

Ref: SEL/2024-25/052

May 30, 2024

To,
The Dy Gen Manager
Corporate Relationship Dept
BSE Limited
PJ Tower, Dalal Street,
Mumbai- 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051
Fax : 022-26598237-38

Equity Scrip Code:532710

Equity Scrip Name: SADBHAV

Sub: Report on Proceedings of Extra-Ordinary General Meeting ("EGM") No. 01/2024-25 of Sadbhav Engineering Limited (the Company) held on Thursday, May 30, 2024 at 3:30 P.M. through Video Conference ("VC") / Other Audio-Visual Means (OAVM") facility.

Dear Sir / Madam,

With reference to the above, We, Sadbhav Engineering Limited, wish to inform you that Extra-Ordinary General Meeting ("EGM") No. 01/2024-25 of the Company was held on Thursday, May 30, 2024 at 3:30 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OVM") facility.

Mr. Hardik Modi, Company Secretary of the Company welcomed all Members, Directors, Auditors, Key Managerial Personnel and Secretarial Auditor of the Company at the Extra-Ordinary General Meeting ("EGM") No. 01/2024-25 of the members of the Company. He also informed the members about the process to participate in the meeting and smooth conduct of EGM.

All Directors attended the meeting including Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee. Mr. Kaushik Patel, Partner of Manubhai & Shah LLP and Mr. Ravi Kapoor, Scrutinizer and Secretarial Auditor of the Company also joined the Meeting through Video Conferencing. It was confirmed that the meeting had the required quorum and the EGM to proceed. He further informed that the meeting was held through Video Conference ("VC") / Other Audio-Visual Means (OAVM") facility is provided in accordance with circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

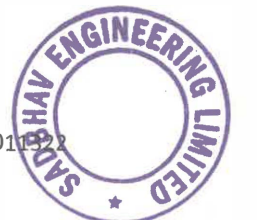
He informed the members that Mr. Shashin V. Patel, Chairman and Managing Director of the Company, would be the Chairman of this meeting.

The Company Secretary requested the Chairman to deliver his speech. The Chairman thereafter addressed the shareholders and gave his speech.

Sadbhav Engineering Limited

Regd Office: "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad – 380006

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With the permission of the Shareholders Notice convening this meeting was taken as read.

Further, Company Secretary informed that, the Company has provided e-voting facility to all its members to enable them to cast their vote electronically on the resolution mentioned in the EGM notice.

The e- Voting period commenced on Monday, 27th May, 2024 at 09.00 a.m. and ended on Wednesday, 29th May, 2024 at 05.00 p.m. The cut-off date for determining the members who may cast their vote electronically was Thursday, 23rd May, 2024. For those members who have not casted their vote through e-voting, can cast their vote during the course of the meeting through e-voting facility provided on CDSL e-voting website and the said facility is available for 30 minutes after the conclusion of Extra-Ordinary General Meeting.

Thereafter with the approval of Chairman of the meeting, the following businesses as mentioned in the notice of Extra-Ordinary General Meeting were conducted:

Item No. 1

Special Resolution for consideration and approval for Issuance of Equity Shares on a preferential basis (“Preferential Issue”) to the person belonging to promoter group for cash consideration.

Item No. 2

Special Resolution for consideration and approval of Issue of Warrants Convertible into equity on preferential basis to non-promoter entities for cash consideration.

Item No. 3

Special Resolution for consideration and approval of the divestment by the company of its shareholding and beneficial interest in its material subsidiary i.e. Sadbhav Gadag Highway Private Limited (“SGHPL”) and approve sale, disposal, and lease of assets having value exceeding 20% of the assets of SGHPL on an aggregate basis during a financial year pursuant to the provisions of SEBI (listing obligations and disclosure requirements) regulations, 2015.

Pursuant to the provisions of Section 109 of the Companies Act, 2013, Mr. Ravi Kapoor, Practicing Company Secretary has been appointed as Scrutinizer for conducting remote e-voting process and e-voting at the EGM. The results along with the scrutinizer’s report would be submitted to the stock exchanges (BSE and NSE) within two working days from the conclusion of the meeting also would be placed on the website of the Company.

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The Company Secretary requested the members registered as speakers to ask their queries. The questions / queries raised by Shareholders of the Company were addressed.

We sincerely appreciate the shareholders present at the meeting, for their continuous cooperation and for making this meeting successful.

As all the business of the meeting was completed, the Company Secretary with the permission of the Chairman, declared the meeting as concluded with vote of thanks.

The meeting commenced at 03:30 P.M and ended at 03:50 P.M.

Please take the same on record.

Thanking You,

Yours Faithfully,
For Sadbhav Engineering Limited

Shashin V. Patel
Chairman and Managing Director
DIN: 00048328

