

Date: 03.09.2018

The Secretary
BSE Limited
New Trading Wing,
Rotunda Building,
PJ Tower, Dalal Street,
Mumbai- 400001

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block "G"
5th floor, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051

Sir,

Sub: Notice of 23rd Annual General Meeting

Please refer to our letter dated 01st September, 2018, inter-alia, informing about the date and venue of the Annual General Meeting of the Company.

We are now enclosing Notice dated 31st August, 2018 for convening the 23rd Annual General Meeting of the Company on Saturday, 29th September, 2018 at 02:30 p.m. at Asia-Pacific Institute of Management, 3 & 4 Institutional Area, Jasola, Opposite Sarita Vihar, New Delhi - 110025, for your reference and records.

This may be treated as compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,
Yours faithfully
For MBL Infrastructures Ltd.


Anubhav Maheshwari
(Company Secretary)

Encl: a/a

MBL Infrastructures Ltd.

Registered & Corporate Office : Bani Corporate One, Sute No. 308, 3rd Floor, Plot No. 5, Commercial Centre, Jasola, New Delhi-110 025
Tel. : +91-11-48593300 - 10, Fax : +91-11-48593320 Email : delhi@mblinfra.com Website : www.mblinfra.com, CIN-L27109WB1995PLC073700



MBL INFRASTRUCTURES LTD.

Reg Off.: Baani Corporate One Tower, Suite No. 308, 3rd Floor,
Plot No. 5, District Commercial Centre, Jasola, New Delhi - 110 025
Tel : +91- 011 48593300, Fax : +91-11-4959 3320, email :cs@mblinfra.com,
Website: www.mblinfra.com

ANNUAL GENERAL MEETING NOTICE

To
The Members,

Notice is hereby given that the **Twenty Third Annual General Meeting** of the Members of the Company will be held on Saturday, 29th September, 2018 at 2:30 P.M. at Asia-Pacific Institute of Management, 3 & 4 Institutional Area, Jasola, Opposite Sarita Vihar, New Delhi - 110025 to transact the following business:-

ORDINARY BUSINESS:

1. To consider and adopt-
 - a. The audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.
 - b. The audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Report of Auditors thereon.
2. To appoint a Director in place of Mr. Anjaneer Kumar Lakhota (DIN: 00357695), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT in partial modification of Resolution No. 3 passed at 22nd Annual General Meeting held on 11th November, 2017, the words "subject to annual ratification by the members at the Annual General Meeting" appearing in the said resolution No. 3 be deleted.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) be and is hereby authorised to fix the remuneration of M/s SARC & Associates, Chartered Accountants as Statutory Auditors of the Company and to do all such acts, deeds and things as may be required to give effect to the said resolution."

4. To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to Regulation 17(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder, (including any statutory modifications(s), or

amendment(s) or re-enactment(s) thereof for the time being in force), approval of the Company be and is hereby accorded to continue the appointment of Mr. Bhagwan Singh Duggal (DIN: 06634772) as Non-Executive Independent Director, who has already attained the age of 75 years, for the remaining period of his existing term as an Independent Director of the Company.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

5. To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to Regulation 17(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder, (including any statutory modifications(s), or amendment(s) or re-enactment(s) thereof for the time being in force), approval of the Company be and is hereby accorded to continue the appointment of Mr. Ashwini Kumar Singh (DIN: 00365901) as Non-Executive Independent Director, who will attain the age of 75 years, for the remaining period of his existing term as an Independent Director of the Company.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

6. To consider and, if thought fit, to pass the following resolutions as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rule, 2014 made thereunder, (including any statutory modifications(s), or amendment(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV to the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Bhagwan Singh

Duggal (DIN: 06634772), whose office as an Independent Director is liable to end on 31st March, 2019, in respect of whom the Company has received notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director and who is eligible for re-appointment be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

7. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rule, 2014 made thereunder, (including any statutory modifications(s), or amendment(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV to the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Ashwini Kumar Singh (DIN: 00365901), whose office as an Independent Director is liable to end on 31st March, 2019, in respect of whom the Company has received notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director and who is eligible for re-appointment be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

8. To consider and, if thought fit, to pass the following resolutions as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rule, 2014 made there under, (including any statutory modifications(s), or amendment(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV to the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Sunita Palita (DIN: 00365901), whose office as an Independent Director is liable to end on 25th May, 2019, in respect of whom the Company has received notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director and who is eligible

for re-appointment be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for another term of five consecutive years with effect from 26th May, 2019 to 25th May, 2024.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

9. To consider and, if thought fit, to pass the following resolutions as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (including any amendments thereto or re-enactment thereof) and Rules made thereunder, and subject to any other approvals, if any, consent of the Company be and is hereby accorded for re-appointment of Mr. Anjaneer Kumar Lakhotia (DIN 00357695) as a Chairman & Managing Director of the Company, liable to retire by rotation, for a period of 5 (Five) years, on expiry of his present term of office i.e. with effect from 25th May 2019, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice, with liberty to the Board of Directors to alter, and vary terms and conditions of said re-appointment and/or remuneration as may be agreed to between the Board of Directors and Mr. Anjaneer Kumar Lakhotia, not exceeding the limits specified under Schedule V of the Companies Act, 2013, or any statutory modifications or re-enactments thereof.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

10. To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and relevant rules prescribed thereunder (including any amendments, modification or variation thereof) payment of remuneration of Rs. 30,000/- (Rupees Thirty Thousand only) plus applicable taxes, reimbursement of out of pocket expenses and other incidental expenses, for conducting the audit of the Cost records of the Company for the financial year 2018-2019 by M/s Dipak Lal & Associates, Cost Accountants (Firm Registration No. 101491) as Cost Auditors of the Company appointed by the Board of Directors of the Company be and is hereby ratified and confirmed."

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

11. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, and in supersession of all earlier resolutions passed in terms of Section 180(1)(c) of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee thereof) to borrow any sum or sum of monies from time to time, in any form including but not limited to by way of loans, including inter corporate deposits(s), credit facilities, by issue of debentures (redeemable non-convertible, structured or unstructured or otherwise), other non-convertible instruments, sub-ordinated debentures, perpetual debt, etc. or bonds or in form of guarantee, or in any other form on such terms and conditions as the Board may deem fit, in both domestic and foreign currency, from banks, financial institutions, and other sources for the purpose of financing working capital requirements as also for acquisition of capital assets and / or for the purpose of any other requirements of the Company both for capital and revenue in nature, notwithstanding that the money or monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) shall not exceed at any point of time a sum aggregating to Rs. 5000 Crores (Rupees Five Thousand Crores Only), excluding any interest on such borrowings, and such borrowings will exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to approve, finalize, modify, settle and execute such documents / deeds / writings / papers / agreements as may be considered necessary or desirable by the Board and to do all such acts, deeds and things, as it may in its absolute discretion deem necessary or desirable."

12. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee thereof) to create such charges and/or mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company on such terms and conditions and at such times and in such form and manner and with such ranking as to priority as the Board may think fit, on any of the Company's moveable / immoveable properties and/or assets, whosoever situated, both present and future comprised in any undertaking or undertakings

of the Company, as the case may be, in favour of the Lenders viz. Financial/Investment Institutions, Banks and Trustees for the holders of debentures/bonds/other debt instruments to secure the repayment of loans/borrowings sanctioned and/or to be sanctioned by them from time to time, in foreign currency and / or rupee currency and / or by way of debt instruments issued / to be issued by the Company, for a sum not exceeding Rs. 5000 Crores (Rupees Five Thousand Crores Only) in aggregate at any time as per the approval of the shareholders under Section 180(1)(c) of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorised to finalise with the Lenders, agreements and other documents, if any, necessary for creating the mortgage(s) and/or charge(s), hypothecation(s) as aforesaid, and do all such acts, deeds and things and to execute all such documents, deeds and instruments in writing as may be required, incidental and/or expedient for giving effect to this resolution and to resolve any question relating thereto, or otherwise considered by the Board to be in the best interest of the Company."

13. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with the rules framed thereunder and Schedules thereto (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to all applicable approvals, permissions and such conditions as may be prescribed by any of the concerned authority(ies), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

14. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013, read together with the Rules made therein and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 [including any statutory modification(s) or re-enactment thereof, for the time being in force], consent of the Company be and is hereby accorded, for entering into any contract/arrangements with Subsidiary Companies, Special Purpose Vehicle, Associate Companies and Joint Venture/Enterprises-participation, for a period of 5 (five) years from the date of passing this resolution upto a maximum amount of Rs.1,000 Crore per annum on such terms and conditions as mentioned in the Explanatory Statement to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby, authorised to do or cause to be done all such acts, matters, deeds and things and to settle

any queries, difficulties and doubts that may arise with regard to any transaction with the related party(ies) and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, including delegation of powers, in the interest of the Company."

15. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 42, 62, 71 and other applicable provisions, if any, of the Companies Act, 2013 (the "Companies Act") and rules made thereunder, the Foreign Exchange Management Act, 1999, as amended, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, as amended and the rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India, the Reserve Bank of India, the Securities and Exchange Board of India including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "ICDR Regulations") or any other competent authority, whether in India or abroad, from time to time, to the extent applicable including the enabling provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (the "Listing Regulations"), the Memorandum of Association and Articles of Association of the Company and subject to approvals, consents, permissions and sanctions as might be required and subject to such conditions and modifications as might be prescribed while granting such approvals, consents, permissions and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), consent be and is hereby authorized on behalf of the Company, to create, offer, issue and allot, with or without a green shoe option, in one or more tranches, in the course of domestic and/ or international offering(s) in one or more foreign markets and/or domestic market, by way of a public issue, preferential issue, qualified institutions placement, private placement or a combination thereof, such number of equity shares of the Company (the "Equity Shares") or the Global Depository Receipts ("GDRs"), the American Depository Receipts ("ADRs"), the Foreign Currency Convertible Bonds ("FCCBs"), Fully Convertible Debentures (FCDs)/ Partly Convertible Debentures (PCDs), Optionally Convertible Debentures (OCDs), Preference Shares convertible into Equity Shares, Non-Convertible Debentures with warrants and/or any other financial instruments or securities convertible into Equity Shares or with or without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the Equity Shares or otherwise, in registered or bearer form, and/or any security convertible into Equity Shares with or without voting/special rights and/or securities linked to Equity Shares, whether rupee denominated or denominated in foreign currency (hereinafter collectively referred to as the "Securities") or any combination of Securities, to all eligible investors, including

residents and/ or non-residents and/or institutions/ banks and/or incorporated bodies and/ or individuals and/or trustees or any other category of investors, and whether or not such investors are members of the Company (collectively the "Investors"), through one or more prospectus or letter of offer or placement document or offering circular or offer document, at such time or times, at face value or such price or at market price(s) or premium to market price(s) in terms of applicable regulations, aggregating up to Rs. 300 Crores (Rupees Three Hundred Crores Only) or equivalent thereof, subject to the borrowing limits of the Company as may be approved by Board members, from time to time, on such terms and conditions and in such manner as the Board may in its sole discretion decide including the timing of the issue(s) / offering(s), the Investors to whom the Securities are to be issued, terms of issue, issue price, number of Securities to be issued, the Stock Exchanges on which such securities will be listed, finalization of allotment of the Securities on the basis of the subscriptions received including details on face value, premium, rate of interest, redemption period, manner of redemption, amount of premium on redemption, the ratio / number of Equity Shares to be allotted on redemption/ conversion, period of conversion, fixing of record date or book closure dates, etc., as the case may be applicable, prescribe any terms or a combination of terms in respect of the Securities in accordance with local and / or international practices including conditions in relation to offer, early redemption of Securities, debt service payments, voting rights, variation of price and all such terms as are provided in domestic and / or international offerings and any other matter in connection with, or incidental to the issue, in consultation with the merchant bankers or other advisors or otherwise, together with any amendments or modifications thereto.

RESOLVED FURTHER THAT the Securities to be created, issued, offered and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and the Equity Shares to be allotted in terms of this resolution shall rank *pari passu* in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT if the issue or any part thereof is made for Securities, which are convertible into or exchangeable with the Equity Shares of the Company within the meaning of the SEBI Regulations or any combination of Securities as may be decided by the Board, issued for such purpose, the same shall be fully paid-up and the allotment of such Securities shall be completed within twelve months from the date of this resolution or such other time as may be allowed under the SEBI Regulations, from time to time, at such price being not less than the price determined in accordance with the pricing formula provided under the SEBI Regulations and the Securities shall not be eligible to be sold except as may be permitted, from time to time, under the SEBI Regulations.

RESOLVED FURTHER THAT in case of a qualified institutions placement pursuant to ICDR Regulations, the allotment of Securities (or any combination of the Securities as decided by the Board) shall only be to Qualified Institutional Buyers, such Securities shall be fully paid-up and the allotment of such Securities shall be completed within 12 months from the date of this resolution at such price being not

less than the price determined in accordance with the pricing formula provided under the ICDR Regulations.

RESOLVED FURTHER THAT the Company may, in accordance with applicable laws, also offer a discount of such percentage as permitted under applicable laws on the price calculated in accordance with the pricing formula provided under the SEBI Regulations.

RESOLVED FURTHER THAT in the event that Equity Shares are issued to qualified institutional buyers under ICDR Regulations, the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board decides to open the proposed issue of Equity Shares and at such price being not less than the price determined in accordance with the pricing formula provided under the ICDR Regulations.

RESOLVED FURTHER THAT in the event that convertible securities and/ or warrants which are convertible into Equity Shares of the Company are issued simultaneously with non-convertible debentures to qualified institutional buyers under the ICDR Regulations, the relevant date for the purpose of pricing of such securities, shall be the date of the meeting in which the Board decides to open the issue of such convertible securities and/or warrants simultaneously with non-convertible debentures or the date on which the holders of such convertible securities become entitled to apply for the Equity Shares and at such price being not less than the price determined in accordance with the pricing formula provided under the ICDR Regulations.

RESOLVED FURTHER THAT in the event of issue of Securities, the number of Equity Shares and / or conversion price in relation to Equity Shares that may be issued and allotted on conversion shall be appropriately adjusted for corporate actions including bonus issue, rights issue, split and consolidation of share capital, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate restructuring exercise.

RESOLVED FURTHER THAT in the event the Securities proposed to be issued as ADRs or GDRs or FCCBs, pursuant to the provisions of the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993 and other applicable pricing provisions issued by the Ministry of Finance, the relevant date for the purpose of pricing the Securities to be issued pursuant to such issue shall be the date of the meeting in which the Board or duly authorised committee of directors decides to open such issue or such date as may be decided by the Board subject to relevant provisions of the applicable law, rules and regulations as may be amended from time to time, in relation to proposed issue of securities.

RESOLVED FURTHER THAT the issue to the holders of the Securities, which are convertible into or exchangeable with equity shares at a later date shall be, inter alia, subject to the following terms and conditions:

- (a) in the event the Company is making a bonus issue by way of capitalization of its profits or reserves prior to the allotment of the Equity Shares, the number of Equity Shares to be allotted

shall stand augmented in the same proportion in which the equity share capital increases as a consequence of such bonus issue and the premium, if any, shall stand reduced pro tanto;

- (b) in the event of the Company making a rights offer by issue of Equity Shares prior to the allotment of the Equity Shares, the entitlement to the Equity Shares will stand increased in the same proportion as that of the rights offer and such additional Equity Shares shall be offered to the holders of the Securities at the same price at which they are offered to the existing shareholders;
- (c) in the event of merger, amalgamation, takeover or any other re-organization or restructuring or any such corporate action, the number of Equity Shares, the price and the time period as aforesaid shall be suitably adjusted; and
- (d) in the event of consolidation and/ or division of outstanding Equity Shares into smaller number of Equity Shares (including by way of stock split) or re- classification of the Securities into other securities and/or involvement in such other event or circumstances which in the opinion of concerned stock exchange requires such adjustments, necessary adjustments will be made.

RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to applicable laws and subject to approval, consents, permissions, if any of any governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approval or permissions by such governmental authority or regulatory institution, the aforesaid Securities may have such features and attributes or any terms or combination of terms to provide for the tradability and free transferability thereof as per the prevailing practices and regulations in the capital markets including but not limited to the terms and conditions in relation to payment of dividend, issue of additional Equity Shares, variation of the conversion price of the Securities or period of conversion of Securities into Equity Shares during the duration of the Securities and the Board be and is hereby authorised in its absolute discretion in such manner as it may deem fit, to dispose off such of the Securities that are not subscribed.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions including any offer, issue or allotment of Equity Shares or Securities or instruments representing the same, as described above, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of terms and conditions for issuance of Securities including the number of Securities that may be offered in domestic or international markets and proportion thereof, timing for issuance of such Securities, issue price, face value, premium amount on issue/ conversion of the Securities, if any, rate of interest, creation of mortgage/ charge in accordance with provisions of the Companies Act, 2013 and shall be entitled to vary, modify or alter any of the terms and conditions as it may deem expedient, entering into and executing arrangements for managing, underwriting, marketing, listing, trading and providing legal advice as well as acting as depository, custodian, registrar, stabilizing agent,

paying and conversion agent, trustee, escrow agent and executing other agreements, including any amendments or supplements thereto, as necessary or appropriate and to finalise, approve and issue any document(s), including but not limited to prospectus and/or letter of offer and/ or placement document and/or offering circular and/or offer document and/or documents and agreements including filing of registration statements, prospectus and other documents (in draft or final form) with any Indian or foreign regulatory authority or stock exchanges and sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Securities and take all steps which are incidental and ancillary in this connection, including in relation to utilization of the issue proceeds, as it may in its absolute discretion deem fit without being required to seek further consent or approval of the members of the Company or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Equity Shares or Securities or instruments representing the same, as described above, the Board be and is hereby authorised on behalf of the Company to seek listing of any or all of such Securities on one or more Stock Exchanges in India or outside India and the listing of Equity Shares underlying the ADRs and/or GDRs on the Stock Exchanges in India.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of its powers herein conferred to any Committee or any one or more of the Company or one or more such Directors as authorized are empowered to take such steps and to do all such acts, deeds, matters and things and accept any alterations or modifications as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in this regard."

16. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Section 20 and other applicable provisions, if any, of the Companies Act, 2013 and relevant Rules prescribed thereunder, consent of the Company be and is hereby accorded to charge a fee from a Member in advance, a sum equivalent to the estimated expenses of delivery of the documents through a particular mode if a request has been received from the Member by the Company for delivery of any document through a particular mode, provided such request alongwith such fee has been duly realised by the Company at least one week in advance of the dispatch of the document(s) by the Company.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

17. To consider and if thought fit to pass the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to provisions of Sections 23, 42 and 71 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Foreign Exchange Management Act, 1999, the relevant guidelines issued by the Reserve Bank of India including any statutory modification, amendment, substitution or re-enactment thereof for the time being in force and other applicable statutes, rules, regulations, guidelines, notifications and circulars and the Memorandum and Articles of Association of the Company, approval of the shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include any committee thereof) to issue, offer, invite for subscription and to allot secured/unsecured Redeemable Non-Convertible Debentures ('NCDs') including but not limited to subordinated debentures, Perpetual debt, etc , on private placement basis upto Rs. 1200 crores (Rupees Twelve Hundred crores) in one or more tranches/series to such persons and on such terms and conditions as the Board may, from time to time, determine and consider proper and most beneficial to the Company including, without limitation, as to when the said debentures are to be issued, the face value of debentures to be issued, the consideration for the issue, mode of payment, coupon rate, redemption period, utilization of the issue proceeds and all matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to the said resolution."

By order of the Board
For **MBL Infrastructures Ltd.**
Anubhav Maheshwari
Company Secretary

Place: New Delhi
Dated: 31st August, 2018

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business set out to the Notice is annexed herewith.
 2. The Corporate Identification Number of the Company is L27109WB1995PLC073700. Pursuant to change in Registered Office of the Company to New Delhi, the allotment of new/changed Corporate Identification Number by Ministry of Corporate Office is under process.
 3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON A POLL INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED HERewith AND, IF INTENDED TO BE USED, IT SHOULD BE RETURNED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE COMMENCEMENT OF ANNUAL GENERAL MEETING.
 4. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
 5. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2018 to 29th September, 2018 (both days inclusive).
 6. Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (LODR) the brief resume/profile of the Directors recommended by the Board for appointment/re-appointment as on the date of notice is enclosed as Annexure.
 7. Members are requested to notify immediately changes of address, nominations, etc., if required:
 - (i) to their Depository Participants (DPs) in respect of their shares held in demat form; and
 - (ii) to the Company or to its Registrar & Transfer Agent in respect of the shares held in physical form, if any.
 8. All documents referred to in the notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days, upto the date of Annual General Meeting.
 9. Members are requested to bring their attendance slips together with their copies of the Annual Report to the meeting.
 10. Members desiring any information on the Audited Accounts 2017-18 and operations are requested to write to the Company Secretary at the Registered Office at least 10 days before the meeting so as to enable the Management to keep the information ready at the Meeting.
11. The Company to comply with SEBI Circular at 20th April, 2018 and further SEBI Circular at 16th July, 2018 well send separately a format requesting shareholders holding shares in physical form to submit it with the Company/RTA along with the copy of PAN card and Bank details (original cancelled cheque leaf/attested passbook showing the same of the account holder).

In pursuance of SEBI notification dated June 8, 2018, with effect from December 5, 2018, requests for transfer of shares shall not be processed unless the shares are held in dematerialized form with a depository. However, transmission or transposition of shares in physical form shall continue to be allowed. Therefore, the Members holding equity shares of the Company in physical form are advised to dematerialize their shareholding.
 12. Pursuant to LODR with Stock Exchanges and applicable provisions of the Companies Act, 2013, read with relevant rules made thereunder, Company can serve Annual Reports and other communications to the members through post or by registered post or by speed post or by courier or through electronic mode. Accordingly, Annual Report for the financial year ended 31st March, 2018 shall be sent by the permissible mode to the members entitled thereto. In case the members do not receive the same, upon receipt of request it shall be provided by post/courier, free of cost.
 13. The members of Board of Directors of the Company has appointed Ms. Anjali Yadav, Practicing Company Secretary, as Scrutinizer for conducting the remote e-voting process and Postal Ballot voting process, in a fair and transparent manner and she has communicated her willingness to be appointed and will be available for the same purpose.
- 14. VOTING THROUGH ELECTRONIC MEANS AND BALLOT:**
- (a) In compliance with provisions of Section 108 of the Companies Act, 2013 read with rules made thereunder and Regulation 44 of LODR the Company will provide facility for voting by electronic means for the business to be transacted at the AGM.
 - (b) 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, i.e. 22nd September, 2018 shall be entitled to avail the facility of voting through e-voting/ Proxy Form/Venue of the meeting.
 - (c) **VOTING THROUGH REMOTE E-VOTING**
 - (i) The Company has engaged the services of National Securities Depository Limited (NSDL) to provide e-voting facilities to the members. The facility of casting votes by a member using an electronic voting system (remote e-voting) will be provided by NSDL and the items of business as detailed in the Notice may be transacted through remote e-voting.

- (ii) The remote e-voting period commences on 26th September, 2018 (9:00 A.M) and ends on 28th September, 2018 (5:00 P.M.). The remote e-voting module shall be disabled by NSDL for voting thereafter.
- (iii) In case a Member receiving an email of the AGM Notice from NSDL [for Members whose email IDs are registered with the Company/Depository Participant(s)]:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below

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

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL 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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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 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. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. 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.evoting.nsdl.com.
 - b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.
 5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 6. Upon confirmation, the message "Vote cast successfully" will be displayed.
 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
- (g) 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 of 22nd September, 2018, shall only be entitled to avail the facility of remote e-voting as well as voting at the AGM through Ballot Paper.

15. VOTING AT AGM VENUE:

- (i) The facility for voting through Ballot Paper shall be made available at the meeting and the members attending the meeting who have not casted their vote by remote e-voting shall be able to exercise their right at the meeting.
 - (ii) Members who have casted their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
 - (iii) Corporate members intending to send their authorised 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/or vote (poll) on their behalf at the Meeting.
16. Ms. Anjali Yadav, Practising Company Secretary, has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the remote e-voting and polling process in a fair and transparent manner.
 17. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of Ballot Paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 18. The Scrutinizer shall after the conclusion of voting by poll at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make and submit, not later 48 (Forty Eight) hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 19. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.mblinfra.com and on the notice board of the Company at its registered office and on the website of NSDL within 48 (Forty Eight) hours of passing of the resolutions at the AGM of the Company and shall be communicated to the Stock Exchanges where the Company's shares are listed. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM.
 20. In keeping with the Ministry of Corporate Affairs "Green Initiative" measures and applicable provisions of Companies Act, 2013 read with the allied rules made thereunder, the Company hereby requests Members who have not registered their email addresses so far, to register their email addresses for receiving all communication including annual report, notices etc. from the Company electronically.
- General Guidelines for shareholders**
1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to anjaliyadav.associates@gmail.com with a copy marked to evoting@nsdl.co.in.
 2. 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.evoting.nsdl.com to reset the password.
 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- (d) In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participant(s) or requesting physical copy]:
 - (i) Initial password is provided at the bottom of the Attendance Slip for the AGM
 - (ii) Please follow above steps to cast vote.
 - (e) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd September, 2018. In case of joint holders, only one of the joint holders may cast his vote.
 - (f) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22nd September, 2018, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or delhi@linkintime.co.in.

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

ITEM No. 3:

The provisions of Section 139(1) of the Companies Act, 2013 relating to ratification of appointment of the Statutory Auditors of the Company pursuant to amendment of 7th May, 2018, has been omitted with effect from that date.

In view thereof, consent of the shareholders is required to sought partial modification of the Resolution passed in 22nd Annual General Meeting as provided in the Resolution and to authorise Board of Directors to ratify the appointment and to fix the remuneration of M/s SARC & Associates, Chartered Accountant as Statutory Auditors of the Company.

None of the Directors or Key Managerial Personnel including their relatives is, in any way, concerned or interested, in the said resolution.

The Board recommends the ordinary resolution as set out in item no 3 of the Notice for approval of the Members.

ITEM No. 4 & 5:

As per Regulation 17(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR") no listed company shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of 75 years unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement.

Mr. Bhagwan Singh Duggal and Mr. Ashwini Kumar Singh were appointed as Independent Directors of the Company w.e.f. 1st April, 2014 for a period of 5 years in the Annual general Meeting held on 9th August, 2014

Mr. Bhagwan Singh Duggal has already attained the age of 75 years and Mr. Ashwini Kumar Singh will attain the age of 75 years on 01.02.2019 and accordingly for continuation of their directorship, special resolutions have been proposed. A brief justification for their continuation as Non-Executive Independent Director is as follows:

Mr. Ashwini Kumar Singh holds a degree in electrical engineering from Jadavpur University, Kolkata and is fellow member of Institute of Engineers, Indian Council of Arbitration, All India Management Association and the Natural HRD Networks.

Mr. Bhagwan Singh Duggal is architecture from School of Planning and Architecture, Delhi and has a Post-graduate Diploma in Housing, Planning & Building, Netherlands.

Mr. Bhagwan Singh Duggal and Mr. Ashwini Kumar Singh are experts in their respective fields and their rich and diverse experience will be a valuable guidance for the benefit of the Company.

None of the Directors or Key Managerial Personnal including their relatives other than Mr. Ashwini Kumar Singh and Mr. Bhagwan Singh Duggal in any way, concerned or interested, in the said resolutions.

The Board recommends the special resolutions as set out in Items No 4 & 5 of the Notice for approval of the members.

ITEM No. 6, 7 & 8:

The Shareholders of the Company in Annual General Meeting held on 9th August, 2014 had appointed Mr. Ashwini Kumar Singh and Mr. Bhagwan Singh Duggal as Independent Directors of the Company for a period of 5 (five) years i.e. till 31st March, 2019 and had also appointed Ms. Sunita Palita as an Independent Directors of the Company for a period of 5 (five) years i.e. till 25th May, 2019.

Pursuant to provisions of the Companies Act, 2013, an Independent Director shall hold office for a term of upto 5 (five) consecutive years on the Board of the Company but shall be eligible for re-appointment on passing of a special resolution by the Company for another term of upto five consecutive years. The Board on the recommendation of Nomination and Remuneration Committee and based on the performance evaluated by the Independent Directors considered that, given their background, experience and contribution made during their tenure, there continued association will be beneficial to the Company.

Accordingly it is proposed to appoint Mr. Ashwini Kumar Singh and Mr. Bhagwan Singh Duggal as Independent Directors of the Company for a period of five years w.e.f. 01st April, 2019 and Ms. Sunita Palita as an Independent Director of the Company for a period of 5 (five) years w.e.f. 26th May, 2019. The Company has received from Mr. Ashwini Kumar Singh, Mr. Bhagwan Singh Duggal and Ms. Sunita Palita (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualifications of Directors) Rules, 2014 (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualifications of Directors) Rules, 2014 to the effect that they are not disqualified in accordance with sub-section (2) of Section 164 of the Act and (iii) declaration that they meet the criteria of independence as provided in Section 149(6) of the Act and SEBI (LODR).

Notices have been received from members under Section 160 of the Act proposing candidature of the above directors for the office of Independent Director of the Company.

A copy of the draft letter of appointment for Independent Directors, setting out the terms and conditions of their appointment is available for inspection at the Registered Office of the Company during business hours on any working day up to the date of the AGM.

None of the Directors or Key Managerial Personnel of the Company and their relatives other than Mr. Ashwini Kumar Singh, Mr. Bhagwan Singh Duggal and Ms. Sunita Palita for their respective appointments are concerned or interested, in these resolutions.

The Board recommends the Special Resolutions as set out in Items No 6, 7 & 8 of the Notice for approval of the Members.

ITEM No. 9:

The Board of Directors of the Company in its meeting held on 14th August, 2018 had approved re-appointment of Mr. Anjaneer Kumar Lakhota as Chairman & Managing Director for a period of 5 years from the expiry of his present term i.e. with effect from 25th May, 2019 on the terms

and conditions as recommended by Audit Committee & Nomination and Remuneration Committee of the Board.

Mr. Anjaneer Kumar Lakhota is Chartered Accountant and Promoter Director of the Company. He has over two decades of experience in the infrastructure industry.

The remuneration and terms and condition of appointment of Mr. Anjaneer Kumar Lakhota as Chairman & Managing Director are as follows:

REMUNERATION:

1) (i) SALARY: Rs. 5,00,000/- (Rupees Five Lakhs Only) per month (in the grade of Rs. 5,00,000/- to 7,50,000/- per month). The Board is authorized in its absolute discretion and from time to time to fix his salary within the range stated above.

(ii) PERQUISITES & AMENITIES

- a) Motor Car:-
Provision for motor car and driver.
- b) Leave Travel Concession:-
Reimbursement of actual traveling expenses (domestic and overseas) for proceeding on leave once in a year in respect of self and family.
- c) Club Fee:-
Reimbursement of Club bills including membership and subscription in respect of two club.
- d) Communication Facilities:-
Provision of telephones, telefax, computer and other communication facilities at the residence.
- e) Personal Insurance:-
Personal Accident and Mediclaim insurance as per the rules of the Company.
- f) Provident and Other Funds:-
Company's contribution towards fund, pension fund/ Superannuation fund as per the rules of the company.
- g) Gratuity:-
As per the rules of the company's Gratuity Scheme.
- h) Leave Encashment:-
Encashment Of leave accumulated as per the rules of the company.
- i) Other Perquisites:-
Subject to the overall ceiling on remuneration mentioned here in below, other allowances, benefits and perquisites as the Board of directors may from time to time decide.

2) OVERALL REMUNERATION:-

- (i) The aggregate of salary and perquisites in any financial year shall not exceed limits prescribed from time to time under the Companies Act.

- (ii) In the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the said 'Chairman & Managing Director', the payment of salary, Perquisites and other allowances shall be governed by the limits prescribed under the Companies Act.

The Chairman & Managing Director shall also be entitled to reimbursement of the actual Business Entertainment and Travelling expenses incurred by him with regard to business of the Company and reimbursement of such expenses will not be treated as an item of perquisites for him.

The Chairman & Managing Director so long he functions as such, shall not be entitled to any sitting fee for attending the Board Meetings of the Company.

Above appointment can be terminated either by the Chairman & Managing Director himself or the Board of Director of the Company by serving Three month notice in writing to the other.

The Board is of the opinion that Mr. Lakhota fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder. As per Section 190 of the Companies Act, 2013 a copy of contract of service in writing entered with Mr. Anjaneer Kumar Lakhota as Chairman & Managing Director is open for inspection by the members at the Registered Office of the Company. A statement under SEBI (LODR) Regulations, 2015 forms a part of the Notice.

The resolution seeks the approval of the members in terms of Section 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 and Rules made thereunder for appointment of Mr. Anjaneer Kumar Lakhota as Chairman & Managing Director for a period of 5 (Five) years commencing 26th May 2019, liable to retire by rotation.

None of the Directors or Key Managerial Personnel including their relatives is, in any way, concerned or interested, in the said resolution.

Mr. Anjaneer Kumar Lakhota is deemed to be concerned or interested in his re-appointment. His relatives to the extent of their shareholding in the Company may be deemed to be concerned or interested in the appointment of Mr. Anjaneer Kumar Lakhota.

The Board recommends the special resolution as set out in item no 9 of the Notice for approval of the Members.

ITEM NO. 10:

The members of the Board of Directors on the recommendation of Audit Committee has appointed M/s Dipak Lal & Associates, Cost Accountants, as Cost Auditors for the audit of cost records of the Company for the Financial Year ending 31st March 2019, at a remuneration of Rs. 30,000 (Rupees Thirty Thousand only) in addition to reimbursement of out-of-pocket expenses incurred for conducting such audit.

In terms of the provisions of Section 148(3) of the Companies Act, 2013, Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to the Cost Auditor as approved by the Board of Directors of the Company is required to be ratified subsequently

by the members of the Company.

Accordingly, consent of the Members is sought by passing an ordinary resolution as set out in Item No.10 of the Notice for ratification of the remuneration payable to the Cost Auditors as approved by the Board of Directors for conducting audit of the cost records of the Company for the financial year ending 31st March, 2019.

None of the Directors or Key Managerial Personnel including their relatives is, in any way, concerned or interested, in the said resolution.

The Board recommends the ordinary resolution as set out in item no 10 of the Notice for approval of the Members.

ITEM NO. 11:

The Shareholders had accorded their consent to the Board of Directors in accordance with the provisions of Section 180(1)(c) of the Companies Act, 2013 at the Annual General Meeting held on 12th August 2016, to borrow funds not exceeding Rs. 3000 Crores (Rupees Three Thousand Crores Only).

Keeping in view the growth plans of the Company it is proposed to increase the borrowing power of the Board of Directors in terms of Section 180(1) (c) of the Companies Act, 2013 to an aggregate limit of Rs. 5000 Crores (Rupees Five Thousand Crores Only).

None of the Directors or Key Managerial Personnel including their relatives is, in any way, concerned or interested, in the said resolution.

The Board recommends the special resolution as set out in item no 11 of the Notice for approval of the Members.

ITEM NO. 12:

The Company from time to time, to finance its projects, avails term loans/ working capital facilities from Banks and Financial Institutions. The Financial assistance sanctioned/to be sanctioned to the Company requires/ would require creation of charge or mortgage on the existing or future assets of the Company. The mortgage / charge / hypothecation to be created as aforesaid may attract the provisions of Section 180(1)(a) of the Companies Act, 2013. Therefore, it is considered necessary for the members to authorise the Board of Directors to create charges and/or mortgages and/or hypothecations on the Company's Assets, not amounting to sale, upto an aggregate limit of Rs. 5000 Crores (Rupees Five Thousand Crores Only) in the manner proposed in the resolution to secure funds borrowed by the Company from time and time.

None of the Directors or Key Managerial Personnel including their relatives is, in any way, concerned or interested, in the said resolution.

The Board recommends the special resolution as set out in item no 12 of the Notice for approval of the Members.

ITEM NO. 13:

With the various amendments to the Companies Act, 2013, the Board of the Company believe that it is desirable that the AoA of the Company be revised so that they reflect not only the law governing the Company and rules and regulations made thereunder, but must also be in conformity with the provisions of the Companies Act, 2013 and Rules made thereunder

and must also comply with the Listing Obligations and other SEBI Rules and Regulations applicable thereto. Since the proposed alterations, deletions, insertions etc. to the present AoA are numerous it is most convenient to adopt an entirely new set of regulations in place of those contained in its existing AoA incorporating all the proposed alterations.

The new AoA are based on Table F of the Companies Act, 2013 which sets out the model articles of association of the Company limited by shares. A copy of the draft AoA is available for inspection at the Registered Office of the Company during business hours on any working day up to the date of the AGM and will also available on the website of the Company.

None of the Directors or Key Managerial Personnel including their relatives is concerned or interested, in the said resolution.

The Board recommends the special resolution as set out in item no 13 of the Notice for approval of the Members.

ITEM NO. 14 :

Pursuant to the requirement of Section 188 of the Companies Act, 2013 ("Act") read with Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Listing Obligations, the transactions with related party although being in ordinary course of business will require shareholders approval, if not at arms-length and/or material in nature.

The Company undertakes projects on engineering, procurement and construction (EPC) or Built Operate Transfer (BOT) or Operate Maintenance and Transfer (OMT) or otherwise and these projects are undertaken/executed through subsidiary companies or special purpose vehicle or associates companies or joint ventures/enterprises-participation, from time to time. The subsidiary companies, special purpose vehicle, associates companies, joint ventures /enterprises participation entered by the Company is to comply with the legal requirement as well as is business prudence. The modus operandi for the execution of the projects is beneficial for both MBL Infrastructures Ltd and subsidiary companies, special purpose vehicle, associate companies and joint ventures /enterprises participation and is within the legal framework. The aggregate value of transactions proposed to undertaken over a period of 5 years is estimated to be Rs. 1000 crores per annum.

The nature of transactions proposed to be executed is of contract/ subcontract, purchase/ sale of goods and service, expenses/reimbursement of expenses by/for the Company for/by subsidiary companies, special purpose vehicle, associates companies, joint ventures /enterprises participation.

All transactions proposed will be in ordinary course of business. It is proposed to execute all transactions at arms-length except in exceptional cases where comparisons will not be available to justify the transactions at arms-length. The proposed transactions detailed above for the reasons explained hereinabove, will be at the negotiated price to be mutually agreed, from time to time. Further the aggregated value of the aforesaid proposed transactions with the subsidiary companies, associate companies and joint ventures/enterprises in which it has participation may exceed the limit prescribed under the Companies (Meetings of Board and its Powers) Rules 2014 and may be material as defined in the Listing Obligations. Hence

the shareholders' approval is sought.

The aforesaid proposed contract/transactions were approved by the Audit Committee and recommend by the Board of Directors of the Company to the shareholders for their approval.

The other related information as envisaged under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 read with Section 188 of the Act, and the Company's Related Party Transaction Policy are furnished hereunder:

1) Name of the Related Parties and nature of relationship:

Name of Related Party	Nature of Relationship
AAP Infrastructure Ltd.	Subsidiary Company
MBL Highway Development Company Ltd.	Subsidiary Company
MBL (MP) Toll Road Company Ltd.	Subsidiary Company
MBL Projects Ltd.	Subsidiary Company
MBL (MP) Road Nirman Company Ltd.	Subsidiary Company
MBL (Haldia) Toll Road Company Ltd.	Subsidiary Company
Suratgarh Bikaner Toll Road Company Private Ltd.	Subsidiary Company
MBL (Udaipur Bypass) Road Limited	Subsidiary Company
TCIL - MBL	Enterprises-Participation interest
MBL - Supreme	Enterprises-Participation interest
MBL- ABCI	Enterprises-Participation interest
MBL- VII	Enterprises-Participation interest

- 2) Name of the Director or Key Managerial Personnel who is related:- None
- 3) Nature, Material Terms, Monetary Value and particulars of the contract or arrangement:- As detailed above.
- 4) Any other information relevant or important for the members to take a decision on the proposed resolution- None

None of the Directors or Key Managerial Personnel including their relatives is concerned or interested, in the said resolution.

Pursuant to the provisions of Section 102(2) of the Act, no Director or Key Managerial Personnel of the Company hold more than 2 % of the Paid up Capital of the related parties.

The Board recommends the special resolution as set out in item no 14 of the Notice for approval of the Members.

ITEM NO. 15 :

The Company requires enabling resolution to raise further capital to meet long term working capital, capital expenditure requirements of the Company and its subsidiaries, joint ventures and affiliates, investment in subsidiaries, joint ventures and affiliates strengthening the Balance Sheet of the Company, repayment of debt, acquisition opportunities, usage

for business ventures / projects and other general corporate purposes. Accordingly, the Company proposes to raise additional capital aggregating up to 300 Crores (Rupees Three Hundred Crores Only) or its equivalent thereof by way of placement of Equity Shares to qualified institutional buyers through Qualified Institutions Placement ("QIP")/ Private Placement in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "ICDR Regulations") and/ or private placement in international markets through ADRs/GDRs or foreign currency convertible bonds or issue of fully convertible debentures/partly convertible debentures/optionally convertible debentures, preference shares convertible into Equity Shares, and/or any other financial instruments or securities convertible into Equity Shares or with or without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the Equity Shares or otherwise, in registered or bearer form, whether rupee denominated or denominated in foreign currency or a Public Issue or any other methods.

The QIP/private placement may be consummated in one or more tranches at such time or times at such price as the Board may in its absolute discretion decide, subject, however, to the ICDR Regulations and the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993 and other applicable guidelines, notifications, rules and regulations.

The Board may in their discretion adopt any one or more of the mechanisms prescribed above to meet its objectives as stated in the aforesaid paragraphs without the need for fresh approval from the members of the Company.

The pricing of the Securities that may be issued to qualified institutional buyers pursuant to a QIP shall be freely determined subject to such price not being less than the price calculated in accordance with Chapter VIII of the ICDR Regulations.

The Special Resolution enables the Board to create, issue, offer and allot Equity Shares, GDRs, ADRs, Foreign Currency Convertible Bonds, Convertible Debentures and such other Securities as stated in the resolution (the 'Securities') at such price as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and wherever necessary, in consultation with Merchant Bankers, Advisors, Underwriters, etc, inclusive of such premium, as may be determined by the Board in one or more tranche(s), subject to SEBI (ICDR) Regulations and other applicable laws, rules and regulations.

The Equity Shares allotted would be listed on one or more stock exchanges in India. The offer/ issue / allotment would be subject to obtaining necessary regulatory approvals, if applicable. The conversion of Securities held by foreign investors into Equity Shares would be subject to the applicable foreign investment cap and relevant foreign exchange regulations. As and when the Board takes a decision on matters on which it has the discretion, necessary disclosures will be made to the Stock Exchanges as may be required under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The detailed terms and conditions for the offer will be determined by the Board in consultation with the Advisors, Merchant Bankers, Underwriters and such other authority or authorities as may be required to be consulted by the Company considering the prevalent market conditions from time to time and in accordance with the applicable provisions of law, rules and regulations and other relevant factors.

The Equity Shares allotted or arising out of conversion of any Securities would be listed. The issue / allotment / conversion of Securities would be subject to the receipt of regulatory approvals, if any. Further the conversion of Securities held by foreign investors, into Equity Shares would be subject to the permissible foreign shareholding limits / cap specified by Reserve Bank of India from time to time.

Pursuant to the provisions of Section 42, 62 and 71 of the Companies Act, 2013 ('the Act') including any rules made thereunder and any other provision of the said Act, as may be applicable and the relevant provisions of the listing agreement with the stock exchanges and any other applicable laws, the issue of securities comprising equity shares, foreign currency convertible bonds, ADR's, GDR's, non-convertible debentures and / or issue of debentures on private placement, convertible debentures, etc, will require the prior approval of the Members by way of a Special Resolution.

This Special Resolution at item No. 15, if passed, will have the effect of permitting the Board to offer, issue and allot Equity Shares to the investors who may or may not be the existing shareholders of the Company.

The Directors and Key Managerial Personnel of the Company and their relatives thereof may be deemed to be concerned or interested in the passing of resolution to the extent of securities issued / allotted to them or to the companies in which they are director or member. Save as aforesaid, none of the Directors, Key Managerial Personnel, or their relatives thereof is in any way concerned or interested in this resolution.

The Board recommends the special resolution as set out in item no 15 of the Notice for approval of the Members.

ITEM NO. 16 :

As per the provisions of Section 20 of the Companies Act, 2013, a document may be served on any member by sending it to him by post or by registered post or by speed post or by courier or by delivery at his office or residence address or by such electronic or other mode as may be prescribed. Further, proviso to sub-section (2) of Section 20 states that a member may request for delivery of any document through a particular mode, for which he shall pay such fees in advance as may be determined by the company in its Annual General Meeting. Accordingly, the Board of Directors has proposed that a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode, if any request has been made by

any member for delivery of such documents to him through such mode of service, be taken to cover the cost of such delivery.

None of the Directors or Key Managerial Personnel including their relatives is concerned or interested, in the said resolution.

The Board recommends the ordinary resolution as set out in item no 16 of the Notice for approval of the Members.

ITEM NO. 17 :

The Board may at the appropriate time, consider offering or inviting subscription of secured/unsecured Redeemable Non-Convertible Debentures ('NCDs') including but not limited to subordinated debentures, Perpetual debt, etc in one or more series/tranches, on private placement, within the overall borrowing limits approved by the Members from time to time to augment long term working capital requirement, capital expenditure requirements of the Company and its subsidiaries, joint ventures and affiliates, usage for business ventures/projects and general corporate purpose.

Section 71 of the Act which deals with the issuance of debentures read with Section 42 of the Act which deals with the offer or invitation for subscription of securities of a company on private placement and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 provide that a company which intends to make a private placement of its non-convertible debentures, shall, before making an offer or invitation for subscription, obtain approval of its shareholders by means of a special resolution. It shall be sufficient if the company passes a special resolution only once in a year for all the offers or invitations for such non-convertible debentures during the year. Keeping in view the above, consent of the members is sought for passing the Special Resolution. This resolution authorizes the Board of Directors of the Company (including its Committee thereof) to offer or invite subscription on private placement basis for secured/unsecured Redeemable Non-Convertible Debentures including but not limited to subordinated debentures, Perpetual debt, etc as may be required by the Company, from time to time, and as set out herein, for a period of one year from the date of passing this resolution.

None of the Directors or Key Managerial Personnel including their relatives is concerned or interested, in the said resolution.

The Board recommends the special resolution as set out in item no 17 of the Notice for approval of the Members.

By order of the Board
For **MBL Infrastructures Ltd.**
Anubhav Maheshwari
Company Secretary

Place: New Delhi
Dated: 31st August, 2018

**Details of Director seeking appointment/re-appointment at the forthcoming Annual General Meeting
(Pursuant to Regulation 36(3) of SEBI (Listing Obligation and
Disclosure Requirement) Regulations, 2015)**

Name of the Director	Mr. Ashwini Kumar Singh (00365901)	Mr. Bhagwan Singh Duggal (06634772)	Ms. Sunita Palita (03612793)	Mr. Anjaneer Kumar Lakhota (00357695)
Date of Appointment on the Board	29th May, 2006	13th July, 2013	26th May, 2014	25th August, 1995
Brief Resume	He is a fellow member of the Institute of Engineers, Indian Council of Arbitration, All India Management Association and the National HRD Network.	He holds a degree in Architecture from School of Planning and Architecture, Delhi. He has done Post Graduate Diploma in Housing, Planning & Building, Netherlands.	She is a post graduate in Anthropology from Miranda House, Delhi University with a Post-graduate Diploma in Journalism from Indian Institute of Mass Communication, New Delhi.	Commerce graduate from St. Xavier's College, Kolkata and is a fellow member of the Institute of Chartered Accountants of India (ICAI).
Expertise	He has been associated with SAIL as Director (Commercial) & Managing Director of Rourkela Steel Plant & other capacities and with Essar Steel Ltd as resident Director of their Jharkhand Unit. He also holds a degree in electrical engineering from Jadavpur University, Kolkata.	He is associated with CPWD for over three decades and retired as Director General (Works). He was involved in planning and design, modernization & restorations marquee governments. Retired as Director General-CPWD	She is presently a life member of Indian Science Congress.	He is Promoter of the Company and has over two decades of experience in the infrastructure industry.
Relationship between Directors inter-se	None	None	None	None
Directorship held in other public listed company	None	None	None	None
Member in the Committees of the Boards of the Companies in which he is Director (other than MBL Infrastructures Ltd) (includes only Audit Committee & Stakeholder Relationship Committee)	1. Suratgarh Bikaner Toll Road Company Pvt. Ltd. 2. MBL Highway Development Company Ltd. 3. MBL (MP) Road Nirman Company Ltd. 4. MBL (MP) Toll Road Company Limited	1. MBL Highway Development Company Ltd. 2. MBL (MP) Road Nirman Company Ltd. 3. MBL (MP) Toll Road Company Limited	MBL Projects Limited.	1. Suratgarh Bikaner Toll Road Company Pvt. Ltd. 2. MBL Projects Ltd. 3. MBL Highway Development Company Ltd. 4. MBL (MP) Road Nirman Company Ltd. 5. MBL (MP) Toll Road Company Limited
Number of shares held in the Company	-	-	-	1,33,58,716

By order of the Board
For **MBL Infrastructures Ltd.**
Anubhav Maheshwari
Company Secretary

Place: New Delhi
Dated: 31st August, 2018



MBL INFRASTRUCTURES LTD.

23rd Annual General Meeting

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

CIN: L27109WB1995PLC073700*

Name of the Company: **MBL Infrastructures Ltd.**

Registered Office: **Baani Corporate One Tower, Suite # 308, 3rd Floor, Plot No. 5, District Commercial Centre, Jasola, New Delhi - 110 025**

Name of the Member(s)

Registered Address :

Email Id:

Folio No/Client ID :

DPID :

I/We, being the member(s) of _____ Shares of MBL Infrastructures Ltd., hereby appoint

- Name : Address:.....
.....
Email Id:Signature:....., or failing him/her
- Name : Address:.....
.....
Email Id:Signature:....., or failing him/her
- Name : Address:.....
.....
Email Id:Signature:....., or failing him/her

*New/changed CIN applied for

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company, to be held on 29th September, 2018 and at Asia-Pacific Institute of Management 3 Et 4 Institutional Area, Jasola, Opp. Sarita Vihar, New Delhi - 110025 any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Particulars	Optional	
		For	Against
Ordinary Business			
1 (a)	Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018 and the Reports of Members of the Board of Directors and Auditors thereon.		
1(b)	Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 and Auditors thereon.		
2	For appointment of a Director in place of Mr. Anjaneer Kumar Lakhota (DIN: 00357695), who retires by rotation and being eligible offers himself for re-appointment.		
Special Business			
3	To fix the remuneration for the remaining term of appointment of Statutory Auditor.		
4	To continue the appointment of Mr. Bhagwan Singh Duggal (DIN: 06634772) as Non-Executive Independent Director.		
5	To continue the appointment Mr. Ashwini Kumar Singh (DIN: 00365901) as Non-Executive Independent Director.		
6	For appoint Mr. Bhagwan Singh Duggal (DIN: 06634772), whose office as an Independent Director is liable to end on 31st March, 2019.		
7	For appoint Mr. Ashwini Kumar Singh (DIN: 00365901), whose office as an Independent Director is liable to end on 31st March, 2019.		
8	For appoint Ms. Sunita Palita (DIN: 00365901), whose office as Independent Director is liable to end on 25th May, 2019.		
9	For re-appointment of Mr. Anjaneer Kumar Lakhota (DIN 00357695) as Chairman Et Managing Director of the Company liable to retire by rotation for a period of 5 (Five) years.		
10	To ratify the remuneration of Cost Auditors of the Company.		
11	To increase the borrow limit pursuant to section 180(1)(c) of the Companies Act, 2013 to an aggregate amount not exceeding 5000 Crores (Rupees Five Thousand Crores Only).		
12	To create pursuant to section 180(1)(a) of the Companies Act, 2013 to an agreement amount not exceeding Rs. 5000 Crores (Rupees Five Thousand Crores Only).		
13	To adopt new set of Article of Association pursuant to provision of the Companies Act, 2013.		
14	To consider and approve the Related Party Transactions pursuant to provisions of Section 188 of the Companies Act, 2013.		
15	To issue and allot securities.		
16	To authorize service of documents pursuant to section 20 of the Companies Act, 2013.		
17	To issue Non-Convertible Debentures in one or more tranches/series		

Signed this.....day of.....2018

Signature of Shareholder:.....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 commencement of the Meeting.
- 2 For the resolutions, explanatory statement and notes, please refer to the Notice dated 29th September, 2018 for the 23rd Annual General Meeting



MBL INFRASTRUCTURES LTD.

23rd Annual General Meeting

ATTENDANCE SLIP

Regd. Folio/ DP ID & Client ID

Name and Address of the Member(s)

Joint holder(s)

No. of Share(s) held

I/We certify that I am/we are, member(s)/proxy/authorized representative for the Member, of the Company.

I/We hereby record my/our presence at the 23rd Annual General Meeting of the Company held on Saturday, 29th Day of September, 2018 at 02:30 p.m. at Asia-Pacific Institute of Management 3 & 4 Institutional Area, Jasola, Opp. Sarita Vihar, New Delhi - 110025

Name of the Shareholder (In Block Letters)

Name of the Proxy (In Block Letters)

Signature of Member/ Proxy Present

Notes:

1. Please sign this attendance slip and hand over at the entrance of the 23rd AGM venue.
2. Members/Proxies are requested to bring their copies of the Annual Report 2017-18 to the 23rd AGM venue.



EVEN (Electronic Voting Event Number)	User ID	PAN/Sequence No.
109713		

Note : Please refer to 23rd AGM Notice for instructions on E-voting.



