



HAZOOR MULTIPROJECTSLIMITED
CIN : L99999MH1992PLC269813

Date: 08/05/2024

To,
BSE LIMITED
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

Scrip ID/Code/ISIN : HAZOOR/532467/INE550F01031

Subject : Voting Results of Extra Ordinary General Meeting of the Company held as on May 07, 2024.

Ref : Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith Voting Results of the businesses transacted at the Extra Ordinary General Meeting of the Members of Hazoor Multi Projects Limited held on Tuesday, May 07, 2024 at 01:00 P.M. through Video Conferencing / Other Audio Visual Means on the Central Depository Services (India) Limited (CDSL) virtual platform.

Further, Pursuant to the provisions of the Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated May 08, 2024 is also enclosed herewith.

You are requested to kindly take the same on record.

Yours Faithfully,

Thanking You.

For **Hazoor Multi Projects Limited**

SWAMINATH
CHHOTELAL
JAISWAR

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Swaminath Chhotelal Jaiswar
Company Secretary and Compliance Officer

Place: Mumbai

Encl: Voting Result
Scrutinizer Report

Voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Hazoor Multi Projects Limited | Extra Ordinary General Meeting | May 07, 2024

Date of EGM	May 07, 2024
Total Number of Shareholders as on cutoff date: (30 th April, 2024, cut-off date for E-voting)	14245*
Number of shareholders present in meeting either in person or through proxy:	
Promoters & Promoter Group	NA
Public	NA
Number of shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	2
Public	65

**Total Number of Shareholders includes fully and partly paid up equity shareholders*

Agenda-wise

Given below is the agenda wise combined result of E-voting and votes polled at the meeting.

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SPECIAL BUSINESS**Resolution No.1**

PREFERENTIAL ALLOTMENT OF UPTO 1,62,00,000 (ONE CRORE AND SIXTY-TWO LAKHS ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO NON-PROMOTER, PUBLIC CATEGORY.

(Special Resolution)

Whether promoter/ Promoter Group are interested in the Agenda/resolution:								No
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on Outstanding Shares (3)= {(2)/(1)} *100	No. of Votes- in Favour (4)	No. Of Votes- Against (5)	% of Votes in favour on votes polled (6)= {(4)/(2)} *100	% of Votes against on votes polled (7)= {(5)/(2)} *100
Promoter & Promoter Group	E- Voting	3947677	3947677	100	3947677	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3947677	3947677	100	3947677	0	100
Public - Institutions	E- Voting	3461282	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3461282	0	0	0	0	0
Public- Non- Institutions	Remote E- Voting	11316041	471180	4.16	452657	18523	96.07	3.93
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		11316041	471180	4.16	452657	18523	96.07
Total		18725000	4418857	23.60	4400334	18523	99.58	0.42

Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Resolution No. 2**INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.****(Ordinary Resolution)**

Whether promoter/ Promoter Group are interested in the Agenda/resolution:								No
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on Outstanding Shares (3)= {(2)/(1)} *100	No. of Votes- in Favour (4)	No. Of Votes- Against (5)	% of Votes in favour on votes polled (6)= {(4)/(2)} *100	% of Votes against on votes polled (7)= {(5)/(2)} *100
Promoter & Promoter Group	E- Voting	3947677	3947677	100	3947677	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3947677	3947677	100	3947677	0	100
Public - Institutions	E- Voting	3461282	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3461282	0	0	0	0	0
Public- Non- Institutions	Remote E- Voting	11316041	471180	4.16	452714	18466	96.09	3.91
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		11316041	471180	4.16	452714	18466	96.09
Total		18725000	4418857	23.60	4400391	18466	99.58	0.42

Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

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Resolution No. 3**APPROVAL OF ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.****(Special Resolution)**

Whether promoter/ Promoter Group are interested in the Agenda/resolution:								No
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on Outstanding Shares (3)= {(2)/(1)} *100	No. of Votes- in Favour (4)	No. Of Votes- Against (5)	% of Votes in favour on votes polled (6)= {(4)/(2)} *100	% of Votes against on votes polled (7)= {(5)/(2)} *100
Promoter & Promoter Group	E- Voting	3947677	3947677	100	3947677	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3947677	3947677	100	3947677	0	100
Public - Institutions	E- Voting	3461282	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3461282	0	0	0	0	0
Public- Non-Institutions	Remote E- Voting	11316041	471180	4.16	453914	96.34	17266	3.66
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		11316041	471180	4.16	453914	96.34	17266
Total		18725000	4418857	23.60	4401591	99.61	17266	0.39

Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Resolution No. 4

AUTHORITY TO THE BOARD TO CREATE CHARGE/MORTGAGE AND/OR CHARGE AND OR/HYPOTHECATION AND/OR PLEDGE ON THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY AND TO SELL, LEASE, OR OTHERWISE DISPOSE OFF THE WHOLE OR SUBSTANTIALLY THE WHOLE OF THE UNDERTAKING OF THE COMPANY PURSUANT TO SECTION 180 (1)(A) OF THE COMPANIES ACT, 2013.

(Special Resolution)

Whether promoter/ Promoter Group are interested in the Agenda/resolution:								No
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on Outstanding Shares (3)= {(2)/(1)} *100	No. of Votes- in Favour (4)	No. Of Votes- Against (5)	% of Votes in favour on votes polled (6)= {(4)/(2)} *100	% of Votes against on votes polled (7)= {(5)/(2)} *100
Promoter & Promoter Group	E- Voting	3947677	3947677	100	3947677	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3947677	3947677	100	3947677	0	100
Public - Institutions	E- Voting	3461282	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3461282	0	0	0	0	0
Public- Non- Institutions	Remote E- Voting	11316041	471180	4.16	471063	117	99.98	0.02
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		11316041	471180	4.16	471063	117	99.98
Total		18725000	4418857	23.60	4418740	117	99.98	0.00

Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

For Hazoor Multi Projects Limited

SWAMINATH
CHHOTELAL JAISWAR

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CHHOTELAL JAISWAR
Date: 2024.05.08 22:18:34 +05'30'

Swaminath Chhotelal Jaiswar
Company Secretary and Compliance Officer

Place: Mumbai



RANJIT KEJRIWAL

Company Secretaries & Registered Valuer (SFA)

FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013
And Rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Extra Ordinary General Meeting of the members of
Hazoor Multi Projects Limited
(CIN: L99999MH1992PLC269813)
held on 07th May, 2024
through Video Conferencing (VC) or Other Audio Visual Means (OVAM),
At 1.00 P.M.

Dear Sir,

Sub.: Scrutinizer's report on E voting

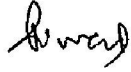
1. I, Ranjit Binod Kejriwal, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Hazoor Multi Projects Limited for the purpose of scrutinizing the remote e-voting along with e-voting process during the said EOGM and ascertaining the requisite majority on remote e-voting / e-voting process carried out as per the provisions of section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolution contained in the Notice to the Extra Ordinary General Meeting (EOGM) of the members of the company, held through Video Conferencing (VC) or Other Audio Visual Means (OVAM) on Tuesday, 07th day of May, 2024 at 1.00 P.M.
2. At the EOGM of the Company held on 07th day of May, 2024, the Company has also provided facility for e-voting process during the EOGM to the members attending the meeting, who have not already cast their vote by remote e-voting. The chairman of the EOGM has appointed me as the Scrutinizer for the same.
3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting process during the EOGM conducted for the resolutions contained in the Notice to the EOGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and e-voting process at the EOGM is restricted to make a consolidated Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the rules and engaged by the company to provide remote e-voting facilities.
4. Further to the above, I submit my reports as under:
 - (i) The e-voting period was from Saturday, 04th May, 2024 at 9.00 a.m. to Monday, 06th May, 2024 at 5.00p.m.
 - (ii) The members of the Company as on the "cut-off" date of Tuesday 30th April, 2024 were entitled to vote on the resolution (item No. 01 to 04 set out in the notice of the EOGM of the Company).



1, Aastha, Hira Modi Sheri, Ring Road, Surat-395 002. | 0261-2331123 | rbksurat@gmail.com
202, Balaji Business Centre, Subhash Road, Vile Parle (E), Mumbai-400 057. | 022-49737235 | csrbbkmumbai@gmail.com
ADVISORY | AUDIT | TAX | GST | CORPORATE LAWS | IPO | LOAN | RESTRUCTURING | VALUATION |
NCLT | INSOLVENCY | COST ACCOUNTING | BUSINESS MANAGEMENT

1 of 1

(iii) The votes cast were unblocked on 07th May, 2024 at 02:21 p.m. in the presence of 2 (Two) witnesses namely **Mr. Pioush Tiwari** and **Ms. Het Palsanawala** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.



Name: Mr. Pioush Tiwari



Name: Ms. Het Palsanawala

(iv) Thereafter the details containing inter alia, list of Equity Share Holders, holding fully and partly paid up shares, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the evoting website of Central Depository Services (India) Limited (CDSL) i.e. <https://www.evotingindia.com/> based on such reports generated the result of the remote e-voting together with e-voting during EOGM is as under:



RESOLUTIONS:

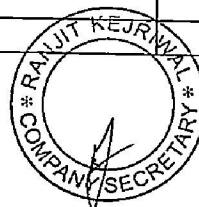
1. PREFERENTIAL ALLOTMENT OF UPTO 1,62,00,000 (ONE CRORE AND SIXTY-TWO LAKHS ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO "NON-PROMOTER, PUBLIC CATEGORY".

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Companies Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under including any statutory modification(s) thereto or re-enactment thereof for the time being in force, enabling provisions in Memorandum and Articles of Association of the Company, provisions of the listing agreement executed with the Stock Exchanges, where the shares of the Company are listed ("Stock Exchange"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended, the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Reserve Bank of India ("RBI"), Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, RBI, Stock Exchange, and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, up to 1,62,00,000 (One Crore and Sixty Two Lakhs Only) Fully Convertible Warrants ("Warrants"), to the persons belonging to "Non-Promoter, Public Category", at an issue price of Rs. 300/- (Rupees Three Hundred Only) per Warrant, determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to Rs. 486,00,00,000 (Rupees Four Hundred Eighty Six Crores Only), on such further terms and conditions as detailed herein below, to the below mentioned persons ("Proposed Allottees"):

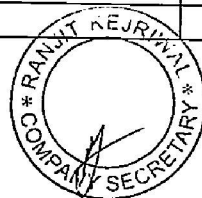
S.No.	Name of the Proposed Allottees	Warrants to be allotted on Preferential basis Maximum Quantity for the respective allottee
1	Amicorp Capital (Mauritius) Limited	22,65,000
2	NAV Capital VCC-NAV Capital Emerging Star Fund	16,39,300
3	West Midlands Ventures Pvt Ltd	13,12,000
4	Ovata Equity Strategies Master Fund	8,20,000
5	Seabird Leasing and Finvest Private Limited	7,00,000
6	Minerva Venture Fund Limited	6,00,000
7	Resonance Opportunities Fund	4,31,150
8	Vineet Arora	3,27,850
9	Nikhil Tyagi	3,27,850
10	Eraaya Lifespaces Limited	3,00,000
11	Kumar Agrawal	3,00,000
12	Black Hawk Properties Pvt Ltd	3,00,000



13	Morde Foods Pvt Ltd	3,00,000
14	Nexta Enterprises LLP	3,00,000
15	Money Plant Pictures LLP	2,50,000
16	Praveen Gupta	2,50,000
17	Rajiv Mehta	2,50,000
18	Shree Vihar Housing & Developers Pvt. Ltd.	2,00,000
19	Bikramjit Kandhari	1,64,000
20	Taran Kandhari	1,64,000
21	North Star Opportunities Fund VCC-Bull Value Incorporated VCC SUB-Fund	1,50,000
22	Radiant Global Fund-Class B Participating Shares	1,50,000
23	Dilip Deshlahara	1,25,000
24	Donald Venture Private Limited	1,00,000
25	Sathvik International	1,00,000
26	Vedant Sharad Rathi	1,00,000
27	Santosh Singhal	1,00,000
28	Deoki Nandan Singhal	1,00,000
29	Rakesh Laroia	1,00,000
30	Vinay Equity Market LLP	1,00,000
31	Vivek Mahesh Chandra Mangla	1,00,000
32	Saurav Sultania	1,00,000
33	NVS Corporate Consultancy Services Pvt. Ltd	1,00,000
34	V Cats Consultancy LLP	1,00,000
35	Rita Chadha	90,000
36	Yoshi Envirotech Private Limited	75,000
37	Nidhi Gupta	75,000
38	Pranav Kant	75,000
39	Piyush Kant	75,000
40	Saurav Raidhani	75,000
41	Absolute Returns Scheme	75,000
42	Ajay Vijaykumar Agrawal	70,000
43	Amar Vijaykumar Agrawal	70,000
44	Rupa Ajay Agrawal	70,000
45	Simple Amar Agrawal	70,000
46	Aditya Sahay	70,000
47	Nitin Kumar Aggarwal	65,500
48	Bhakti Bhalchandra Thakare	60,000
49	Raturaj Bhalchandra Thakare	50,000
50	Trish Real Estate LLP	50,000
51	Archit Garg	50,000
52	Deepak Bhansali HUF	50,000
53	Deepak Bhansali	50,000
54	Mohit Goyal	50,000
55	Nishita Mittal	50,000
56	Piyush Gupta	50,000
57	Debashish Neogi	50,000
58	Amita Poddar	50,000
59	Sourav Choudhary	50,000
60	Punam Choudhary	50,000
61	Priya Goyal	50,000
62	Mahesh Raichand Shah	50,000



63	Trading IDEA	50,000
64	Venkatraman Mandalapu	47,000
65	Suresh Kumar Jindle	45,000
66	Saroj Devi	40,000
67	Ratanlal Agarwal	35,000
68	Safir Anand	35,000
69	Aditi Saraff	35,000
70	Akash Soni	33,500
71	Vikas Dixit	33,000
72	Madhava Nalla Rao	32,750
73	Nevil Rameshbhai Savjani HUF	32,750
74	Shilpaben Maheshkumar Shah	32,750
75	Nitish Gupta	32,750
76	Mehul R Parekh	32,750
77	Dilip Keshrimal Sanklecha	32,750
78	Venkatraman Subramanian	32,750
79	Sandeep Singh	32,750
80	Areza India Strategy Partners	32,750
81	Desai Hemant Kumar	32,000
82	Mukeshkumar Mahendrabhai Tailor	32,000
83	Prabhudas Liladhar Advisory Services Pvt. Ltd.	30,000
84	Bijay Kumar	26,000
85	Northbay Solution LLP	25,000
86	Amit Mehta	25,000
87	Pravin Kumar Gupta	25,000
88	Arun Kapoor	25,000
89	Noida Holding Pvt Ltd	25,000
90	Moksha Enterprises	25,000
91	Trellis Clothing	25,000
92	Puneet Tandon	25,000
93	Navin Dalmia	25,000
94	Jitendra B Parmar HUF	25,000
95	Anuj Ashokkumar Jain	25,000
96	Amit R Agarwal	24,550
97	Kaushik Narottam Soni	24,550
98	Pradip Surana	24,550
99	Damyanti Karsan Bhanushali	24,550
100	Rajeev Singh	24,550
101	Nirmal Gupta	23,000
102	Sanjeev Kumar Singh	19,650
103	Harsha Bharat Sheth	19,650
104	Kunal Kailash Parekh	19,650
105	KshmaJaswant Shah	19,650
106	Suresh Kumar Garg	17,000
107	AMICI Estate LLP	17,000
108	Ratnesh Mehra	17,000
109	Rajeev Kumar	16,350
110	Pratik Sanghi	16,350
111	Sarvesh Sanghi	16,350
112	ASAP Engineering	16,350
113	Apoorva Khandelwal HUF	16,350

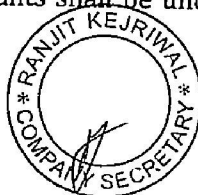


114	Suhani Poddar	16,350
115	Nalin Kumar	16,350
116	Ritesh Sureshchand Jain	16,350
117	Mayank Gupta	16,350
118	Sharat Kumar	16,350
119	Mansi Dua	16,350
120	Vaibhav Dimri	16,350
121	Sunil Jasuja	16,350
122	Reena Rajesh Kothari	16,350
123	Ratilal Shah	16,350
124	Haresh Shah	16,350
125	Jitendra Shah	16,350
126	Jigar Shah	16,350
127	Tatavarthy Chinna Venkata Narasimha Rao	15,000
128	Divya Bhandari	13,100
129	Akshay Arora	13,100
130	Pratham Mittal	13,000
131	Ashish Choudhary	13,000
132	Vanita Goel	13,000
133	Namrata Natinkumar Shah	10,800
134	Ankit Aggarwal	10,000
135	Sarita Agarwal	10,000
136	Pawan Kumar	10,000
137	Narayan Agrawal	10,000
138	Varun Jain	9,800
139	Jai Tripathi Steels Pvt Ltd	8,150
140	Nirmala Dugar	8,150
141	Priyanka Agarwal	8,150
142	Khushbu Agrawal	3,950
143	Jatin Agrawal	3,250
Total		1,62,00,000

RESOLVED FURTHER THAT the 'Relevant Date', as per the provisions of Chapter V of the SEBI ICDR Regulations for the purpose of determining the minimum issue price of the Warrants proposed to be allotted to the above mentioned allottees is April 05, 2024 (i.e. being the date, which is 30 days prior to the date of shareholder's meeting which is scheduled on May 07, 2024).

RESOLVED FURTHER THAT aforesaid issue of Warrants shall be subject to the following terms and conditions:

- a) The conversion of warrants into equity shares is to be done on or before the expiry of eighteen (18) months from the date of allotment of warrants in terms of SEBI ICDR Regulations.
- b) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI ICDR Regulations which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance 75% of the Warrant Issue Price shall be payable by the Warrant Holder at the time of exercising the Warrants.
- c) Warrants, being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under SEBI ICDR Regulations.



- d) Warrants so allotted under this resolution shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted there under.
- e) Warrants shall be issued and allotted by the Company only in dematerialized form within a period of 15 days from the date of passing a Special Resolution by the members, provided that where the issue and allotment of said warrants is pending on account of pendency of any approval for such issue and allotment by the Stock Exchange(s) and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 days from the date of last such approval or within such further period/s as may be prescribed or allowed by the SEBI, the Stock Exchange(s) and/or Regulatory Authorities etc.
- f) Warrants shall be issued and allotted by the Company only in dematerialized form.
- g) The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Allottee(s).
- h) In the event the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period of 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- i) Upon exercise of the option to convert the convertible Warrants within the tenure specified above, the Company shall ensure that the allotment of equity shares pursuant to exercise of the convertible Warrants is completed within 15 days from the date of such exercise by the allottee of such warrants.
- j) The Warrants by itself until converted into Equity Shares, do not give to the Warrant Holder any voting rights in the Company in respect of such Warrants. However, warrants holders shall be entitled to any corporate action such as issuance of bonus shares, right issue, split or consolidation of shares etc. announced by the Company between the date of warrants allotment and their conversion into Equity Shares."

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted upon conversion of Warrants shall rank *pari-passu* in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company and/or any Committee constituted by the Board for this purpose and/or Executive Director and/or KMP of the Company be and are hereby authorized severally on behalf of the Company to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient, including without limitation to make application to Stock Exchange for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Warrants, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders/board.



RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the Board of Directors/Committee(s) of the Board and/or Executive Director and/or KMP of the Company be and are hereby severally authorized to execute and deliver any and all other documents, papers and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the preferential issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized severally to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any committee of directors or the Executive Director or any director(s) or any other Key Managerial Personnel or any other officer(s) of the Company."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	81	4417645	77	4399182	4	18463	0	0
E-voting at EOGM	7	1212	6	1152	1	60	0	0
Total	88	4418857	83	4400334	5	18523	0	0

This resolution is passed as a Special resolution.



2. INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder, (including any amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), and subject to the provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded to increase Authorized Share Capital of the Company from existing Rs.80,50,00,000 (Rupees Eighty Crores Fifty lakhs) comprising of Rs. 30,50,00,000 equity shares capital divided into 3,05,00,000 (Three Crores Five Lacs) Equity Shares of Rs. 10/- each and Rs. 50,00,00,000 (Rupees Fifty crores) Preference Share Capital divided into 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each to Rs.100,50,00,000 (Rupees One Hundred Crores and Fifty lakhs) comprising of Rs.50,50,00,000 (Rupees Fifty Crores and Fifty Lakhs) equity share capital divided into 5,05,00,000 (Five Crores Five Lacs) Equity Shares of Rs. 10/- each and Rs.50,00,00,000 (Rupees Fifty crore) Preference Share Capital divided into 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V:

V. The Authorized share capital of the Company is Rs.100,50,00,000 (Rupees One Hundred Crores and Fifty lakhs) comprising of Rs.50,50,00,000 (Rupees Fifty Crores and Fifty Lakhs) equity share capital divided into 5,05,00,000 (Five Crores Five Lacs) Equity Shares of Rs. 10/- each and Rs.50,00,00,000 (Rupees Fifty crore) Preference Share Capital divided into 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each with powers to increase and reduce the Capital of the Company and to divide the shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being in force and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or by the Articles of Association of the Company for the time being in force.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do perform and execute all such acts, matters, deeds and things as it may consider necessary, expedient, usual or proper to give effect to this resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard and for any matters connected herewith or incidental hereto."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	81	4417645	79	4399239	2	18406	0	0
E-voting at EOGM	7	1212	6	1152	1	60	0	0
Total	88	4418857	85	4400391	3	18466	0	0

This resolution is passed as an Ordinary resolution.



3. APPROVAL OF ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

"RESOLVED THAT pursuant to Section 13, 15 and other applicable provisions read with the rules and regulations made there under 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 terms(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 amend Clause III (the Object Clause) of the Memorandum of Association of the Company in the following manner:

By inserting following object after the existing sub clause 5 of Clause III(A) (Main Objects) of Memorandum of Association of the Company:

6. To carry on the business of collection of toll, User fee collection works, to provide services of manpower, operations, facilities and all kind of works related to toll collection or any services as an agent or enter into arrangement with Central Government, State Government, Semi Government Bodies, Private Parties or Authorities, whether Municipal, Local or otherwise or with any institution or company in India or abroad and to procure or maintain from such Government Authority, person, institution or company, rights of all sorts for assistance, privileges, charters, contracts, licenses and concessions which the company may think it desirable and to carry out, exercise and comply therewith.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized severally to do all such acts, deeds, matters and things and give such directions as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any committee of directors or the Executive Director or any director(s) or any other Key Managerial Personnel or any other officer(s) of the Company.

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	81	4417645	80	4400439	1	17206	0	0
E-voting at EOGM	7	1212	6	1152	1	60	0	0
Total	88	4418857	86	4401591	2	17266	0	0

This resolution is passed as a Special resolution.



4. AUTHORITY TO THE BOARD TO CREATE CHARGE/ MORTGAGE AND/ OR CHARGE AND/ OR HYPOTHECATION AND/OR PLEDGE ON THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY AND TO SELL, LEASE OR OTHERWISE DISPOSE OFF THE WHOLE OR SUBSTANTIALLY THE WHOLE OF THE UNDERTAKING OF THE COMPANY PURSUANT TO SECTION 180(1)(A) OF THE COMPANIES ACT, 2013.

“RESOLVED THAT pursuant to section 180(1)(a) and all other applicable provisions of the Companies Act, 2013 and rules made thereunder as may be amended, from time to time and subject to the Memorandum and Articles of Association, the consent of the members of the Company be and is hereby accorded to Board of Directors (hereinafter called “the Board”) which term shall be deemed to include any Committee thereof, which the Board may have constituted to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or person(s) for creation of mortgage and/or charge and/or hypothecation and/or pledge and/or security in any form or manner on any of its movable and immovable properties wherever situated both present and future or to sell, lease or otherwise dispose-off the whole or substantially the whole of the undertaking of the Company on such terms and conditions at such time and in such form and manner as the Board in its absolute discretion thinks fit in favour of any person including but not limited to bank(s), financial institution(s) Investment Institution(s), Mutual Fund(s), Trust(s), other body(ies) corporate or persons whether shareholders of the Company or not, or from any source, located in India or abroad, whether unsecured or secured, Trustees for holders of debentures/ bonds and/ or other instruments to secure all credit facilities including rupee loans, foreign currency loans, debentures, bonds and/ or other instruments or non-fund based facilities availed / to be availed by the Company and/ or for any other purpose, from time to time together with interest, further interest thereon, compound interest in case of default, accumulated interest, liquidated damages, all other cost, charges and expenses thereon for amount not exceeding the existing limit of Rs. 200 Crores (Rupees Two Hundred Crores only) to Rs. 1000 Crores (Rupees One Thousand Crores only) over and above the aggregate of the paid-up share capital and free reserves of the Company.”

RESOLVED FURTHER THAT securities to be created by the Company may rank pari passu / subservient with/to the mortgages and /or charges already created or to be created by the Company as may be agreed to between the concerned parties.

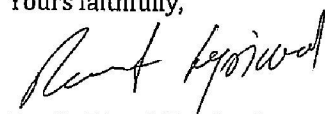
“RESOLVED FURTHER THAT the Board of Directors or such Committee/or person/(s) as authorised by the Board of Directors be and are hereby authorised to finalize, settle and execute such documents and deeds, as may be applicable, for creating the appropriate mortgages and/or charges on such of the immovable and/or movable properties of the Company on such terms and conditions as may be decided by the Board of Directors or such Committee in consultation with the lenders and for reserving the aforesaid right and for performing all such acts, things and deeds as may be necessary for giving full effect to this Resolution.

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	81	4417645	79	4417588	2	57	0	0
E-voting at EOGM	7	1212	6	1152	1	60	0	0
Total	88	4418857	85	4418740	3	117	0	0

This resolution is passed as a Special resolution.

[Note: Resolution No. 1 and 4 as amended vide their Corrigendum letter dated 03rd May, 2024.]

Thanking You,
Yours faithfully,



Ranjit Binod Kejriwal
Practicing Company Secretary
Membership No. 6116, CP No. 5985
UDIN: F006116F000335379
Date: 08/05/2024
Place: Surat

