



INFRA ENGINEERS LTD.

(Formerly known as Perfect Aircon Engg. Ltd.)

CIN NO.: L29190MH1996PLC099583

Website : WWW.V.perfectinfra.com • Email: nm@perfectinfra.com REGO. 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 - 400 085.

03rd December, 2019

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

**Subject: Clarification on Submission of Outcome of Board Meeting held on 14th November, 2019
and details of Resignation of Independent Director.**

Dear Sir/ Madam,

With reference to your mails seeking clarification with respect to the announcement dated 14th November, 2019 regarding outcome of Board Meeting on following points;

1. Date of Appointment of Arun Singh as Independent Director
2. Date of Resignation of Mr. Rashmin Dave and Mr. Vinay Deshmukh
3. Detailed reason for resignation of independent directors
4. A confirmation from the independent directors stating no material reasons other than those provided;
5. Whether intimated within 24 hrs.

In view of the same, we would like to submit our clarification on your query as follow:

S. No.	Particular	Date of Appointment/ Resignation	Date of Announcement	Reason for Resignation
1.	Date of Appointment of Arun Singh as Independent Director	14 th November, 2019	14 th November, 2019	NA
2.	Date of Resignation of Mr. Rashmikan Dave	19 th October, 2019	13 th November, 2019	Resignation by Director due to some personal reasons.
3.	Date of Resignation of Mr. Vinay Deshmukh	23 rd October, 2019	13 th November, 2019	Due to pre occupancy

The Company has given intimation of Appointment of Director well within time however due to non availability of expert in the Company, the Company missed to submit the intimation of resignation of Directors, the delay in reporting of resignation was not intentional and there were no mala fide intention to hide the facts of resignations. Both the Directors have resigned *suo-moto* due to their pre occupancy and confirmed that no other material reasons behind their resignation.

Details in terms of Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 for appointment of Independent Director and Resignation of Independent Director are enclosed in the letter:

We humbly request you to take the same in your record and oblige.

Thanking You.
Yours faithfully,

For **PERFECT INFRAENGINEERS LIMITED**



Mrs. Manisha Mehta
Chief Financial Officer



URAS member CIR/CFD/CMD/4/2015 dated September 9, 2015

ISO 9001:2008 CERTIFIED COMPANY

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Mumbai - 400 086.03rd December, 2019

To,
The Manager,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai-400051
Symbol: PERFECT

Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the appointment of Independent Director.

Dear Sir,

With reference to the captioned subject, we hereby inform you that the Board of Directors of the Company in their meeting held on Thursday, 14th November, 2019 has appointed Mr. Arun Kumar Singh as Independent Director of the Company w.e.f 14th November, 2019.

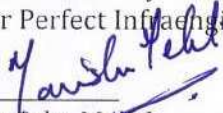
Details in terms of Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 for for the appointment of Independent Director are given below:

S. No.	Particulars	Details
1.	Reason for Change	Appointment
2.	Date of Appointment & Terms of Appointment	The Board of Directors of the Company, at their Meeting held on 14th November, 2019, basis the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Mr. Arun Kumar Singh as an Additional Independent Director on the Board of the Company w.e.f 14th November, 2019 to hold office until the ensuing Annual General Meeting in terms of section 161 of the Companies Act, 2013. The approval of the Shareholders for the appointment of Mr. Arun Kumar Singh as Independent Director on Board of the Company will be sought at the ensuing Annual General Meeting. He is also been appointed as Member of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders' Relationship Committee of the Board with effect from 14th November, 2019
3.	Brief profile	Mr. Arun Kumar Singh is an Engineer by profession and has done BE (ER) from Naval Institute of Aero National Technology. He has an experience of 25 years in Telecom Project as Project hand in large telecom Companies, he has in instrumental in roll out of 7000kw of NLD Network.

		Mr. Arun Kumar currently a Managing Director and CEO of Naptune Infracom Private Limited. He had served as Vice President Technology of RK Infratel Limited.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Arun is not related to any of the Director of the Company.

Request you to take the same into your record and oblige.

Yours sincerely
For Perfect Infraengineers Limited


Manisha Menta
Chief Financial Officer
Place: Mumbai



UKAS number: 01287 (valid/active) is a registered

ISO 9001:2008 CERTIFIED COMPANY

(To be printed on letter head of Independent Director)

23rd October, 2019

To,
The Board of Directors,
Perfect Infraengineers Limited
R-637, TTC Industrial Area, MIDC,
T. B. ROAD, RABALE, Navi Mumbai
Thane - 400708

**Confirmation under Regulation 30 of
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

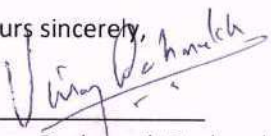
This refers to my resignation as an Independent Director of your Company sent on 23rd October, 2019 with effect from 24th October, 2019. As required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") read with Clause 7B of Part A of Schedule III of Listing Regulations, I hereby confirm that there are no material reasons other than the reason stated in my said resignation letter.

Additional details in connection to my resignation from Perfect Infraengineers Limited are as below:

S. No.	Particular	Comment
1.	Detailed Reasons for resignation.	Stated reason is "Due to pre-occupation". I am the Executive Director & CEO of Forbes Facility Services Pvt. Ltd., which position rendered me difficult to continue as the Independent Director of Perfect Infraengineers Ltd.

Thanking you

Yours sincerely,



Vinay Raghunath Deshmukh

Vinay Raghunath Deshmukh
1, Lakshman Zulla Building, III Floor, 50,
Ranade Road, Dadar (W), Mumbai - 400028

By Speed Post A.D. & Email

October 23, 2019

The Board of Directors
Perfect Infraengineers Limited
R-637, TTC Industrial Area, MIDC,
T. B. Road, Rabale, Navi Mumbai,
Thane - 400708

Dear Sirs,

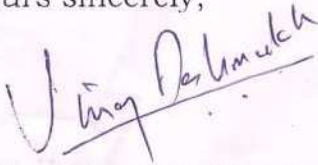
Resignation as Director

Due to my pre-occupation, I would like to resign from the Board of Directors of the Company with effect from the date of this letter.

I would like to take this opportunity to thank all my colleagues on the Board for the help and co-operation extended to me during my tenure as Director of the Company.

Thanking you.

Yours sincerely,



(Vinay Raghunath Deshmukh)

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03rd December, 2019

To,
The Manager,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai-400051
Symbol: PERFECT

Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Resignation of Independent Director.

Dear Sir,

With reference to the captioned subject, we hereby inform you that the Board of Directors of the Company in their meeting held on Thursday, 14th November, 2019 has taken a note of Resignation of Mr. Vinay Deshmukh (DIN: 07153755) from the position of Independent Director of the Company w.e.f 23rd October, 2019.

Details in terms of Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 for the Resignation of Independent Director are given below:

S. No.	Particulars	Details
1.	Reason for Change	Resignation due to pre-occupation. Mr. Vinay Deshmukh has been associated with the Company since 10 th April, 2015, Mr. Deshmukh has resigned as an Independent Director with effect from 23 rd October, 2019.
2.	Date of Appointment & Terms of Appointment	Mr. Deshmukh has resigned as an Independent Director with effect from 23 rd October, 2019.

Further, the Company has received confirmation from Mr. Vinay Deshmukh that there are no other material reasons for his resignation other than those which are provided in the resignation letter dated 23rd October, 2019. The said confirmation received is enclosed herewith. Request you to please take the same on your records.

Yours sincerely
For Perfect Infraengineers Limited

Manisha Mehta

Manisha Mehta
Chief Financial Officer
Place: Mumbai
Encl: a/a





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Dear Sir,

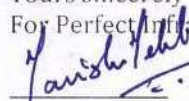
With reference to the captioned subject, we hereby inform you that the Board of Directors of the Company in their meeting held on Thursday, 14th November, 2019 has taken a note of Resignation of Mr. Rashmikan Dave(DIN: 02672241) from the position of Independent Director of the Company w.e.f 19th November, 2019.

Details in terms of Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 for the Resignation of Independent Director are given below:

S. No.	Particulars	Details
1.	Reason for Change	Resignation due to some other commitments. Mr. Rashmikan Dave has been associated with the Company since 09 th March, 2019, Mr. Dave has resigned as an Independent Director with effect from 19 th October, 2019
2.	Date of Appointment & Terms of Appointment	Mr. Dave has resigned as an Independent Director with effect from 19 th October, 2019

Further, the Company has received confirmation from Mr. Rashmikan Dave that there are no other material reasons for his resignation other than those which are provided in the resignation letter dated 19th October, 2019. The said confirmation received is enclosed herewith. Request you to please take the same on your records.

Yours sincerely
For Perfect Infra Engineers Limited


Manisha Mehta
Chief Financial Officer
Place: Mumbai



UPCHANDRA CIR/CFD/CMD/4/2015 dated September 9, 2015

ISO 9001:2008 CERTIFIED COMPANY

From

Rashmikant M. Dave

1B, Hari Niwas, 3rd Golibar Road,
Santacruz East, Mumbai 400 055.

Date : 19th October, 2019

To,
The Board of Directors,
Perfect Infraengineers Limited.,
Mumbai.

Dear Sir / Madam,

Sub : Resignation from the Directorship of the Company

I **Rashmikant M. Dave** (DIN : 02672241) resident of 1B, Hari Niwas, 3rd Golibar Road, Santacruz East, Mumbai. India, due to some personal reasons, I shall not be able to discharge the duties of the Non- Executive Independent Director of the Company. Therefore, I hereby tender my resignation from the Directorship (in the capacity of Non-Executive Independent Director) of the Company i.e. M/s Perfect Infraengineers Limited with close of the business hour of 19th October, 2019.

Kindly acknowledge the receipt of this resignation letter and arrange to submit necessary forms with the office of the Registrar of Companies.

I want to convey my deep sense of appreciation and a feeling of gratitude for the regard and consideration which I received from all the Directors and other officers during the period of my association in the Company.

With best regards



Rashmikant M. Dave
DIN : 02672241