

08-04-2024

HGIEL/HO/COMPLIANCE/2024-25/4

To,

Listing Compliance Monitoring Team
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Scrip Code- 541019 / 973671

Dear Sir/Madam,

Sub: Clarification - Proceedings of the 21st Annual General Meeting of Shareholders held on August 21, 2023.

This has reference to the intimation dated August 22, 2023 with respect to the Proceedings of the 21st Annual General Meeting of Shareholders of the Company held on Monday, August 21, 2023. There was an inadvertent delay in the submission of proceedings of the Annual General Meeting (AGM) held on August 21, 2023. The Company submitted the proceedings of the AGM within 24 hours instead of 12 hours due to the submission of the voting results of items transacted at the AGM along with the proceedings. We are resubmitting the proceedings (Annexure I) along with this clarification regarding the delay in submission. The Voting results of the AGM and Consolidated Scrutinizer's Report on remote e-voting and e-voting during the AGM are also attached as Annexure II and III. We confirm that no unpublished material information was part of the proceedings of the AGM.

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,
For **H.G. Infra Engineering Limited**

Ankita Mehra
Company Secretary & Compliance Officer
ACS No. 33288

Encl: As above

H.G. INFRA ENGINEERING LTD.

HGIEL/HO/COMPLIANCE/2024-25/5

Annexure - I

SUMMARY OF THE PROCEEDINGS OF THE 21ST ANNUAL GENERAL MEETING OF H.G. INFRA ENGINEERING LIMITED

The 21st Annual General Meeting (“AGM”) of H.G. Infra Engineering Limited (the “Company”) was held on Monday, August 21, 2023 at 02:00 p.m. (IST) through Video Conferencing in accordance with the circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), the Securities and Exchange Board of India (SEBI) and other applicable circulars issued in this regard.

Mr. Harendra Singh, Chairman and Managing Director of the Company, commenced the meeting and welcomed all the shareholders, directors and other participants to the AGM. He confirmed that the requisite quorum was present through Video Conferencing to conduct the proceedings of the meeting. He informed the shareholders that the Company had taken all feasible efforts to enable the shareholders to participate through video conferencing and vote at the AGM.

Ms. Ankita Mehra, Company Secretary and Compliance Officer of the Company, introduced the Directors, CFO and the Statutory, Secretarial auditors, scrutinizer for the AGM or representatives thereof, present at the AGM.

All the Directors of the Company except Ms. Monica Widhani, Independent Director, attended the AGM through Video Conferencing. The Chairmen of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were present at the meeting. The representatives of the joint Statutory Auditors, Secretarial Auditors and Scrutinizer for the AGM, were also present at the meeting.

The Company Secretary provided general instructions to the shareholders regarding participation in the AGM.

The notice of the AGM and the Annual Report for the financial year ended March 31, 2023 were taken as read as the same were already circulated to the shareholders. After that, the Company Secretary stated that the Reports from the Statutory and Secretarial Auditors did not contain any qualification, observation, or comment and, accordingly, were not read at the AGM.

The following items, as stated in the Notice of the AGM, were proposed for consideration:

Item No.	Particulars of the Resolution	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon; and b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of Auditors thereon	Ordinary Resolution
2.	To declare a Final dividend of ₹1.25/- per equity share of 10/- each for the financial year 2022-23	Ordinary Resolution
3.	To appoint a director in place of Mr. Vijendra Singh (DIN:01688452), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution

H.G. INFRA ENGINEERING LTD.

Special Business		
4.	To ratify the remuneration payable to Cost Auditors of the Company for the financial year ending March 31, 2024	Ordinary Resolution

The Company Secretary informed the shareholders 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 extended the remote e-voting facility to the shareholders of the Company in respect of the resolutions transacted at the meeting. The remote e-voting commenced at 9.00 a.m. on Friday, August 18, 2023 and ended at 5.00 p.m. on Sunday, August 20, 2023. She further informed the shareholders that the facility for voting through the E-voting system was also made available during the meeting for shareholders who had not cast their vote prior to the meeting.

The Company Secretary then informed that Mr. Deepak Arora, Partner, M/s. Deepak Arora & Associates, Practicing Company Secretaries, was appointed as Scrutinizer to scrutinise the process of remote E-voting held prior to the AGM and e-voting during the AGM. She further informed that the results of the remote e-voting and e-voting at the AGM, together with the Scrutinizer's report, will be disclosed to the stock exchanges and displayed on the website of the Company and its Registrar and share transfer agent within two (2) working days of the conclusion of the meeting.

She then informed the shareholders that the statutory registers and other relevant documents referred to in the Notice of the AGM were available electronically for inspection on the InstaMeet portal of Link Intime India Private Limited.

The Chairman then addressed the shareholders of the Company with a brief speech wherein he apprised them, *inter alia*, about the industry, the company's performance, technological transformation, human capital, corporate governance, ESG & CSR initiatives and future outlook.

The shareholders were then requested to ask questions or express their views. Some of the shareholders who had registered themselves as speakers, addressed the meeting through video-conferencing, expressed their views / sought clarifications on the business and operations of the Company such as order book, diversification of the order book, infrastructure sector updates, bidding pipeline of the Company, key milestones of FY23 etc. After all the queries were raised through speaker shareholders and the web chat option, the necessary clarifications/responses were provided to the shareholders by the Chairman.

The Chairman reiterated that the e-voting facility was also available until thirty (30) minutes after the conclusion of the AGM, to those shareholders who had not already voted by means of remote e-voting.

The Chairman thanked the shareholders for joining the 21st AGM of the Company and declared the meeting closed.

The meeting concluded at 03:40 p.m. after being open for 30 minutes for e-voting.

Upon conclusion of the AGM, after scrutiny of the votes, the Scrutinizer submitted his report dated August 22, 2023 to the Company Secretary, as authorised by the Chairman of the Company. As per the report submitted by the Scrutinizer considering the votes cast through remote e-voting and e-voting during the AGM, all the aforesaid resolutions as set out in Item Nos. 1 to 4 of the Notice of the AGM were passed with the requisite majority.

The transcript of the AGM along with the chairman's speech as read out during the AGM will be made available on the website of the Company at www.hginfra.com

H.G. INFRA ENGINEERING LTD.


Annexure-II
Voting Results of the 21st Annual General Meeting ('AGM') pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	August 21, 2023
Total number of shareholders on record date (i. e. as on Monday, August 14, 2023)	77,945
No. of shareholders present in the meeting either in person or through proxy:	
Promoter(s) and Promoter(s) group	Not Applicable
Public	
No. of shareholders attended the meeting through Video Conferencing	
Promoter(s) and Promoter(s) group	9
Public	80

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Resolution Required: (Ordinary/ Special)			Ordinary Resolution (Number 1)					
			To receive, consider and adopt:					
			a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of Board of Directors and Auditors thereon; and					
			b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	4,85,73,157	4,85,73,152	100.0000	4,85,73,152	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		4,85,73,152	100.0000	4,85,73,152	0.0000	100.0000	0.0000
Public Institutions	E-Voting	96,04,347	88,38,968	92.0309	88,38,968	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		88,38,968	92.0309	88,38,968	0.0000	100.0000	0.0000
Public Non Institutions	E-Voting	69,93,607	1,953	0.0279	1,953	0.0000	100.0000	0.0000
	Poll		87	0.0012	87	0.0000	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		2,040	0.0292	2,040	0.0000	100.0000	0.0000
Total		6,51,71,111	5,74,14,160	88.0976	5,74,14,160	0.0000	100.0000	0.0000

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Resolution Required: (Ordinary/ Special)		Ordinary Resolution (Number 2)						
		To declare a Final Dividend of ₹1.25/- per equity share of ₹10/- each for the financial year 2022-23						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	4,85,73,157	4,85,73,152	100.0000	4,85,73,152	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		4,85,73,152	100.0000	4,85,73,152	0.0000	100.0000	0.0000
Public Institutions	E-Voting	96,04,347	88,50,785	92.1539	88,50,376	409	99.9954	0.0046
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		88,50,785	92.1539	88,50,376	409	99.9954	0.0046
Public Non Institutions	E-Voting	69,93,607	1,953	0.0279	1,953	0.0000	100.0000	0.0000
	Poll		87	0.0012	87	0.0000	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		2,040	0.0292	2,040	0.0000	100.0000	0.0000
Total		6,51,71,111	5,74,25,977	88.1157	5,74,25,568	409	99.9993	0.0007

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Resolution Required: (Ordinary/ Special)		Ordinary Resolution (Number 3)						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100}	[4]	[5]	[6]={{[4]/[2]}*100}	[7]={{[5]/[2]}*100}
Promoter and Promoter Group	E-Voting	4,85,73,157	4,85,73,152	100.0000	4,85,73,152	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		4,85,73,152	100.0000	4,85,73,152	0.0000	100.0000	0.0000
Public Institutions	E-Voting	96,04,347	88,50,785	92.1539	88,37,904	12,881	99.8545	0.1455
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		88,50,785	92.1539	88,37,904	12,881	99.8545	0.1455
Public Non Institutions	E-Voting	69,93,607	1953	0.0279	1953	0.0000	100.0000	0.0000
	Poll		87	0.0012	87	0.0000	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		2,040	0.0292	2,040	0.0000	100.0000	0.0000
Total		6,51,71,111	5,74,25,977	88.1157	5,74,13,096	12,881	99.9776	0.0224

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Resolution Required: (Ordinary/ Special)			Ordinary Resolution (Number 4)					
			To ratify the remuneration payable to Cost Auditors of the Company for the financial year ending March 31, 2024.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	4,85,73,157	4,85,73,152	100.0000	4,85,73,152	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		4,85,73,152	100.0000	4,85,73,152	0.0000	100.0000	0.0000
Public Institutions	E-Voting	96,04,347	88,50,785	92.1539	88,50,785	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		88,50,785	92.1539	88,50,785	0.0000	100.0000	0.0000
Public Non Institutions	E-Voting	69,93,607	1,953	0.0279	1,953	0.0000	100.0000	0.0000
	Poll		87	0.0012	87	0.0000	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		2,040	0.0292	2,040	0.0000	100.0000	0.0000
Total		6,51,71,111	5,74,25,977	88.1157	5,74,25,977	0.0000	100.0000	0.0000

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Deepak Arora & Associates

Practicing Company Secretaries

23 Ka- 4 Jyoti Nagar, Near Vidhan Sabha, Jaipur- 302005
(Rajasthan)

Ph. : 0141- 2740960, 9351788834, 9829188834

Email : cs@csdeepakarora.com

www.csdeepakarora.com

Annexure-III

REPORT OF SCRUTINIZER

*[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies
(Management and Administration) Amendments Rules, 2014]*

To,

The Chairman

H.G. Infra Engineering Limited ("the Company")

21st Annual General Meeting of the Equity Shareholders ("AGM")

of the Company held on Monday, August 21, 2023 at 2.00 P.M.(IST) through Video Conferencing (VC).

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting through Remote e-Voting & e-Voting conducted during the 21st AGM of the Company

I, Deepak Arora, Partner of M/s. Deepak Arora & Associates, a Practicing Company Secretaries Firm, having its office at 23 ka 4, Jyoti Nagar, Near Vidhan Sabha, Jaipur, Rajasthan-302005, was appointed as a scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the e-voting process including remote e-voting and electronic voting (e-voting) at the AGM, in a fair and transparent manner, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015), in respect of resolutions as set out in the Notice of the AGM dated May 10, 2023 proposed at the AGM of the Equity Shareholders of the Company held on Monday, August 21, 2023 at 2.00 P.M. (IST) through VC, submit our Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by remote e-voting and electronic voting (e-Voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both remote e-Voting and electronic voting (e-Voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

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2. The Link Intime India Private Limited, Registrar and Share Transfer Agent ("RTA") of the Company, completed the dispatch of Notice of the AGM by electronic mode to shareholders who had already registered their email addresses with the Company / Depositories, in compliance with the Circulars issued by the Ministry of the Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.
3. The Company had availed the e-voting facility both for remote e-Voting prior to the AGM and e-Voting at the AGM offered by Link Intime India Private Limited ("E-voting facility provider/RTA") for conducting e-Voting by the Shareholders of the Company.
4. In accordance with the Notice of the AGM sent to the shareholders on July 29, 2023 and the '*Advertisement*' published pursuant to Rule 20(4) (v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on July 30, 2023, the voting period for remote e-voting commenced at 9:00 A.M. on Friday, August 18, 2023 and closed at 5:00 P.M. on Sunday, August 20, 2023. The e-Voting module was disabled by RTA for voting thereafter.
5. The Shareholders holding shares as on the "cut off" date i.e. Monday, August 14, 2023, were entitled to vote on the resolutions as set out in the Notice of the AGM.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by RTA had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After the closure of e-Voting at the AGM, the votes cast through e-Voting at the AGM and through remote e-Voting prior to the date of AGM were unblocked and downloaded from the e-voting website of RTA. The e-Voting data/results downloaded from the e-Voting system of RTA were scrutinized and reviewed.
8. Based on the data downloaded, the overall result of Remote e-voting together with e-voting during AGM are as under:

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ORDINARY BUSINESS

Resolution 1 (as an Ordinary Resolution): To Receive, Consider and Adopt:

- (A) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of Board of Directors and the Auditors thereon;
- (B) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of the Auditors thereon:

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
95	5,74,14,160	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

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Resolution 2 (as an Ordinary Resolution): To declare a Final dividend of Rs. 1.25/- per equity share of Rs.10/- each for the financial year 2022-23:

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
95	5,74,25,568	99.9993

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	409	0.0007

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

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Resolution 3 (as an Ordinary Resolution): To appoint a director in place of Mr. Vijendra Singh (DIN:01688452), who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted in **favour** of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
92	5,74,13,096	99.9776

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	12,881	0.0224

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

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SPECIAL BUSINESS

Resolution 4 (as an Ordinary Resolution): To ratify the remuneration payable to Cost Auditors of the Company for the financial year ending March 31, 2024:

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
96	5,74,25,977	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

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It is to be noted that all the aforesaid resolutions were passed by the members of the Company with requisite majority.

All electronic data and relevant records of e-Voting will remain in my custody until the Chairman of the Company considers, approves and signs the minutes of the AGM and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you

Yours faithfully,

for **Deepak Arora and Associates**
Company Secretaries
ICSI Unique Code: I2001RJ191000

Countersigned by:
for **H.G. INFRA ENGINEERING LIMITED**

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ARORA Date: 2023.08.22
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Deepak Arora (Partner)
ACS No.: 5104, CP No.: 3641
UDIN NO.: F005104E000839410

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by ANKITA
MEHRA
MEHRA Date: 2023.08.22
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Ankita Mehra
Company Secretary cum Compliance Officer
M. No.: A33288

Place: Jaipur
Date: August 22, 2023