



Brahmaputra Infrastructure Ltd.

Registered Office: Brahmaputra House, A-7, Mahipalpur (NH 8-Mahipalpur Crossing), New Delhi-110037

Phones: 91-11-42290200 (50 Lines) Fax: 91-11-41687880, 26787068

E-mail: delhi@brahmaputragroup.com web: www.brahmaputragroup.com

CIN:L55204DL1998PLC095933

Scrip Code: 535693

Date : 30.12.2023

To,

The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower,
1st Floor Dalal Street,
Mumbai – 400001

Sub: Proceedings of 25th (Twenty-Fifth) Annual General Meeting of the Company

We hereby inform that the 25th (Twenty-Fifth) Annual General Meeting (AGM) of the Company has been duly convened and held on Saturday, December 30, 2023 at 02:00 P.M. through Video Conferencing ("VC")/other Audio-Visual Means ("OAVM") for which the deemed venue of the meeting shall be the registered office of the Company i.e. A-7, Mahipalpur, Brahmaputra House, New Delhi- 110037.

In this regard, please find enclosed the summary of proceedings of the 25th AGM of the Company held on December 30th 2023, pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The same is for your information and records

For Brahmaputra Infrastructure Limited

Vivek Malhotra
GM (Finance) & Company Secretary



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Summary of the Proceedings of 25th (Twenty-Fifth) Annual General Meeting (AGM) of 'Brahmaputra Infrastructure Limited' held on December 30, 2023

In compliance with the applicable provisions of the Companies Act, 2013, circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), SEBI (Listing Obligations and Disclosure Requirements) ("SEBI Listing Regulations") and pursuant to the Regulation 30 read with Para A of Schedule III of SEBI Listing Regulations, it is hereby informed that the 25th (Twenty-Fifth) Annual General Meeting (AGM) of the Company has been duly convened and held on Saturday, December 30, 2023 at 02:00 P.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The Company Secretary welcomed the Members to the 25th Annual General Meeting. The requisite quorum being present, the Chairman of the meeting called the meeting to order. The Company Secretary introduced the Chairman, Directors, Chief Financial Officer, Attendee, Statutory Auditor and Secretarial Auditor and Chairman of the mandatory Committees of the Company.

The Company Secretary informed that the documents which are statutorily required to be kept open were available electronically for inspection by the members during the AGM. Further, the Annual Report, the notice of the AGM, the Audited Financial Statements (including consolidated financial statement) for the financial year ended March 31, 2023 and Board's and Auditor's Reports were taken as read as the same were already circulated to the members.

Since the meeting was conducted through virtual means, the option of appointing proxy was not allowed as per the Circular of the Ministry of Corporate Affairs. Only the Shareholders could attend the meeting. However, authorized representatives of Corporate Shareholders who have submitted the authorization resolution could attend and vote at the meeting.

The Company Secretary thereafter, requested Shri Sanjeev Kumar Prithani, Joint Managing Director of the Company for addressing shareholders of the meeting. The Chairman then delivered his speech and gave an overview of business performance; financials performance for the financial year ended 2023 and expressed his outlook about business. He ended up his speech by expressing his gratitude to our stakeholders, Board members, our dedicated employees and our partners. The

Chairman then, requested Company Secretary to initiate the transactions as per the Notice of AGM of the Company.

The following items of business, as per the Notice of AGM dated 08th December, 2023 were transacted at the meeting by the Company Secretary of the Company:

Ordinary Business:

To receive, consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, along with the report of the Board of Directors and Auditors thereon;
- b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, along with the report of the Auditors thereon. – Ordinary Resolution

2. To appoint a Director in place of Mr. Sanjeev Kumar Prithani, Joint Managing Director, (DIN: 00003647), who retires by rotation and being eligible, offers himself for re-appointment. – Ordinary Resolution

Special Business:

3. Re-appointment of Mr. Raktim Acharjee as a Whole Time Director of the Company. – Ordinary Resolution

4. Re-appointment of Mr. Sanjeev Kumar Prithani as a Joint Managing Director of the Company. – Ordinary Resolution

5. Re-appointment of Mrs. Anju Kumari (DIN: 08487746) as an Independent Director of the Company – **Special Resolution**

6. Re-appointment of Mr. Narendra Nath Batabyal (DIN: 06957185) as an Independent Director of the Company. – **Special Resolution**

7. Related Party transaction on arm length Price with M/s Unity- Brahmaputra Infrastructure Limited (JV) up to an amount not exceeding Rs. 60.00 crore. – Ordinary Resolution

8. Related Party transaction on arm length Price with Pawan - Brahmaputra, Joint Venture up to an amount not exceeding Rs. 90.00 crore. – Ordinary Resolution

9. Ratification of Remuneration Payable to M/s Gurvinder Chopra & Co, Cost Auditors of the Company. – Ordinary Resolution.

Mode of Voting : Remote E-Voting and E-Voting during the AGM.

The Company Secretary thereafter, informed the members that pursuant to the provisions of the Companies Act, 2013, the rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to the Members of the Company in respect of the Resolutions, to be passed at the Meeting. The remote e-voting had commenced at 9.00 a.m. on December 27, 2023 and ended at 5.00 p.m. December 29, 2023. He further informed members that the facility for voting through e-voting system was made available during the meeting for the members who had not cast their vote prior to the meeting and will close after 90 minutes from the conclusion of the AGM.

Further, the Company Secretary invited registered Speaker and Members to express their own views, give suggestions and make enquiries on the operations and financial performance of the company and any other related matters. Five members out of seven registered as speakers addressed the Meeting through VC / OAVM and gave their good wishes to the Company.

The Company Secretary further informed that Mr. Sachin Kumar Shrivastav, Practicing Company Secretary, (ACS No. 55362, CP No. 21674) had been appointed as Scrutinizer for the meeting. He also informed that the combined results of the remote e-voting and e-voting during the AGM will be announced and displayed on the website of the Company and will also be submitted to the Stock Exchanges within two working days of conclusion of the meeting.

The Chairman authorized the Company Secretary to declare the voting results, intimate the stock Exchanges and place the same on the website of the Company.

The Company Secretary further informed that the Result of the remote e-voting and e-voting during the AGM shall be disclosed to the Stock Exchange(s) and will be uploaded on the website of the Company and on the website of Link Intime India Private Limited (the agency providing evoting facility) within 2 working days of the conclusion of the AGM.

The Company Secretary then thanked the members for their continued support and for attending and participating in the meeting and declared the meeting as closed.

The meeting concluded at 02:30 p.m. after being open for 90 minutes for e-voting.

Thanking you

For Brahmaputra Infrastructure Limited

Vivek Malhotra
GM (Finance) & Company Secretary