



Transcript of the Extra-ordinary General Meeting of India Infradebt Limited held on Wednesday, December 1, 2021

Welcome Address by Ms. Lalita D. Gupte, Independent Director & Chairperson:

On behalf of the Board of Directors, I Lalita D. Gupte, Chairperson and Independent Director welcome you to the Extra-ordinary General Meeting of India Infradebt Limited. This Meeting is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs. I am participating in this Meeting through VC from Mumbai.

I would now request my fellow Directors who are attending the EGM through the video conference facility to introduce themselves with their location.

Mr. Uday Chitale:

I, Uday Chitale, Independent Director, Chairman of Audit Committee and Board Governance, Remuneration & Nomination Committee participating in this Meeting through VC from Mumbai.

Mr. Arun Tiwari:

I, Arun Tiwari, Independent Director participating in this Meeting through VC from Mumbai.

Mr. Suvek Nambiar:

I, Suvek Nambiar, Managing Director & CEO participating in this Meeting through VC from the Registered Office in Mumbai.

Ms. Lalita D. Gupte, Chairperson:

Mr. Partha Dey and Ms. Nina Nagpal are unable to attend this Meeting due to unavoidable prior commitments.

The Shareholders or their Authorized Representatives have also joined this Meeting through video conferencing. We have:

Mr. Chetan Pawar, Authorised Representative of ICICI Bank Limited

Mr. I.V. L. Sridhar, Authorised Representative of Bank of Baroda

Mr. Anurag Jain, Authorised Representative of Citicorp Finance (India) Limited

Ms. Jacinta D'souza, , Authorised Representative of Life Insurance Corporation of India

Mr. Vivek Ranjan in the capacity of Nominee Shareholder; and

Mr. Prashant Mistry in the capacity of Nominee Shareholder

Members who are participating in the EGM over video conference are being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. The requisite quorum as per the Companies Act, 2013 and Articles of Association of the Company being present through video conference to conduct the proceedings of this Meeting, I declare the Meeting open.

The Company has taken all feasible efforts under the current circumstances to enable Members to participate through video conference and vote at this EGM.

Coming to the business of the Meeting, with your permission, I shall now take the Notice convening the Meeting as read.

All Members:

Yes

Ms. Lalita D. Gupte, Chairperson:

Pursuant to Section 107 of the Companies Act, 2013, I would like to put the Agenda Item of the Notice to vote by show of hands. Members are free to express their views/ask questions pertaining to the Agenda of the Meeting.

Resolution No. 1: To approve appointment of M/s. B. K. Khare & Co., Chartered Accountant as Statutory Auditors of the Company to fill the casual vacancy caused due to ineligibility of M/s. S.R. Batliboi & Co. LLP to continue as the Statutory Auditors of the Company in terms of RBI guidelines.

I request members to propose and second the Resolution and vote by show of hands.

The Resolution has been proposed by [pause]

Mr. Vivek Ranjan:

I, Vivek Ranjan, propose.

Ms. Lalita D. Gupte, Chairperson:

and seconded by [pause].

Mr. Anurag Jain:

I, Anurag Jain, second.

Ms. Lalita D. Gupte, Chairperson:

I now put the Resolution at Item No. 1 of the Notice to vote, on a show of hands, as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

Shareholders raised their hands.

THOSE AGAINST, please raise your hands.

None of the Shareholders raised their hands.

The Resolution has been passed unanimously.

The Resolution, as set forth in the Notice, has been passed unanimously by the Members.

This concludes the formal business of the Meeting and I declare the Meeting as closed.

I thank all of you for your co-operation.

All Members and Directors:

Thank you.
