

EXCEL REALTY N INFRA LIMITED

PROCEEDINGS OF THE ANNUAL GENERAL MEETING

MEETING: 21st ANNUAL GENERAL MEETING

VENUE : THROUGH VIDEO CONFERENCING

DATE: August 07, 2023

TIME: 10.00 A.M.

Good Morning..... I, Arpit Khurana, Whole Time Director, attending from registered office, request Chairman to start with welcome address. Over to you Sir/Chairman.....

Chairman:

Good Morning to all shareholders. Trust all of you are safe and taking care of yourself and your family. It is a pleasure to connect with all of you once again virtually.

Myself, Mr. Lakhmendra Khurana, Chairman & Managing Director of the Company, attending meeting from the registered office through VC.

I welcome all of you to the 21st Annual General Meeting of the Excel Realty N Infra Limited.

**It is 10.00 a.m. and the requisite quorum for the meeting is present.
I call the meeting to order.**

The 21st Annual General Meeting of Excel Realty N Infra Limited for the F.Y. 2022-23 is being held through Video Conferencing in accordance with the circulars issued by MCA and SEBI. Participation of members through video conferencing is being counted for the purpose of the quorum as per the applicable circulars issued by MCA and SEBI.

Before we start with the main proceedings of the Meeting, I also welcome all Directors present for the 21st AGM of the Company. I now request Directors to introduce themselves. Further, I am glad to have the opportunity to introduce our Board Members who are present at the AGM through Video Conferencing

Every Director/ Participant to introduce themselves:

Chairman: Ranjana Khurana

Mrs. Ranjana Khurana: Good Morning. I am Mrs. Ranjana Khurana, Director. I am attending from the Registered Office

Chairman: Arpit Khurana

Arpit Khurana: Good Afternoon. I am Mr. Arpit Khurana, Director. I am attending from Registered Office.

Chairman: Mr. Binoy Gupta

Binoy Gupta: Good Morning. I am Binoy Gupta, Non- Executive Independent Director and Chairperson of Audit Committee and Nomination and remuneration committee. I am attending from

Chairman: Mr. Subrata Kumar Dey

Mr. Subrata Kumar Dey: Good Afternoon. I am Mr. Subrata Kumar Dey, Non-Executive Independent Director and Chairman of Stakeholders Relationship Committee. I am attending from Registered Office.

Chairman: Mr. Rajat Raja Kothari

Mr. Rajat Raja Kothari: Good Morning. I am Mr. Rajat Raja Kothari, Non-Executive Non- Independent Director. I am attending from Rajasthan

Chairman: Mr. Rajesh Kumar Agrawal

Mr. Rajesh Kumar Agrawal: Good Morning. I am Mr. R Rajesh Kumar Agrawal Non-Executive Non- Independent Director. I am attending from Mumbai.

Chairman:

I would also like to inform you that Pramod Kokate, CFO is also attending the meeting.

Chairman: Mr.Pramod Kokate

Good Morning. I am Pramod Kokate, Chief Financial Officer. I am attending from Registered Office.

Chairman:

The representative of M/s. Bhattar & Co., Mumbai, Statutory Auditors and Ms. Rakhi Dasgupta proprietor of M/s. Rakhi Dasgupta & Associates, Scrutinizer are also attending this meeting.

I now request the Mr. Arpit Khurana to provide general guidance to the members regarding participation and voting in this meeting.

Arpit Khurana to speak:

Thank you Sir. Members may note that this AGM is being held through video conferencing in accordance with the applicable circulars issued by MCA and SEBI. The Company has complied with all provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable circulars of MCA & SEBI with regard to hold this AGM through VC.

The AGM is being conducted through the platform provided by CDSL. The facility of joining this meeting through video conferencing is available to the members on first come first serve basis. All members who joined this meeting are placed on mute by Host to avoid background disturbances and for seamless participation. The company had given facility to members to send their questions/queries in advance on the email id as given in notice.

The members who have registered themselves for Speaker shareholder will be allowed to express their views/ ask questions during the meeting.

Members may please note that the company had provided e-voting facility to all members through CDSL platform. The e-voting facility was available from Friday, 4th August, 2023 at 9.00 a.m. to Sunday, 6th August, 2023 at 5.00 p.m. (IST). Members who have not casted their vote electronically and who are participating in this meeting have an opportunity to cast their vote during this meeting through the e-voting system provided by CDSL. Please refer to the Notice of AGM for e-voting during this AGM.

Ms. Rakhi Dasgupta, Practicing Company Secretary is the scrutinizer for the e-voting process and e-voting at AGM. The combined result of remote e-voting & e- voting at the AGM along with the scrutinizers report will be uploaded on the website of the company as well as on the website of CDSL and the Stock Exchanges i.e BSE Ltd and NSE Ltd within Two working days from the conclusion of the AGM.

Over to you Chairman/Sir

Chairman:

The notice dated July 11, 2023 convening the 21st Annual General Meeting of the Company is already circulated to all the members, I take the Notice as read.

I wish to inform you that the Statutory Auditors and Secretarial Auditors have not made any qualifications, reservations, adverse remarks and disclaimer in the Audit Reports for year ended 31 March, 2023, therefore, with your permission, I, take the Statutory Auditors' Reports and Secretarial Audit Report as read.

I would now like to brief you on operations of the Company during the year 2022-23

CHAIRMAN'S SPEECH

Dear Shareholders

I would like to extend my sincere thanks to all the employees, central and state government, stakeholders, shareholders, for their support to the Company. I also thank all fellow auditors on the Board for their guidance during the year.

The Company's Annual Report for the year 2022-23 has already been circulated to you. With your permission, I would like to take it as read.

Now I would like to highlight some key aspects of our performance during the year under review.

The Company has achieved sales to the tune of Rs.6.45 crores as compared to Rs. 8.66 crores of last year.

The profit before tax is Rs. 2.62 crores as against loss of Rs. (2.55) crores of last year.

During the year under review our revenue from Infrastructure Segment has been Rs. 1.22 crores.

During the year under review the Company sub-divided the shares of the Company from the face value of Rs. 10/- each to to Rs. 1/- each.

Also, the Company had issued bonus shares in the ratio 1:2, for every two shares one shares was given as bonus shares to all the shareholders holding shares on the record date 28th Sept, 2022.

The Company has altered the Capital clause of MOA on account of Sub- division of equity share of the Company.

Growth has been the Company's prime motive and we shall continue to strive to acquire new clients to increase our sales and profit of the Company. The Company believes it is in a dynamic market with a potential for substantial growth in future and we are hopeful that this year we will be able to grow as compared to previous year.

Friends, with these plans and better prospects, your Company, we trust, shall certainly prosper for which we need your confidence and support. I do believe that success in the organization can be achieved only when its people, who work with honesty and dedication to deliver solutions for their customers and outstanding results for its stakeholders. I am filled with the proud with quality of people we have. I am also blessed to have experienced individuals on the Board of the Company with me. I do wish to put on record my appreciation for the support received from our shareholders.

As I conclude, I would like to place on record appreciation for all the shareholders, who have attended the Meeting.

Arpit Khurana:

I now move to the resolutions.

Those members who have not casted their votes during remote e-voting can cast their vote on the following resolutions

To consider and, if thought fit, to pass the following resolutions as an Ordinary Resolution:

Item 1: To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.

Since, I am interested in Item No. 2 & Item no. 3 of the Notice I hereby request Mr. Subrata Kumar Dey to continue the proceedings of the AGM.

Subrata Dey: Thank you Mr. Arpit. So now we proceed further with Item No. 2.

Item 2: To appoint a Director in place of Mr. Arpit Khurana (DIN No. 03169762) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

Special Business Items

Item 3: To approve the re-appointment and remuneration of Mr. Arpit Khurana (DIN No. 03169762) as Whole Time Director of the Company.

To consider and if thought fit to pass with or without modification(s), the resolution as a Special Resolution:

Subrata Dey: Now I ask Mr. Arpit to further carry on the proceedings of the AGM.

Arpit: Thank you Mr. Subrata Dey. Now I proceed with the Item No. 4

Item 4: To Regularise the Appointment of Additional Director Mr. Rajat Raja Kothari (DIN: 09604960) as the Non- Executive Independent Director

To consider and if thought fit to pass with or without modification(s), the resolution as a Special Resolution:

Item 5: To Regularise the Appointment of Additional Director Mr. Rajesh Kumar Agrawal (DIN: 07195960) as the Non- Executive Independent Director

To consider and if thought fit to pass with or without modification(s), the resolution as a Special Resolution:

Since, I am interested in Item No. 6 of the Notice. I hereby request Mr. Subrata Kumar Dey to continue the proceedings of the AGM.

Subrata Dey: Thank you Mr. Arpit. So now we proceed further with Item No. 6.

Item 6: To approve Related Party Transactions

The list of related party transaction to enter into the contract(s), arrangements, agreements, and transactions in the ordinary course of business is placed in the Notice of the 21st AGM of the Company.

To consider and if thought fit to pass with or without modification(s), the resolution as a Ordinary Resolution:

Chairman:

QUESTION AND ANSWER SESSION

Now I invite the Speaker Shareholders to place their queries one by one When the name of the Speaker Shareholder will be announced the CDSL will unmute the respective shareholder

Speaker 1: Lata Negandhi

Speaker 2: Yogesh Vesvikar

Speaker 3: Bimal Kumar Agarwal

Speaker 4: Smita Bharat Shah

Speaker 5 : Bharat Mulchand Shah

Speaker 6: Lekha Satish Shah

Speaker 7: Satish Shah

Speaker 8: Prakashini Shenoy

Speaker 9: Rohinton Batiwala

Speaker 10: Jehangir Batiwala

Speaker 11: Supita Chakraborty

Speaker 12: Indrani Chakraborty

Speaker 13: Anil Parikh

Speaker 14: Parag Kachalia

Speaker 15: Naresh Kachalia

My sincere thanks to all shareholders, Board Members, for your cooperation for conducting this meeting in order.

There being no other item, I close the proceedings of meeting. The e-voting facility will remain open for next 15 minutes from close of meeting.

The remote e-voting and e-voting results along with Scrutinizer's Report will be notified to the Stock Exchanges (BSE Ltd and NSE Ltd) and also uploaded on the Company's website.

Stay Safe, Healthy and Take Care

Thank You.