



ORIENTAL RAIL INFRASTRUCTURE LIMITED

(Formerly known as Oriental Veneer Products Limited)

September 26, 2024

BSE Limited

1st Floor, New Trading Wing,
Rotunda Bldg, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 531859

Dear Sir/Madam,

Sub: Proceedings of 33rd Annual General Meeting held on Thursday, September 26, 2024

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed summary of the proceedings of the 33rd Annual General Meeting ('AGM') of the Members of Oriental Rail Infrastructure Limited held on Thursday, September 26, 2024 at 03.00 p.m. through Video Conference ('VC')/ Other Audio Visual Means ('OAVM'), without physical presence of the Members at a common venue.

Please note that the outcome of the AGM along with the combined results of the remote e-voting and e-voting at the AGM and the Scrutinizers Report are being submitted separately.

This is for your information and record.

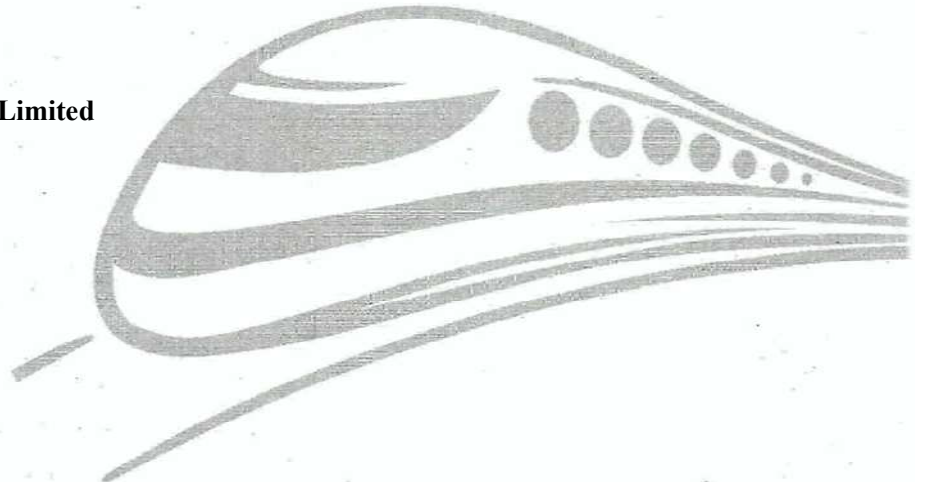
Thanking You,

Yours Truly,

For **Oriental Rail Infrastructure Limited**

Hardik Chandra
Company Secretary

Encl: A/a



CIN: L35100MH1991PLC060686

Registered Office: Survey No. 49, Village Aghai, Taluka Shahpur, Dist. Thane – 421 601, Maharashtra, India
Corporate Office: 16, Mascarenhas Road, Mazgaon, Mumbai – 400 010, Maharashtra, India

Tel: +91 22 6138 9400 Email: compliance@orientalrail.co.in Website: www.orientalrail.com



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Summary of Proceedings of the 33rd Annual General Meeting of Oriental Rail Infrastructure Limited

The 33rd Annual General Meeting (AGM) of the members of Oriental Rail Infrastructure Limited (the Company) was held on Thursday, September 26, 2024 at 03.00 p.m. through Video Conference ('VC')/ Other Audio-Visual Means ('OAVM'). The said meeting commenced at 03.06 p.m.

Mr. Hardik Chandra, Company Secretary welcomed all the Members present at the 33rd Annual General Meeting of the Company held through VC/ OAVM and informed that Mr. Vali N. Mithiborwala, Whole Time Director, Mr. Karim N. Mithiborwala, Managing Director and Mr. Amitabh Sinha, Executive Director-Technical of the Company have submitted their Leave of Absence stating their inability to attend the AGM due to some unavoidable circumstances.

The Company Secretary called the names of the Directors present at the meeting viz., Mr. Saleh N. Mithiborwala, Whole Time Director, Mr. Mustafa Pardawala, Independent Director, Mr. Suresh Mane, Independent Director, Mrs. Sheetal Nagda, Independent Director, Mr. Latif Pirani, Independent Director, Mr. Dattaprasad Ugrankar, Independent Director.

After introduction, with the consent of the Directors present at the meeting, Mr. Saleh N. Mithiborwala was appointed as a Chairman of the Meeting.

The Chairman informed that the AGM is being conducted through VC/OAVM in accordance with various circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

The requisite quorum being present, the Chairman of the Meeting ('Chairman') called the Meeting to order.

Further, the Company Secretary informed the Members that in compliance with the provisions of the Companies Act 2013, the Rules prescribed thereunder and SEBI Listing Regulations, the Company had provided the remote e-voting facility and e-voting at the Annual General Meeting. The remote e-voting commenced on Monday, September 23, 2024 (at 09.00 am) and concluded on Wednesday, September 25, 2024 (at 05.00 pm).

He further informed that Members who have already cast their votes by remote e-voting are not eligible to vote again at this meeting and Members who have not cast their vote may cast their vote while watching the proceedings of the meeting.

He also informed that Mr. Shiv Hari Jalan, Practicing Company Secretary has been appointed as the Scrutinizer for the remote e-voting and the e-voting at the AGM;

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The Members were further informed that the voting results along with the consolidated Scrutinizers Report would be announced within 48 hours of the conclusion of the Meeting and the results would be informed to the Stock Exchange and also be placed on the website of the Company and NSDL.

He further informed that Corporate Members were entitled to appoint their authorized representatives to attend the AGM through VC/OAVM on their behalf and to vote through electronic means. Since there was no physical attendance of the shareholders, the requirement of appointing proxies was not applicable.

Members were informed that if they wish to inspect all necessary documents referred to in this Notice of AGM, may do so by writing an email to the Company at compliance@orientalrail.co.in.

The Chairman further with the consent of the Members present, took the Notice convening the 33rd AGM as read. The Chairman informed the Members, that as there were no qualifications in the Audit Report, it was not required to be read.

The Chairman then apprised the Members regarding the performance of the Company and overall development by the Company in FY 2023-24.

Thereafter, following items of business as set out in the Notice convening the 33rd AGM were transacted:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended on March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare final dividend on Equity Shares for the financial year ended March 31, 2024.
3. To appoint a Director in place of Mr. Vali N. Mithiborwala (DIN 00171255), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. Ratification of remuneration of Cost Auditor.
5. Appointment of Mr. Dattaprasad Ugrankar (DIN: 10729828) as an Independent Director of the Company.

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6. Appointment of Mr. Latif Pirani (DIN: 08608540) as an Independent Director of the Company.
7. Appointment of Mr. Amitabh Sinha (DIN: 10605264) as Executive Director (Technical) of the Company.
8. Approval of ORIL Group- Employee Stock Purchase Scheme, 2024 (“ESPS 2024”) and issue of Shares to the employees through the same.

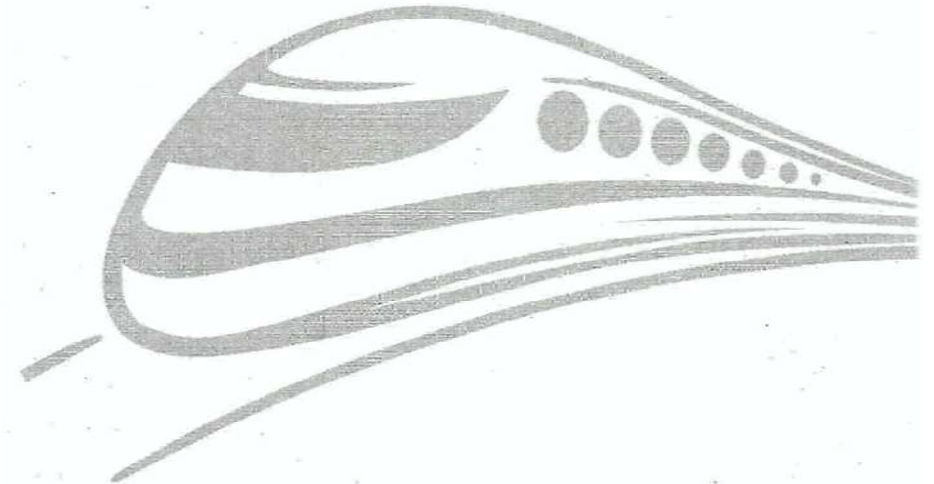
He then thanked everyone and declared the proceedings of the Annual General Meeting completed.

The Meeting concluded at 03.36 p.m. after being open for 15 minutes for e-voting to be completed.

You are requested to take the same on your record and oblige.

For Oriental Rail Infrastructure Limited

Hardik Chandra
Company Secretary



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