (1/2022-23) EXTRA-ORDINARY GENERAL MEETING OF SHRADHA INFRAPROJECTS LIMITED

SCHEDULED TIME : ON 07TH JANUARY, 2023 AT 11:30 A. M.

VENUE : SHRADHA HOUSE, NEAR SHRI MOHINI COMPLEX, KINGSWAY, NAGPUR 440001

