



DUCON INFRA TECHNOLOGIES LIMITED

Regd. Office: Ducon House, Plot No. A/4, Road No.1, MIDC,
Wagle Industrial Estate, Thane (W) – 400 604. India
Tel. : 91-22-41122114, Fax 022 41122115 URL : www.duconinfra.co.in
Email: info@duconinfra.co.in, CIN No: **L72900MH2009PLC191412**

Date – 30th September, 2023

To

BSE Limited P. J. Towers, Dalal Street, Mumbai-400001. Script Code – 534674	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 Symbol - DUCON
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Dear Sir/Madam,

Sub: Proceeding of Fourteenth Annual General Meeting ('AGM') of Ducon Infratechnologies Limited

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of the 14th Annual General Meeting of the Company held through Video Conferencing on Saturday, 30th September, 2023 at 5.30 p.m. (IST) i.e. today for your ready reference.

Further note that Meeting has commence at 5.45 p.m. and concluded at 6.20 p.m.

Kindly take the same on records.

Thanking You,

Yours faithfully,

For Ducon Infratechnologies Limited

Darshit Parikh
Company Secretary

Encl: Copy as above

PROCEEDINGS OF FOURTEENTH ANNUAL GENERAL MEETING OF DUCON INFRA TECHNOLOGIES LIMITED

The 14th Annual General Meeting ('AGM') of Ducon Infratechnologies Limited ('the Company') was held on Saturday, 30th September, 2023 at 5.30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The Company, while conducting the Meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs ("MCA"); the Securities and Exchange Board of India ("SEBI").

In accordance with the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.

Directors Present through VC:

Sr. No.	Name of the Director & their designation
1.	Mr. Arun Govil, Chairman for the Meeting, Managing Director – attended from India
2.	Mr. Harish Shetty, Executive Whole Time Director and CFO – attended from Registered Office of the Company i.e. Thane, Mumbai
3.	Mr. Chandrasekhar Ganesan, Executive Whole Time Director – attended from Registered Office of the Company i.e. Thane, Mumbai
4.	Mr. Prakash Vaghela, Non-Executive, Independent Director – attended from Mumbai (Chairman of Nomination & Remuneration Committee and Corporate Social Responsibility Committee)
5.	Ms. Ratna Jhaveri, Non-Executive, Independent Director – attended from Mumbai (Chairperson of Audit Committee and Stakeholder Relationship Committee)
6.	Ms. Apeksha Agiwal, Non-Executive, Independent Director – attended from Udaipur (Raj.)
7.	Mr. Maruti Deore, Non-Executive, Non-Independent Director – attended from Mumbai

In attendance through VC:

Mr. Darshit Parikh, Company Secretary & Compliance Officer – attended from Mumbai

By Invitation through VC:

Mr. Hitesh Shah – M/s. Hitesh Shah & Associates, Statutory Auditors

Mr. Gaurang Shah – Secretarial Auditor

Ms. Shruti Shah – Practising Company Secretary, Scrutiniser

Mr. Arun Govil, Managing Director of the Company, being appointed as Chairman for the meeting, chaired the 14th Annual General Meeting.

The number of shareholders as on record date i.e. 23rd September, 2023 was 47525

The requisite quorum being present at 5.45 p.m., the meeting was called to order by the Company Secretary. Thereafter, the Directors and the Company Secretary introduced themselves. Leave of absence was granted to Mr. Jinesh Shah, Non Executive and Independent Director due to his prior work

commitments. The Chairman confirmed the presence of Statutory Auditor, Secretarial Auditor and Scrutinizer for the remote e-voting and e-voting at the AGM.

Company had provided the facility to the members to cast their vote through remote e-voting which commenced on Wednesday, 27th September, 2023 (9.00 a.m. IST) and ended on Friday, 29th September, 2023 (5.00 p.m. IST). During this period, all the members of the Company, holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Saturday, 23rd September, 2023 had the opportunity to cast their votes electronically. The members were informed that the facility for voting through e-voting system provided by NSDL was made available during the AGM and till fifteen minutes after completion of AGM for members who had not cast their vote prior to the meeting.

The Company Secretary informed the Members the regulatory aspects relating to participation at the AGM through VC.

He informed that the Statutory Registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice had been kept open for electronic inspection by the members during the AGM.

Number of shareholders were present in the meeting via video conference is 31.

Mr. Arun Govil, Managing Director of the Company delivered his speech to shareholders highlighting inter-alia the prevailing global and India economy scenario and progress of the Company.

Thereafter Mr. Darshit Parikh, Company Secretary declared that the Notice convening the 14th AGM alongwith Directors Report and the Financial Statements for the financial year ended 31st March, 2023, sent through electronic mode to the Members had been taken as read. The Auditor's Report was taken as read since there were no observations/qualifications. Further, Mr. Darshit Parikh read the following observation which was mentioned in Secretarial Audit Report:

The Company had received Fine notice from National Stock Exchange of India Limited and BSE Limited on 27th April, 2022 regarding levitation of fine of Rs.80,000/- (including GST) per exchange for delay of 4 day in completion of Bonus Issue pursuant to Non-Compliance under Regulation 295 of SEBI (ICDR) Regulations, 2018. The Company had paid Rs. 80000 (plus GST) on 25th April, 2022 and 27th April, 2022. The Company has filed for waiver application to both the exchange and are awaiting their reply. The Company has also given confirmation to the stock exchange that such type of non-compliance will not occur in future.

The Company had appointed Ms. Shruti H. Shah, Practicing Company Secretary (FCS-8852) as the Scrutinizer for the purpose of scrutinizing Remote E-voting and E-voting done at the AGM in a fair and transparent manner.

The following items of business, as per the Notice of AGM dated 28th August, 2023, were put to vote through remote e-voting and e-voting at the AGM:

Sr. No.	Particulars	Type of Resolution
	Ordinary Business	
1.	Adoption of audited Standalone and Consolidated Financial statements of the Company for the Financial year ended 31 st March, 2023, and the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Appointment of Director in place of Mr. Chandrasekhar Ganesan (DIN: 07144708), who retires from the office of director by rotation and being eligible, offers himself for re-appointment.	Ordinary



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	Special Business	
3.	Appointment of Ms. Apeksha Agiwal (DIN: 10083559) as an Independent Director of the Company.	Special
4.	Approval for waiver of recovery of excess managerial remuneration paid to Mr. Harish Shetty (DIN-07144684), Executive Whole Time Director and Chief Financial Officer of the Company for Financial Year ended 31 st March, 2022 and 31 st March, 2023.	Special
5.	Approval for waiver of recovery of excess managerial remuneration paid to Mr. Chandrasekhar Ganesan (DIN-07144708), Executive Whole Time Director of the Company for Financial Year ended 31 st March, 2022 and 31 st March, 2023.	Special
6.	Approval for revision of Remuneration of Mr. Harish Shetty (DIN: 07144684), Executive Whole Time director and Chief Financial Officer of the Company.	Special

Thereafter, the stage was opened for the members who had registered themselves as speaker shareholders to ask questions or express their views through VC. The Chairman, & Mr. Harish Shetty, Executive Whole Time Directors & CFO responded to the queries of the members and provided the necessary clarifications.

Thereafter, the Company Secretary announced for voting to be taken electronically (e-voting).

The Company Secretary announced that the e-voting results along with the Consolidated Scrutinizer's report shall be announced at the Registered office of the Company and the same will be displayed on the website of the Company www.duconinfra.co.in The Chairman also informed that the voting results would also be intimated to BSE India Limited and National Stock Exchange Limited.

The Company Secretary thanked the Members present through VC and concluded the AGM at 6.20 p.m. after being open for 15 minutes for e-voting to be completed.

Mr. Darshit Parikh informed the members that post completion of the Annual General Meeting, after scrutiny of remote e-voting and e-voting at the AGM votes, the Scrutinizer will submit her Report. The same shall be submitted to BSE India Limited and National Stock Exchange of India Limited, uploaded on the website of the Company and on the website of the NSDL, the e-voting agency at www.evotingnsdl.co.in.

For Ducon Infratechnologies Limited

Arun Govil
Managing Director
DIN: 01914619