



Kridhan Infra Limited

Date: 9th September, 2023

To, The Manager, Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 533482	The Manager, Listing Compliance National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Symbol: KRIDHANINF
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Dear Sir/Madam,

Ref.: Company Code: BSE - 533482, NSE Symbol: KRIDHANINF

Sub: Submission of notice of the 17th Annual General Meeting to be held on 30th September, 2023 through VC / OAVM

Pursuant to the provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, we hereby inform you that the 17th Annual General Meeting of the Members of our Company is scheduled to be held on Saturday, 30th September, 2023 at 4:00 p.m. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM). Pursuant to the Circulars issued by the Ministry of Corporate Affairs Circular dated General Circular No. 10/2022 dated December 28, 2022 read with General Circular No. 2/2022 dated May 05, 2022, General Circular No. 02/2021 January 13, 2021, General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 05, 2020 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India („SEBI“) circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 read with Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/ 2020/79 dated May 12, 2020 (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report for the financial year 2022-23 has been sent to the Members only through electronic mode to those Members whose email addresses are registered with the Company/R&TA/ Depositories.

The Notice of AGM for Financial Year 2022-23 is enclosed herewith. Further, notice of the said AGM is also available on Company's website at www.kridhan.com

Please take the same on your record and display on your website.

Thanking You.
For Kridhan Infra Limited

Gautam Joginderlal Suri
Director
DIN No.: 08180233
Place: Mumbai
Encl: As above



Kridhan Infra Limited

CIN: L27100MH2006PLC160602

Registered Office: 203, Joshi Chambers, Ahmedabad Street, Carnac Bunder, Masjid (East), Mumbai 400009.

Email: investor@kridhan.com, Website: www.kridhan.com, Tel: +91-22-40151523

To,
The Members

KRIDHAN INFRA LIMITED,

NOTICE is hereby given that the 17th Annual General Meeting of KRIDHAN INFRA LIMITED will be held on Saturday, September 30, 2023 at 4:00 p.m. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") which will be deemed to be held at the Corporate Office of the Company to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2023, the Change in Equity, Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of the Board and Auditors thereon.
2. To appoint a Director in place of Mr. Gautam Joginderlal Suri (DIN: 08180233), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 (the Act) and who is not disqualified to become Director under the Act and being eligible, offers herself for re-appointment.
3. Appointment of M/s B.R. Kotecha & Co., Chartered Accountants (Firm Registration No. 105532W) as the Statutory Auditors of the Company for a term of 5 years:

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

"RESOLVED THAT pursuant to provisions of Sections 139, 142 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and all other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to recommendations of the Audit Committee and Board of Directors, B.R. Kotecha & Co., Chartered Accountants (Firm Registration No. 105532W), be and are hereby appointed as the 1 Statutory

Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this 17th Annual General Meeting till the conclusion of the 22nd Annual General Meeting, at a remuneration as may be mutually agreed to, between the Board of Directors and auditor, plus applicable taxes, out-of-pocket expenses, travelling and other expenses (if any), in connection with the work of audit to be carried out by them.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:

4. Appointment of M/s B.R. Kotecha & Co., Chartered Accountants (Firm Registration No. 105532W) as the Statutory Auditors to fill the casual vacancy caused by resignation of M/s. Bagaria & Co.LLP, Chartered Accountants:

To consider and, if thought fit, to pass, the following resolution(s) as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and all other applicable provisions, if any, (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) and pursuant to recommendation(s) of the Audit Committee and Board of Directors, B.R. Kotecha & Co., Chartered Accountants (Firm Registration No. 105532W), be and are hereby appointed as Statutory Auditors of the Company from September 6, 2023, until the conclusion of this 17th Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s. Bagaria & Co. LLP, Chartered Accountants (Firm Registration No. 105532W) at a remuneration as may be mutually agreed to, between the Board of Directors and auditors plus applicable taxes, out-of-pocket expenses, travelling and other expenses (if any), in connection with the work of audit to be carried out by them.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. Appointment of Mr. Rishi Raj (DIN: 06683367) as Director of the Company:

To consider and, if thought fit, to pass, the following resolution(s) as an Ordinary Resolution:

“**RESOLVED THAT** Mr. Rishi Raj (DIN: 06683367), who was appointed as an Additional Director who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 (the “Act”) with effect from September 7, 2023 and who is eligible for appointment and has consented to act as Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

By Order of the Board of Directors,
For Kridhan Infra Limited

Anil Agrawal

Chairman & Non Executive Director
DIN: 00360114

Date: September 9, 2023
Place: Mumbai

REGISTERED OFFICE 203, Joshi Chambers, Ahmedabad Street,
Carnac Bunder, Masjid (East), Mumbai 400009.
Tel. No.: +91-22-240151523
E-mail: investor@kridhan.com, Website: www.kridhan.com
CIN: L27100MH2006PLC160602

**Notes:**

1. The Ministry of Corporate Affairs ('MCA'), Government of India ("MCA") vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, followed by General Circular No 20/2020 dated May 05, 2020 and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 ("MCA Circulars") allowed, inter-alia, conduct of AGMs through Video Conferencing/ Other AudioVisual Means ("VC/OAVM") facility on or before September 30, 2023. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ("Listing Regulations"). In compliance with the provisions of the Companies Act, 2013 read with MCA Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 17th AGM of the Company will be held through VC/OAVM, which does not require physical presence of members at a common venue.

In compliance with the provisions of the Act read with MCA Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the AGM of the Company will be held through VC/OAVM. The deemed venue for the 17th AGM shall be the Registered Office of the Company i.e 203, Joshi Chambers, Ahmedabad Street, Carnac Bunder, Masjid (East), Mumbai 400009, Maharashtra, India.

2. For the purpose of recording the proceedings, the AGM will be deemed to be held at the registered office of the Company. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto. Also, the Members are requested to attend the AGM from their respective locations by VC / OAVM and do not visit the registered office to attend the AGM
3. In line with the MCA Circulars, the Notice calling the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose E-mail addresses are registered with the Company/Depositories and has been uploaded on the website of the Company at www.mangalamdrugs.com. The Notice can also be accessed from the websites of CDSL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com. Printed copy of the Annual Report (including the Notice) is

not being sent to the Members in view of the MCA Circulars and SEBI Circulars.

4. All documents referred to in the Notice as available for inspection will be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of the AGM i.e. 30th September, 2023. Members seeking to inspect the documents can send an email to cs@kridhan.com.
5. The Company's Registrar & Share Transfer Agents are Bigshare Services Pvt. Ltd. 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400 059 Tel: 022 6263 8200.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, September 24, 2023 to Saturday, September, 30, 2023, both days inclusive, for taking record of the Members of the Company for the purpose of AGM for the financial year 2022-23.
7. Members who have not encashed/received the dividend warrants so far in respect of the below mentioned periods, are requested to make their claim to the R &TA well in advance before due dates. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Funds (IEPF). Pursuant to the provisions of Section 124(2) of the Act read with the Rules made thereunder, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on its website: www.kridhan.com and also on the website of the Ministry of Corporate Affairs.

Dividend	Date of declaration of Dividend	Due date for transfer to IEPF
2014-15(Final)	29.09.2015	09.11.2022
2015-16 (Final)	30.09.2016	10.11.2023
2016-17(Final)	29.09.2017	09.11.2024
2017-18(Final)	28.09.2018	08.11.2025

8. Pursuant to the applicable provisions of the Act read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the shares in respect of which dividend has not been paid or claimed by the Members for seven consecutive years or more shall also be transferred to the demat account created by the IEPF Authority. During the current financial year 1st Interim Dividend for the financial year 2013-14 declared in the Board Meeting dated November 28,

2013 and 1st final Dividend for the financial year 2013-14 declared in the Board Meeting dated September 27, 2014 is due to be transferred in IEPF as seven years will be completed from the date of transfer of amount to Unpaid Dividend Account. The Members whose dividend/Shares, if transferred to the IEPF Authority, can claim the same from the Authority by following the procedure as detailed on the website of IEPF Authority <http://www.iepf.gov.in/IEPF/refund.html>. Further, as per the IEPF Rules the Members/Claimants can file only one consolidated claim in a financial year from a Company.

9. The relevant details, pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment or approval for payment of remuneration at this AGM are annexed to the Notice and forms part of the Explanatory Statement.
10. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code etc., to their DPs in case the shares are held by them in electronic form and to R&TA in case shares are held by them in physical form.
11. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. The members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Members will be able to view the proceedings on e-voting website of Central Depository Services (India) Limited ('CDSL') at www.evotingindia.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Board Committees, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
13. In line with the General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 20/2020 dated May 5, 2020, issued by the MCA and the SEBI Circular, the latest being 10/2022 dated December 28, 2022 ("MCA Circulars") allowed, inter-alia, conduct of AGMs through Video Conferencing/ Other AudioVisual Means ("VC/ OAVM") facility on or before September 30, 2023, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. The Notice of AGM and Annual Report 2022-23 are available on the Company's website viz. www.kridhan.com and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also on the website of CDSL (agency for providing the Remote e-Voting facility) at www.evotingindia.com.
14. In terms of Section 72 of the Act read with the applicable Rules made under the Act, every holder of shares in the Company may at any time nominate, in the prescribed manner (Form No. SH-13), a person to whom his/her shares in the Company shall vest, in the event of his/her death. Nomination Form can be obtained from the R & TA. The duly filled in Nomination Form shall be sent to R & TA at the above mentioned address by the Members holding shares in physical mode. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
15. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
16. Members who are holding Shares in identical order of names in more than one Folio, are requested to apply to the R & TA along with the relevant Share Certificates for consolidation of such Folios in one Folio.
17. Members desiring any information pertaining to the Financial Statement or any matter to be placed at the AGM, are requested to write to the Company at investor@kridhan.com on or before September 23, 2023 through your registered email address so as to enable the Management to reply at the AGM.
18. Electronic copies of all the documents referred to in the accompanying Notice of the AGM shall be made available



for inspection electronically without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. till September 30, 2023. Members seeking to inspect such documents can send an email to investor@kridhan.com. During the 17th AGM also, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act.

19. As per Regulation 40 of Listing Regulations, as amended, securities of Listed Companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
20. The Company has made special arrangement with the RTA and NSDL for registration of e-mail addresses in terms of the MCA Circulars for Members who wish to receive the Annual Report along with the AGM Notice electronically and to cast the vote electronically. In order to register the email id for receiving the Notice of 17thAGM and Annual Report through email please visit the link RTA website and provide the requisite information and attach requisite documents. The system will then confirm the e-mail address for the limited purpose of servicing the Notice of this AGM along with the Annual Report 2022-23.
21. Voting through Electronic Means:
 - a) In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies(Management and Administration) Rules, 2014 (as amended), Regulation 44 of the Listing Regulations, as amended, MCA Circulars and the SEBI Circular, the Company is providing its Members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means(by using the electronic voting system provided by CDSL) either by (a) remote e-voting prior to the AGM(as explained at 'clause d' herein below) or (b) remote e-voting during the AGM (as explained at 'clause e' below) Instructions for Members for attending the AGM through VC/OAVM are explained at 'clause f' below.
 - b) Subject to the applicable provisions of the Act read with the Rules made there under (as amended), the voting rights of the Members shall be in proportion

to their shares of the paid up equity share capital of the Company as on the cut-off date for the purpose of remote e-voting, being Friday, September 22, 2023. Members are eligible to cast vote only if they are holding shares on Friday, September 22, 2023.

- c) The remote e-voting period will commence at 09:00 a.m. (IST) on Wednesday, September 27, 2023 and will end at 05:00 p.m. (IST) on Friday, September 29, 2023. During this period, the Members of the Company holding shares in physical form or in dematerialized form as on cut-off date may cast their vote through remote e-voting. The remote e-voting module shall be blocked/disabled for voting thereafter.
- d) Instructions for remote e-voting prior to the AGM:

The voting period begins on Wednesday, September 27, 2023 at 09:00 a.m. (IST) and ends on Friday, September 29, 2023 at 05:00 p.m. (IST). Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. Friday, September 22, 2023, may obtain the login ID and password by sending a request at RTA email. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

PROCEDURE/ INSTRUCTIONS FOR E-VOTING ARE AS UNDER:

I. In case of members receiving e-mail:

- a) Open e-mail
- b) Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com
- c) Now click on "Shareholders" tab
- d) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- e) Now Enter your User ID
 - i. For CDSL: 16 digits beneficiary ID
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.

Next enter the Image Verification as displayed and Click on Login. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

f) If you are a first time user follow the steps given below:

For Members holding shares in Demat and Physical form

PAN	<ul style="list-style-type: none"> Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat Account/folio number in the PAN Field.
	<ul style="list-style-type: none"> In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the number of shares held by you as on the cut-off date in the Dividend Bank details field.</p>

g) After entering these details appropriately, click on "SUBMIT" tab.

h) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach

'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be used also by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- i) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- j) Click on the EVSN i.e. 220903040 for "Kridhan Infra Limited" for the relevant <Company Name> on which you choose to vote.
- k) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- l) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- m) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- n) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- p) If Demat account holder has forgotten the changed password, then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
 - Non-Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evotingindia.com and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk www.evotingindia.com.



- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- In case you have any queries regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk@www.evotingindia.com.

II. In case of members receiving the physical copy:

Please follow all steps from Sr. No. b) to Sr. No. p) above to cast vote.

III. Other Instructions

- a) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
 - b) In case of any queries you may refer the Frequently Asked Questions (FAQ's) for shareholders and e-voting user manual for shareholders available at the Downloads section of www.evoting.cdsl.com.
 - c) If you are already registered with CDSL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
 - d) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 - e) The e-voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) Saturday, September 23, 2022.
22. Mr. Rinkesh Gala, Proprietor of Rinkesh Gala & Associates, Practicing Company Secretary (Membership No.

ACS42486) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent Manner.

23. The Scrutinizers shall immediately, after the conclusion of voting at the AGM, first count the votes cast during the meeting and thereafter unblock the votes cast through remote e-voting and make, within 48 hours from the conclusion of the meeting, a Consolidated Scrutinizer's Report of the total votes cast in favor or against of the resolutions transacted in the AGM and submit forthwith the same to the Chairman of the Company or a person authorised by him in writing who shall countersign the same.
24. The Chairman or the authorised person shall declare the results of the voting forthwith and the results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. www.kridhan.com and on the website of CDSL i.e. <https://www.evotingindia.com>. The Company shall also simultaneously forward the results to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), where the shares of the Company are listed.
25. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the 17th AGM i.e. Saturday, September 30, 2023.

By Order of the Board of Directors,
For Kridhan Infra Limited

Anil Agrawal

Chairman & Non Executive Director

DIN: 00360114

Date: September 9, 2023

Place: Mumbai

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

M/s. Bagaria & Co., Chartered Accountants (Firm Registration No.113447W/W-100019) have issued their limited review report on the Company's results for the quarter ended June 30, 2023 in compliance with the SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019. Their intention to step down as Statutory Auditors of the Company was received on September 6, 2023 and was duly placed before the Audit Committee and Board of Directors of the Company at their meetings held on September 7, 2023. M/s. Bagaria & Co., have confirmed to the Chairman of the Audit Committee that there were no other misgivings or reasons for resigning other than the commercial reasons. The members of the Audit Committee have taken into account the experience and expertise of B.R. Kotecha & Co., Chartered Accountants (Firm Registration No. 105532W) and recommended them to the Board for appointment to fill casual vacancy caused by resignation of M/s Bagaria & Co., w.e.f. September 6, 2023 until the conclusion of this 17th Annual General Meeting of the Company. In view of the above, pursuant to the provisions of Section 139 of the Companies Act, 2013 ("the Act"), the Board of Directors of the Company, on the recommendations of the Audit Committee, at their meeting held on September 7, 2023 approved the appointment of B.R. Kotecha & Co., Chartered Accountants (Firm Registration No. 105532W) as the Statutory Auditors of the Company w.e.f. September 7, 2023, to fill the casual vacancy caused by the resignation of M/s Bagaria & Co., till the conclusion of this 17th Annual General Meeting of the Company, subject to the approval of the shareholders at such remuneration plus out of pocket expenses and applicable taxes, as may be mutually agreed between the Board of Directors of the Company and the Auditors. B.R. Kotecha & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with the requisite confirmation that, their appointment, if made by the shareholders, will be within the limits prescribed under the Act. B.R. Kotecha & Co., Chartered Accountants (Firm Registration No. 105532W) is an Audit, Taxation and Consulting Firm with office in Mumbai. They offers services ranging from Auditing, Consulting, Taxation, and Accounting. Accordingly, consent of the members is being sought for appointment of Statutory Auditors in a casual vacancy as per the proposal contained in the Resolution set out at item no. 4 of accompanying Notice.

None of the Directors / Key Managerial Personnel of the Company/ their relatives is, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolutions set out at

Item No. 4 of the Notice. The Board recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for the approval of the Members.

Item No.5

Mr. Rishi Raj was appointed as Additional Director with effect from September 7, 2023, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mr. Rishi Raj on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No 5 for approval by the members of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives himself, in any way concerned or interested, in the said resolution. The board recommends the said resolution to be passed as an ordinary resolution.

By Order of the Board of Directors,
For Kridhan Infra Limited

Anil Agrawal

Chairman & Non Executive Director
DIN: 00360114

Date: September 9, 2023
Place: Mumbai

**Details as required to be furnished under the Secretarial Standard-2 para 1.2.5 and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Name of the Director	Mr. Rishi Raj
DIN	06683367
Date of Birth	15/06/1986
Age	36 years
Qualifications	MSc in Maths, Post-Graduation Diploma holder in Materials Management and MBA.
Nationality	Indian
Experience	11 years of experience in in Marketing, Inventory Management and Cost control measures.
Terms and conditions of appointment/reappointment	NA
Details of remuneration sought to be paid	Rs 20 lakhs p.a.
Date of first appointment on the Board	07/09/2023
Shareholding in the Company	NIL
List of Directorships held in other Companies	1) Kridhan Petrochemicals Pvt Ltd 2) Krish Steel & Trading Pvt Ltd
Committee Membership in other Company	NIL