

Date: 13.12.2024

**The Secretary**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001.  
Scrip Code: 533152

**The Manager**  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block "G"  
5<sup>th</sup> floor, Bandra Kurla Complex,  
Bandra East, Mumbai- 400051.  
Symbol: MBLINFRA

Sir,

**Sub: Outcome of the Board Meeting**

Please note that the Board of Directors of the Company in its meeting held today on 13<sup>th</sup> December 2024 has, inter-alia,:

- (i) Considered and approved amendments in Capital Clause of Memorandum of Association of the Company by increase in Authorised Share Capital of the Company from existing Authorised Capital of Rs. 140,00,00,000 divided into 14,00,00,000 Equity Shares of Rs. 10 each to Rs. 160,00,00,000 divided into 16,00,00,000 Equity Shares of Rs. 10 each, subject to approval of Shareholders and such other approvals/permissions as may be required in connection thereof.
- (ii) Considered issuance of Equity Shares of face value of Rs 10 each of the Company on preferential basis to unsecured creditors upon conversion of unsecured loans aggregating to Rs. 16,95,30,805/- (exact number of equity shares to be rounded off to the lower whole number calculated as per the issue price) at a price to be determined in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, subject to approval of Shareholders, Stock Exchanges and such other approvals/permissions as may be required in connection thereof.

The Board also approved constitution of 'Preferential Issue Committee', inter-alia, to finalize the relevant date, ascertaining and finalizing the Issue price, approval of notice for seeking shareholders consent, to deal/reply with the queries of Stock Exchanges etc and such other matter, things as may be required in connection with preferential issuance of equity shares of the Company under SEBI Regulations and /or Companies Act, 2013

Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, with respect to this Preferential Issue is enclosed *as Annexure-1*.

- (iii) Considered and approved the request received on 09.12.2024 from Ms. Jyoti Mundra, 'Entity forming part of Promoter Group'/'Promoter & Promoter Group' of the Company, seeking reclassification of her shareholding from 'Promoter & Promoter Group' category to 'Public' category, subject to approval of Shareholders, Stock Exchanges and such other approvals/permissions as may be required in connection thereof.

**MBL Infrastructure Ltd.**

(Formerly MBL Infrastructures Ltd.)

Registered & Corporate Office : Baani Corporate One, Suite no. 308, 3rd Floor, Plot No. 5, Commercial Centre, Jasola, New Delhi-110 025  
Tel. : +91-11-48593300 - 10, Email : delhi@mblinfra.com Website : www.mblinfra.com, CIN-L27109DL1995PLC338407





Please find enclosed extract of Minutes of Meeting of the Board of Directors held on 13<sup>th</sup> December, 2024 as **Annexure-2**.

The meeting commenced at 3:30 p.m. and concluded at 6.05 p.m.

This may be treated as compliance with the Regulation 30 & Regulation 31A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Thanking you,  
Yours faithfully,  
For MBL Infrastructure Ltd.  
(Anubhav Maneshwari)  
Company Secretary

Encl: a/a

## **MBL Infrastructure Ltd.**

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Creating Highway to Success

Annexure-1

1	Type of Securities proposed to be issued	Equity Shares
2	Type of issuance	Preferential Issue
3	Total number of securities proposed to be issued or the total amount for which the securities to be issued	Rs. 16,95,30,805/- (exact number of equity shares to be rounded off to the lower whole number calculated as per the issue price)
4	Name of the Investors/unsecured creditors	Enclosed as Annexure-A
5	Issue Price	To be determined in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018
6	In case of convertibles, Intimation on conversion of securities or on lapse of the tenure of the instrument.	Not Applicable
7	Nature of Consideration (Whether cash or consideration other than cash)	Cash



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Creating Highway to Success

Name of the Investors/unsecured creditors

Annexure-A

S No.	Name	Amount (in Rs.)
1	Patni Resources Pvt. Ltd.	42,64,842
2	Deva Lease & Finance Private Limited	81,69,685
3	Purushottam Exports Pvt. Ltd	61,27,262
4	Oarsman Credit Private Limited	1,39,58,190
5	Kunal Finance & Credit Pvt. Ltd.	79,76,109
6	A.T.O.(I) Limited	39,88,056
7	Sanmati Printers Pvt. Ltd.	17,05,938
8	Kallinga Pellets Pvt Ltd	47,74,234
9	Bamalwa Finance Private Limited	44,00,299
10	Accordion Properties Pvt. Ltd.	42,86,381
11	Kaveri Impex Pvt. Ltd	42,62,709
12	Aakarshan Housing Private Limited	24,72,372
13	Rotex Intertrade Pvt. Ltd.	1,82,83,816
14	SK Dudhoria Holdings Pvt. Ltd	1,27,88,126
15	Mayank Fincom Limited	91,50,826
16	Dhanvirdhi Consultants Pvt. Ltd	87,47,336
17	Gunjan Vincom Pvt. Ltd	85,72,761
18	Mayank Global Finance Limited- Loan	76,19,126
19	Rajasthan Pipes Pvt. Ltd	45,03,859
20	Deepmala Vyapaar Pvt. Ltd.	44,32,846
21	Ebony Impex Pvt. Ltd.	43,18,928
22	Jalan Projects & Merchants Pvt. Ltd	25,98,459
23	J V & Sons Pvt. Ltd.	22,00,148
24	Appear Commotrade Pvt. Ltd	21,92,012
25	Nemsagar Resources Pvt. Ltd	21,63,902
26	Nalikul Private Limited	21,32,421
27	Ajanta Vinimay Pvt. Ltd	21,31,354
28	CMS Finvest Ltd.	21,31,354
29	Feedback Vyapaar Pvt. Ltd.	21,31,354
30	Bhauwala Consultancy Pvt. Ltd	20,46,100
31	Sarita Jain	50,00,000
<b>Total</b>		<b>16,95,30,805</b>



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Annexure-2

CERTIFIED TRUE COPY OF THE EXTRACT OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON FRIDAY, 13<sup>TH</sup> DECEMBER 2024

TO CONSIDER AND APPROVE REQUEST FOR RE-CLASSIFICATION OF 'ENTITY FORMING PART OF PROMOTER GROUP' CATEGORY TO 'PUBLIC' CATEGORY

The Board of Directors ("Board") noted that the Company had received request letter dated 09.12.2024, circulated earlier and taken as deemed placed, from Ms. Jyoti Mundra, seeking re-classification of her shareholding from the person belonging to "Entity forming part of Promoter Group"/ "Promoter & Promoter Group" Category to "Public" Category under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Company had intimated about the request letter received for re-classification to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (hereinafter collectively referred to as "Stock Exchanges") on 10.12.2024.

The Board further noted that the Company is compliant with the requirements for Minimum Public Shareholding as required under Regulation 38 of Listing Regulations and the proposed re-classification is not being initiated for achieving the Minimum Public Shareholding. The trading in the shares of the Company has not been suspended by the Stock Exchanges.

The Board noted that Ms. Jyoti Mundra vide letter dated 09.12.2024 had confirmed that neither she nor any person related to her :

- (a) hold more than ten percent of the total voting rights in the Company;
- (b) exercise control over the affairs of the Company whether directly or indirectly.
- (c) have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- (d) represent on the Board of Directors of the Company (including through nominee director);
- (e) act as a key managerial person in the Company.
- (f) are classified as 'wilful defaulter' as per the Reserve Bank of India Guidelines; and
- (g) are categorized as fugitive economic offender.

The Board also noted that Ms. Jyoti Mundra has undertaken in her request letter dated 09.12.2024 to comply with the following, failing which, she shall be automatically be re-classified as 'Promoter & Promoter Group' of the Company:

- (i) with the conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31 A (3) of the SEBI LODR Regulations at all times from the date of re-classification and

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- (ii) with the conditions mentioned at sub-clauses (iv) and (v) of clause (b) of Regulation 31 A (3) of the SEBI LODR Regulations for a period of not less than three years from the date of such re-classification.

The Board was apprised that Ms. Jyoti Mundra is satisfying all the conditions specified in Regulations 31A (3)(b) of SEBI (LODR) Regulations, 2015.

Accordingly, on the basis of rationale and confirmation provided by Ms Jyoti Mundra and in terms of the provisions of the Regulations 31A of Listing Regulations, the Board was of the view that the request of Ms. Jyoti Mundra seeking re-classification from 'Promoter & Promoter Group' category to 'Public' category, be accepted and approved by the Board, subject to approval of the Shareholders and Stock Exchanges and/or such other approvals as may be required in connection thereof.

After discussion and deliberations, the following resolution was passed unanimously-

"RESOLVED THAT pursuant to the rationale and confirmation provided by Ms Jyoti Mundra vide her letter dated 09.12.2024, circulated earlier and taken as deemed placed and in terms of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), and satisfaction of all conditions specified in Regulations 31A(3)(b) of Listing Regulations by Ms. Jyoti Mundra, approval of the Board of Directors of the Company be and is hereby accorded to approve the request received from Ms. Jyoti Mundra seeking re- classification from 'Promoter & Promoter Group' category to 'Public' category shareholder of the Company, subject to the approval of the shareholders and Stock Exchanges and/or such other approval, if any, as may be required in this regard,

RESOLVED FURTHER THAT Mr Anjaneer Kumar Lakhotia, Chairman & Managing Director or Company Secretary of the Company be and is hereby authorised to sign, execute and submit necessary applications, notice, documents, papers etc and to do all such acts, deeds and things as may be necessary, proper, or expedient to seek approval of the shareholders of the Company, Stock Exchanges and such other approvals, permissions as may be required and to do all such acts, deeds and things as may be necessary, proper, or expedient to give effect to the said resolution".

Certified True Copy

For MBL Infrastructure Ltd

(Anubhav Maheshwari)

Company Secretary



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