



**NILA
INFRASTRUCTURES
LIMITED**

Nila/Cs/2020/102
Date: September 25, 2020

To,
The Department of Corporate Services
BSE Limited
PhirozeeJeejeebhoy Tower
Dalal Street Fort
Mumbai - 400 001

To,
The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
BandraKurla Complex, Bandra (E)
Mumbai - 400 051

Scrip Code: 530377

Scrip Symbol: NILAINFRA

Dear Sir,

Sub: Proceeding of 30th Annual General Meeting

**Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015**

The 30th Annual General Meeting (AGM) of the Company was held on September 25, 2020 at 11:00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the business as set out in the Notice of the said meeting dated August 14, 2020.

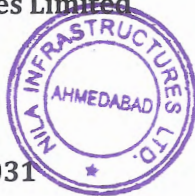
In this regard please find enclosed herewith summary of proceedings of the AGM of the Company and Disclosures as required under Regulation 30(2) read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Voting Results as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 shall be submitted in due course.

Kindly take the above on your record.

Thanking You,
Yours Faithfully,
For, Nila Infrastructures Limited


Dipen Y Parikh
Company Secretary
Membership No.: A24031



Encl: a/a

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1st floor, Sambhaav House
Opp. Chief Justice's Bungalow
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e-mail: info@nilainfra.com

CIN : L45201GJ1990PLC013417

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Summary of Proceedings of the 30th Annual General Meeting of Nila Infrastructures Limited

The 30th Annual General Meeting ("AGM") of the Members of Nila Infrastructures Limited ("the Company") was convened at 11:00 a.m. on Friday, September 25, 2020 through Video Conferencing /Other Audio Visual Means ("VC/OAVM"). The meeting was held in compliance with the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Mr. Manoj B Vadodaria, Chairman & Managing Director of the Company, chaired the Meeting at 11:00 a.m. Upon ensuring requisite quorum, the Company Secretary on behalf of the Chairman declared the meeting in order. Total 47 Members were present through VC/OAVM at the Meeting including 10 members of promoter and promoter group.

It was thereafter announced that all the members of the Board of Directors were present through VC/OAVM except Mr. Kiran B Vadodaria – Non Executive Director who has conveyed his inability to attend the meeting on account of unavoidable circumstances.

It was also announced that the Chairman of the audit committee, and nomination & remuneration committee were present. Ms. Foram Mehta was elected as the Chairman of the stakeholders' relationship committee in absence of the regular chairman Mr. Kiran Vadodaria.

Having introduced the members of Board, KMP and other invitees including auditors and the scrutinizer; the Company Secretary of the Company briefed several general instructions relevant for the participation and e-voting during the AGM through video conferencing.

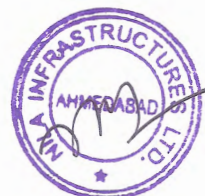
Thereafter a brief speech on the operations and affairs of the Company was given to the members.

The Company Secretary then informed the members that the Notice convening the 30th AGM and annual report for the financial year 2019-20, was dispatched to all the Members on their registered email and with the permission of the Chairman and members was taken as read.

It was thereafter declared that the following seven resolutions as set out in Notice of 30th AGM have been proposed.

Ordinary business:-

1. To receive, consider and adopt the audited financial statements of the Company on standalone and consolidated basis for the financial year ended on 31 March 2020 and the reports of the auditors and directors thereon.
2. To appoint a director in place of Mr. Dilip D. Patel (DIN:01523277), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. To ratify & appoint the Statutory Auditors and to determine their remuneration.



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Special business:-

4. To ratify the remuneration of Cost Auditor of the Company M/s Dalwadi & Associates. *(Ordinary Resolution)*
5. Approval to continuation of directorship of Mr. Dilip D. Patel (DIN: 01523277), Director in terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. *(Special Resolution)*
6. To re-appoint Ms. Foram B. Mehta (DIN: 07140346), as an Independent Director of the Company for further period of 5 (Five) years. *(Special Resolution)*
7. To approve remuneration to Mr. Kiran B. Vadodaria (DIN: 00092067), Non-Executive Director of the Company. *(Special Resolution)*

The Company Secretary then informed the members that as there was no qualification, adverse remark or observation in the Independent Auditors' report and secretarial auditors' report for the financial statement for FY 2019-20, the same were taken as read with the permission of the shareholders present in the meeting.

It was thereafter announced that the Company had provided remote e-voting facility, on NSDL platform, from 22nd September 2020 (09:00 a.m.) to 24th September 2020 (upto 05:00 p.m.) to the Members to allow them to cast their votes on the resolutions set-out in the notice convening this AGM. Then he requested the shareholders who were attending this AGM through VC and not voted earlier, to cast their votes on the resolutions by using e-voting facility provided by NSDL during the proceedings of the AGM. It was further stated that the e-voting facility would remain open for 15 minutes after the conclusion of the AGM.

It was thereafter informed that the Company had appointed Mr. Umesh Ved, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the Meeting. He further stated that the results of remote e-voting and e-voting during the proceedings of the AGM would be announced within 48 hours of the conclusion of AGM through the stock exchanges and same would also be available on the website of Company as well as of NSDL.

Thereafter the Company Secretary opened the floor for Question and Answer Session for the members who had registered themselves as Speakers and were attending the Meeting through VC / OAVM, expressed their views and sought clarifications. The questions of the speaker shareholders were responded satisfactorily.

The Company Secretary on behalf of the Chairman thanked all the shareholders, members of the board of directors, auditors, scrutinizers, entire support team of NSDL and concluded the meeting. The meeting was declared concluded at 11:31 a.m.



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The details of voting and resolutions passed at the 30th AGM, as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	Details of AGM
Date of the AGM	September 25, 2020*
Total number of shareholders on record date	34788
No. of shareholders attended the meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM):	
1. Promoter and Promoter Group	10
2. Public	37

*Cut Off date for the purpose of determining the shareholder eligible for e-Voting was September 18, 2020

The Consolidated Result declared on the basis of the Report of the Scrutinizer for Remote e-voting & E-voting during the AGM is as follows:

Sr. No	Particulars	Mode of Voting	Result
1	Adoption of Annual Accounts of the Company together with the Directors' Report and the Auditors' Report for the financial year ended on March 31, 2020	Remote e-voting & E-voting during the AGM	Ordinary Resolution passed with requisite majority
2	Appointment of Mr. Dilip D Patel (DIN: 01523277) as Director retiring by rotation	Remote e-voting & E-voting during the AGM	Ordinary Resolution passed with requisite majority
3	Ratify & Appoint Statutory Auditor and to determine their remuneration	Remote e-voting & E-voting during the AGM	Ordinary Resolution passed with requisite majority
4	To ratify remuneration of Cost Auditor of the Company M/s Dalwadi & Associates	Remote e-voting & E-voting during the AGM	Ordinary Resolution passed with requisite majority
5	Approval to continuation of directorship of Mr. Dilip D Patel (DIN: 01523277), Director in terms of Regulation 17(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Remote e-voting & E-voting during the AGM	Special Resolution passed with requisite majority
6	To re-appoint Ms. Foram B Mehta (DIN: 01740346), as an Independent Director of the Company for further period of 5 (Five) years	Remote e-voting & E-voting during the AGM	Special Resolution passed with requisite majority
7	To approve remuneration of Mr. Kiran B Vadodaria (DIN: 00092067), Non-Executive Director of the Company	Remote e-voting & E-voting during the AGM	Special Resolution passed with requisite majority



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