



# MAN INFRACONSTRUCTION LIMITED

12th Floor, Krushal Commercial Complex, Above Shoppers Stop, G. M. Road, Chembur (West), Mumbai - 400089. India  
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**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE SHAREHOLDERS OF MAN INFRACONSTRUCTION LIMITED THROUGH POSTAL BALLOT, THE RESULTS OF WHICH WERE DECLARED ON 12<sup>TH</sup> AUGUST 2014 AT THE REGISTERED OFFICE OF THE COMPANY AT 12<sup>TH</sup> FLOOR, KRUSHAL COMMERCIAL COMPLEX, G.M.ROAD, CHEMBUR(WEST), MUMBAI- 400 089**

## **ORDINARY RESOLUTION FOR SUB-DIVISION OF EQUITY SHARES:**

**"RESOLVED THAT** pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder (including any amendments thereto or re-enactment thereof) and in accordance with Article 11 of the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions, if any, as may be required from any authority and subject to such conditions as may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall also include any committee thereof), consent of the Members be and is hereby accorded for sub-dividing each Equity Share of the Company having face value of Rs. 10/- (Rupees Ten Only) each into 5 (Five) Equity Shares having the face value of Rs. 2/- (Rupees Two Only) each fully paid up and consequently, the Authorised Share Capital of the Company of Rs. 63,00,00,000 (Rupees Sixty Three Crore) would comprise of 31,50,00,000 (Thirty one Crore Fifty Lakhs) Equity Shares of Rs.2/- (Rupees Two Only) each with effect from the Record date to be determined by the Board for this purpose.

**RESOLVED FURTHER THAT** pursuant to the sub-division of the Equity Shares of the Company, each Equity Share of the face value of Rs. 10/- (Rupees Ten) each as existing on the Record date shall stand sub-divided into 5 (Five) Equity Shares of the face value of Rs. 2/- (Rupees Two Only) each fully paid up, with effect from the said date and that the said Equity Shares of the face value of Rs. 2/- (Rupees Two Only) shall rank pari- passu in all respects with and carry the same rights as the existing fully paid up Equity Shares of Rs. 10/- (Rupees Ten Only) each of the Company.

**RESOLVED FURTHER THAT** upon sub-division of Equity Shares of the Company as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record date and that no letter of allotment shall be issued to the allottees of the new equity shares of Rs. 2/- (Rupees Two Only) each on sub-division and the Company may without requiring the surrender of existing Share Certificate(s), directly issue and dispatch the new Share Certificate(s) of the Company, in lieu of such existing Share Certificate(s), within the period prescribed or that may be prescribed in this behalf, from time to time and in the case of Shares held in dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the shareholders with the Depository Participants, in lieu of the existing credits representing the Equity Shares before sub-division.



**RESOLVED FURTHER THAT** the Board be and is hereby authorised to fix a Record date and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give from time to time, such directions as may be necessary, proper and expedient or incidental for the purpose of giving effect to this resolution."

Certified true copy  
For Man Infraconstruction Limited



**Durgesh Dingankar**  
**Company Secretary**

**Membership No: FCS 7007**

**Address: 12<sup>th</sup> Floor, Krushal Commercial Complex,  
G. M. Road, Chembur (W), Mumbai- 400 089**

