

**BHANDERI INFRACON LIMITED**

Date: 26.10.2023

To,  
The Manager,  
Department of Corporate Services,  
BSE Limited,  
Dalal Street, Mumbai – 400001.

**Scrip Code: 538576**  
**Scrip ID: BHANDERI**

Dear Sir,

**Sub : Intimation for change in Statutory Auditors of the Company**

**Ref : Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

This is to inform you that, based on the recommendation of the Audit Committee of the Company in their Meeting held on 26.10.2023, the Board of Directors in their Meeting held on 26.10.2023 have amongst the other matters considered the following:

1. Taken on record resignation of M/s. S A R A & Associates, Chartered Accountants (Firm Registration No. 120297W) as Statutory Auditors effective from 25<sup>th</sup> October, 2023, vide their letter dated 25.10.2023 alongwith Annexure A in terms of the SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October, 18 2019;
2. Subject to the approval of the Members at the ensuing General Meeting of the company, recommended appointment of M/s. JMT & Associates, Chartered Accountants (Firm Registration No. 104167W) as Statutory Auditors of the company in casual vacancy to hold the office till the conclusion of ensuing General Meeting of the company;

The Disclosure as per Para A in Part A of Schedule III under Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to the appointment of the New Statutory Auditor is as follow:

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**BHANDERI INFRACON LIMITED**

Sr.No.	Particulars of Material Event	Event
1.	Name of Auditor	M/s.JMT & Associates, Chartered Accountants (Firm Registration No. 104167W)
2.	Reason for change viz Appointment, Resignation, Removal, Death or otherwise	Appointment as a Statutory Auditor of the company in Casual vacancy
3.	Date of Appointment	26.10.2023
4.	Brief Profile	JMT & Associates is a leading chartered accountancy and professionally managed firm rendering comprehensive professional services which include audit, management consultancy, tax consultancy, accounting services, manpower management, secretarial services etc.
5.	Terms of Appointment	Appointment as a Statutory Auditor of the company in Casual vacancy till 20 <sup>th</sup> Annual General Meeting of the company subject to the approval of the members in the ensuing General Meeting.
6	Disclosure in Relationship between Directors (In case of appointment of Director)	Not applicable

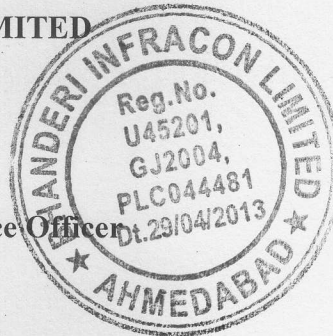
This is for your information and record.

Thanking you,

Yours faithfully,  
FOR BHANDERI INFRACON LIMITED

*R.A. Patel*

Rinkal Ajay Patel  
Company Secretary and Compliance Officer



Encl: As stated above



**BHANDERI INFRACON LIMITED**

Date: 26.10.2023

To,  
M/s JMT & Associates,  
Chartered Accountants,  
Office No. 14, Laud Mansion, 1<sup>st</sup> Floor,  
Above YES Bank, M. Karve Road,  
Charni Road (East),  
Mumbai – 400 004

Dear Sir,

**Sub : Appointment of M/s. JMT & Associates, Chartered Accountants,  
as Statutory Auditors of the Company.**

We are pleased to inform you that your firm, M/s. JMT & Associates, Chartered Accountants, has been appointed as Statutory Auditors of our Company by Board of Directors of the Company at their Meeting held on Thursday 26th October, 2023 and shall hold office of the statutory auditor of the company till the conclusion of the ensuing General Meeting of the company

Please acknowledge and take on record the same.

Thanking you,

Yours faithfully  
FOR BHANDERI INFRACON LIMITED

  
SUNIL DHIRUBHAI PATEL  
MANAGING DIRECTOR  
DIN: 00307827

Date : 26.10.2023  
Place : Ahmedabad



Regd off: B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH - 8, Thakkar  
Bapanagar Ahmedabad 382350 Ph: 079-22830245,

Email: [bhanderiinfracon@gmail.com](mailto:bhanderiinfracon@gmail.com) , [bhanderi.info@gmail.com](mailto:bhanderi.info@gmail.com)

CIN: L45201GJ2004PLC044481

Website: [www.bhanderiinfracon.com](http://www.bhanderiinfracon.com)

**BHANDERI INFRACON LIMITED**

**CERTIFIED TRUE OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF BHANDERI INFRACON LIMITED HELD ON THURSDAY 26<sup>th</sup> OCTOBER 2023 AT 4.00 PM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT B/12, JABUKA COMPLEX, NR. BAJRANG ASHRAM, BELOW VIKAS SCHOOL, NH - 8, THAKKAR BAPANAGAR AHMEDABAD 382350**

**APPOINTMENT OF M/S JMT & ASSOCIATES, CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY:**

**“RESOLVED THAT** pursuant to provisions of Section 139(8) and other applicable provisions if any of the Companies Act, 2013, as amended from time to time or any other law for the time being in force, (including any statutory modification(s) or amendment thereto or re-enactment thereof), and subject to approval of members at General Meeting, M/s JMT & Associates, Chartered Accountants, (Firm Registration Number 104167W), be and is hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s. S A R A & Association, Chartered Accountants (Firm Registration Number 120927W) and they shall hold office as statutory auditors of the company till the conclusion of ensuing General Meeting of the Company at a remuneration as may be determined by the Board of Directors in consultation with the said Auditors;

**RESOLVED FURTHER THAT** anyone Director of the company be and is hereby authorised to take such necessary steps and do all such acts, deeds and things as may be necessary to give effect to the said resolution”.

**CERTIFIED TRUE COPY  
FOR BHANDERI INFRACON LIMITED**

  
**Sunil Dhirubhai Patel**  
Managing Director  
DIN: 00307827

Date : 26.10.2023  
Place : Ahmedabad



Regd off: B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH - 8, Thakkar  
Bapanagar Ahmedabad 382350 Ph: 079-22830245,  
Email: [bhanderiinfracon@gmail.com](mailto:bhanderiinfracon@gmail.com) , [bhanderi.info@gmail.com](mailto:bhanderi.info@gmail.com)  
CIN: L45201GJ2004PLC044481  
Website: [www.bhanderiinfracon.com](http://www.bhanderiinfracon.com)





**AUDITOR'S CONSENT AND CERTIFICATE**

*[Pursuant to the provisions of Section 139 of Chapter X of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014]*

Date: 26.10.2023

To,  
The Board of Directors  
Bhanderi Infracon Limited  
B/12, Jabuka Complex,  
Nr. Bajrang Ashram,  
Below Vikas School, NH - 8,  
Thakkar Bapanagar  
Ahmedabad 382350

**Subject: Consent & Certificate for appointment as statutory auditor under the Companies Act, 2013.**

We, JMT & Associates, Chartered Accountants, Firm Registration No.104167W are in receipt of your communication inquiring as to our consent and eligibility for being appointed as statutory auditors of Bhanderi Infracon Limited for the financial years 2023-24.

We hereby give our consent for being appointed as statutory auditor of the company under Section 139 of the Companies Act, 2013 for the financial year 2023-24 subject to your Company's member's approval in the upcoming Extra Ordinary General Meeting.

We hereby declare that the appointment, if made shall be in accordance with the conditions as prescribed under Rule 4(1) of the Companies (Audit and Auditors) Rules, 2014 and as provided in Section 141 of Companies Act 2013. We certify that:

1. We are eligible for appointment and are not disqualified for reappointment under the Companies Act, 2013 and the Chartered Accountants Act, 1949 and rules or regulations made there under;
2. The proposed appointment is as per the terms provided under the Act;
3. The proposed appointment is within the limits laid down by or under the authority of the Act;
4. There are no proceedings against the auditor or audit firm or any partner of the audit firm pending with respect to professional matters of conduct, as disclosed in the certificate, is true and correct.

Thanking you,

Yours faithfully,  
For JMT & Associates  
Chartered Accountants  
Firm Registration No: 104167W

*AS*

**Arun S Jain**  
Partner  
Membership No: 043161





# SARA & ASSOCIATES

## Chartered Accountants

Santosh Kumar Jain | Ramawatar Sharma | Rajesh Agarwal | Alok Bairagra | Manoj Agarwal  
M.Com., F.C.A., DISA | B.Com., F.C.A. | B.Com., F.C.A. | B.Com., F.C.A. | B.Com., F.C.A.

Rachana Kanoi | Kamal Sharma | Rakesh Joshi | Aditya Tulsian | Chirag Shah  
B.Com., F.C.A., C.S. | B.Com., F.C.A. | B.Com., F.C.A. | B.Com., F.C.A. | B.Com., F.C.A.

202, May Building, 297/299/301, Princess Street, Near Marine Lines Flyover, Mumbai - 400 002. | Tel: 4922 7200 (30 LINES)  
E-mail: admin@sara-india.com Website: www.sara-india.com

Date: 25.10.2023

To,  
The Board of Directors  
Bhanderi Infracon Limited  
B/12, Jabuka Complex,  
Nr. Bajrang Ashram,  
Below Vikas School, NH - 8,  
Thakkar Bapanagar  
Ahmedabad 382350

Dear Sirs,

Sub : **Resignation from office of the Statutory Auditor of the Company**

We refer to our re-appointment as the Statutory Auditor of Bhanderi Infracon Limited ("the Company") pursuant to shareholders resolution dated 27<sup>th</sup> September 2019 to hold office for a period of 5 years till the Annual General Meeting to be held in the year 2024.

Due to preoccupations, we hereby convey our decision to resign from the office of the Statutory Auditor of the company with effect from today's closing hours.

We hereby submit that we neither have any sort of dispute nor have any concern relating to providing information or details by the management of the Company for the purpose of carrying out our audit procedures. We have always received requisite information and details for the purpose of the audit. Please note that there is no other reason except stated above for our resignation.

We are enclosing the information required as per the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India in 'Annexure A'. In case you need any other information, please feel free to contact us.

We request you to take our resignation on record and to make required declaration to the Stock Exchange and any other authority, as applicable.

We thank the Board of Directors, management and staff of the Company for the cooperation extended to us during our tenure as statutory auditor.

Yours faithfully,  
**FOR SARA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**

**CHIRAG SHAH**  
**PARTNER**



Encl: As stated above





**Annexure – A**

**Disclosure as per SEBI Circular No.CIR/CFD/CMD1/114/2019 dated October 18, 2019**

Sr.No.	Particulars	Information
1.	Name of the listed entity	Bhanderi Infracon Limited
2.	Details of the Statutory Auditor	
	Name	S A R A & Associates, Chartered Accountants
	Address	202, 2 <sup>nd</sup> Floor, May Building, 297/299/301 Princess Street, Near Marine Line Flyover, Mumbai – 400002
	E-mail	chirag@sara-india.com
3.	Details of association with the listed entity	
	a. Date on which the Statutory Auditor was appointed	27 <sup>th</sup> September 2019
	b. Date on which term of the Statutory Auditor was scheduled to expire	30 <sup>th</sup> September 2024
	c. Prior to resignation, the latest audit report / limited review report submitted by the auditor and date of its submission	Audit Report for the year ended March 31, 2023 submitted on 23.06.2023
4.	Detailed reason for resignation	As specified in the resignation letter
5.	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee / Board of Directors alongwith the date of communication made to the Audit Committee / Board of Directors)	Not applicable
6.	In case the information requested by the auditor was not provided, then following shall be disclosed :	Not applicable
	a. Whether the inability to obtain sufficient appropriate audit evidence was due to a management imposed limitation or circumstances beyond the control of the management.	
	b. Whether the lack of information would have impact on the financial statements / results	
	c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purpose of audit / limited review as laid down SA 705 (Revised)	
	d. Whether the lack of information was prevalent in the previous reported financial statements / results. If yes, on what basis the previous audit / limited review reports were issued.	
7.	Any other facts relevant to the resignation	Nil





# SARA & ASSOCIATES

## Chartered Accountants

Santosh Kumar Jain | Ramawatar Sharma | Rajesh Agarwal | Alok Bairagra | Manoj Agarwal  
M.Com., F.C.A., DISA | B.Com., F.C.A. | B.Com., F.C.A. | B.Com., F.C.A. | B.Com., F.C.A.

Rachana Kanoi | Kamal Sharma | Rakesh Joshi | Aditya Tulsian | Chirag Shah  
B.Com., F.C.A., C.S. | B.Com., F.C.A. | B.Com., F.C.A. | B.Com., F.C.A. | B.Com., F.C.A.

202, May Building, 297/299/301, Princess Street, Near Marine Lines Flyover, Mumbai - 400 002. | Tel: 4922 7200 (30 LINES)  
E-mail: admin@sara-india.com Website: www.sara-india.com

### Declaration:

1. We hereby confirm that the information given in this letter is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for resignation of our firm.

**For S A R A & Associates**  
**Chartered Accountants**

**Chirag Shah**  
**Partner**  
**M.No.151285**

