



# JET INFRAVENTURE LIMITED

April 6, 2024

To,  
**Bombay Stock Exchange Limited**  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400001

**Ref: Script Code No. 538794**

Dear Sir/Madam,


**Sub: Minutes of the 22<sup>nd</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2023**

The 22<sup>nd</sup> Annual General Meeting (AGM) of the Jet Infraventure Limited was held on Saturday, September 30, 2023 at 10:30 a.m. at the registered office of the Company at Office no.1, E Wing, 1<sup>st</sup> Floor, Nandanvan Apartment, Kandivali Link Road, Kandivali West, Mumbai 400067.

We enclose herewith the Minutes of the said 22<sup>nd</sup> AGM for your record.

Thanking you,

Yours faithfully,  
For **Jet Infraventure Limited**

  
Krunal Shah

**Company Secretary & Compliance Officer**



Encl: a/a



# JET INFRAVENTURE LIMITED

MINUTES OF THE TWENTY SECOND ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF JET INFRAVENTURE LIMITED HELD ON SATURDAY, 30<sup>TH</sup> SEPTEMBER 2023 AT THE REGISTERED OFFICE OF THE COMPANY AT OFFICE NO.1, E WING, 1<sup>ST</sup> FLOOR, NANDANVAN APARTMENT, KANDIVALI LINK ROAD, OPP LALJIPADA POLICE CHOWKI, KANDIVALI (WEST), MUMBAI 400067

COMMENCED AT 10.30 A.M AND CONCLUDED AT 11.30 A.M.

## Members Present

11 (Eleven) Members holding 2225120 Equity Shares were present in person.

There were no proxies present representing shareholders

## Directors Present:

Mr. Rajul R. Shah	: Managing Director & Member
Mr. Haresh Kothari	: Independent Director & Chairman of the Audit Committee
Mr. Dipesh Maru	: Independent Director
Mrs. Riddhi K. Shah	: Director

## Present:

Ms. Pooja Malkan	: Secretarial Auditor
Mr. Ajay V. Shinde	: Chief Financial Officer
Mr. Krunal Shah	: Company Secretary

## 1. Chairman

Mr. Dipesh Maru Shah was appointed as a Chairman of the Meeting and occupied the Chair. He welcomed all the members at the 22<sup>nd</sup> Annual General Meeting. He introduced all the Directors present on the dais. As the requisite quorum was present, he called the meeting to order.

The Chairman informed the members present that the following documents/registers were available for inspection at the meeting:

- Notice convening 22<sup>nd</sup> Annual General Meeting;
- Directors' Report with Annexures thereto for the year ended 31<sup>st</sup> March 2023;
- Audited Accounts for the financial year ended 31<sup>st</sup> March 2023;
- Register of Directors and Key Managerial Personnel and their shareholdings;
- Register of Contract or Arrangement

The Chairman informed the members that the Auditors' Report on the Financial Statements for the year ended 31<sup>st</sup> March, 2023 did not contain any adverse remark or qualification or observations. With the consent of members it was taken on record.





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He further informed that Report of Secretarial Auditor did not have any adverse remark or qualification or observations. With the consent of members it was taken as read.

With consent of the Members present, the Notice, Directors Report and the Audited Accounts for the year ended March 31, 2023 were taken as read.

The Chairman then proceeded with the business of the Meeting.

After all the Members have spoken, queries raised were responded by Mr. Ajay Shinde, CFO.

The Chairman informed the Members that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended, the Company had provided remote e-voting facility to enable the Members to cast vote electronically on the agenda items specified in the Notice of Annual General Meeting and that the remote e-voting facility commenced on Wednesday, 27<sup>th</sup> September, 2023 (9:00 a.m.) and ended on Friday, 29<sup>th</sup> September, 2023 (5:00 p.m.). He further informed members that Ms. Pooja Malkan, Practicing Company Secretary was appointed as Scrutinizer for scrutinizing E-voting and poll process.

Chairman informed the Members that the facility for voting through ballot paper has been made available at the meeting for those who have not voted through remote e-voting and poll would be taken after the discussion on business.

Thereafter, he took up for approval of members items as per the Notice of Annual General Meeting.

**2. Item no. 1 of the Notice - Adoption of Annual Accounts and Report's thereon:**

Chairman stated that the purpose of the business at item no. 1 was to approve the financial statements along with Directors' and Auditors' Report for the financial year ended March 31, 2023. The approved accounts would be filed with the Registrar of Companies.

Thereafter, following ordinary resolution was proposed and seconded by the Members:

**"RESOLVED THAT** the audited financial statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

The resolution was passed with requisite majority.

**3. Item No. 2 of the Notice - Appointment of Mr. Rajul Shah (DIN: 00227223) as Director liable to retires by rotation:**





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Chairman stated that the purpose of the business at item no. 2 was to approve the appointment of Mr. Rajul Shah (DIN: 00227223) who retires by rotation and being eligible offers himself for reappointment.

Thereafter, following ordinary resolution was proposed and seconded by the Members:

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Rajul Shah (DIN: 00227223), who retires by rotation at this Meeting be and is hereby appointed as a Director of the Company."

The resolution was passed with requisite majority.

**4. Item No. 3 of the Notice - Adopt new set of Articles of Association:**

The Chairman stated that the purpose of the business at item no. 3 was to adopt new set of Articles of Association of the Company.

Thereafter, following resolution was proposed and seconded by the shareholders:

Proposed by: Mr. Milind Rangle

Seconded by: Mr. Hitesh Shah

**"RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to such other requisite approvals, if any, in this regard from appropriate authorities and term(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include any Committee), the consent of the members of the Company be and is hereby accorded to adopt new set of Articles of Association in place of existing Articles of Association of the Company, copy of which is placed before the meeting.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

The resolution was passed with requisite majority.

**5. Item No. 4 of the Notice - Adopt the new Memorandum of Association:**

The Chairman stated that the purpose of the business at item no. 4 was to adopt the new Memorandum of Association of the Company.

Thereafter, following resolution was proposed and seconded by the shareholders:





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Proposed by: Mr. Suketu Doshi  
Seconded by: Mr. Chetan Shah

**“RESOLVED THAT** pursuant to Section 13, 15 and other applicable provisions read with the rules and regulations made thereunder including any amendment, re-enactment or statutory modification thereof, and subject to such other requisite approvals, if any, in this regard from appropriate authorities and term(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company (hereinafter referred to as “Board” which term shall include any Committee), consent of the members be and is hereby accorded to adopt the new Memorandum of Association in place of the existing Memorandum of Association with no change in existing Clause III (A) containing the Main Objects sub-clause no. 1 to 2, copy of which is placed before the meeting.

**RESOLVED FURTHER THAT** the existing Clause III (B) containing “the Objects Incidental or Ancillary to the attainment of Main Objects” sub-clause no. 3 to 41 be and is hereby stands deleted and inserted by New Clause III (B) “Matters which are necessary for furtherance of the Objects specified in Clause III (A) containing the sub-clause no. 3 to 45.

**RESOLVED FURTHER THAT** the existing Clause III (C) containing the “Other Objects” sub clause no. 42 to 70 be and is hereby also stands deleted in full.

6. **Item No. 5 of the Notice - Mr. George John Mattapilly (DIN: 00227805) be continued as a Non-Executive Director of the Company liable to retire by rotation, notwithstanding that on 20 May, 2024 he attains the age of 75 years:**

The Chairman stated that the purpose of the business at item no. 5 was that Mr. George John Mattapilly (DIN: 00227805) be continued as a Non-Executive Director of the Company liable to retire by rotation, notwithstanding that on 20 May, 2024 he attains the age of 75 years.

Thereafter, following resolution was proposed and seconded by the shareholders:

Proposed by: Mr. Hitesh Shah  
Seconded by: Mr. Milind Rangle

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

The resolution was passed with requisite majority.

The Chairman then ordered for the Poll and appointed Ms. Pooja Malkan, Practicing Company Secretary as Scrutinizer for the Poll. He requested her to distribute the Ballot Paper, to the Members (who have not done e-voting) for voting and open the Ballot Box and deal it after verification.





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All the members presented at the meeting informed the Chairman, that they all voted through e-voting and did not demanded poll.

The Chairman informed the Members that the combined results of e-voting and the Poll would be announced on or before October 02, 2023 and would also be uploaded on the Company's website. He authorized Mr. Krunal Shah, Company Secretary of the Company to declare the combined results of voting in his absence.

Mr. Dipesh Maru, the Chairman of the Meeting thanked all Members present and Directors for their participation in the meeting and thereafter declared the meeting as closed.

Mr. Rajul Shah, Managing Director proposed vote of thanks to the Chair, which was supported by the members present.

The Consolidated Results of E-voting and Poll were decaled by the Company on 30<sup>th</sup> September, 2023, the details of the results declared are as under:

## Consolidated Results of E-voting and Poll:

Reso lutio n No.	Heading of Resolutio n	Type of Resoluti on	Valid Votes						Invalid/ abstained Votes	
			Voting in favour (Assent)			Voted Against (Dissent)			No. of Memb ers Voted	% of valid votes
			No. of Member s Voted	No. of Votes Casted	% of valid votes	No. of Memb ers Voted	No. of Votes Caste d	% of valid votes		
1	To consider and adopt the Audited financial statement of the Company for the Financial	Ordinary	2289120	2289120	100%	NIL	NIL	NIL	NIL	NIL





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	Year ended 31 <sup>st</sup> March, 2023 and the reports of the Board of Directors and Auditors thereon									
2	To appoint a Director in place of Mr. Rajul Shah (DIN: 00227223) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	623200	6232000	100%	NIL	NIL	NIL	NIL	NIL
3	Adopt new set of Articles of Association:	Special	2289120	2289120	100%	NIL	NIL	NIL	NIL	NIL





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4	Adopt the new Memorandum of Association	Special	2289120	2289120	100%	NIL	NIL	NIL	NIL	NIL
5	Mr. George John Mattapilly (DIN: 00227805) be continued as a Non-Executive Director of the Company liable to retire by rotation, notwithstanding that on 20 May, 2024 he attains the age of 75 years.	Special	2225120	2225120	100%	NIL	NIL	NIL	NIL	NIL

All the above resolutions put to vote were passed with requisite majority.

For Jet Infraventure Limited

**Krunal Shah**  
Company Secretary & Compliance Officer

