

December 30, 2022

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.  
Exchange Plaza, BandraKurla Complex,  
Bandra (East), Mumbai – 400 051

To,  
The Manager,  
Listing Department,  
BSE Ltd.  
P J Towers, Dalal Street,  
Mumbai -400001, India

**NSE Symbol: SKIL**

**BSE Security Code: 539861**

Dear Sir/Ma'am,

**Sub.: Proceedings of the 39<sup>th</sup> Annual General Meeting ('AGM') of SKIL Infrastructure Limited ('the Company') held on December 30,2022 as per Regulation 30 of SEBI (LODR) Regulations, 2015**

Summary of the proceeding/outcome of the AGM is enclosed herewith, pursuant to Regulation 30, Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Kindly take the same on record.

Yours Faithfully

For **SKIL Infrastructure Limited**

  
**Nilesht Mehta**  
Company Secretary

Encl: a/a

**SKIL INFRASTRUCTURE LIMITED  
PROCEEDING OF 39<sup>th</sup> ANNUAL GENERAL MEETING**

The 39<sup>th</sup> Annual General Meeting ('AGM') of the Company was held today i.e. Friday, December 30, 2022 at 14:30 hours at 20, Downtown Conference Hall, 2<sup>nd</sup> Floor, South West Wing, Cambata Building, 42, M.Karve Road, Churchgate Mumbai - 400 020. Mr. Rakesh Mohan Independent Director Chaired the AGM. He called the meeting in order as the requisite quorum was present throughout the meeting.

Thereafter, the Notice dated December 03, 2022 convening the 39<sup>th</sup> AGM (the "Notice") was taken as read with the consent of the Members present. The Statutory Registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice had been kept open for inspection by the Members. The Chairman also informed that the Statutory Auditors Report contain qualified opinion and the details of Auditors qualification and management explanation/views were adequately explained in the director's report.

The Chairman informed that the Company had provided the facility to cast their vote electronically through remote e-voting facility, on all resolutions set forth in the Notice dated December 03, 2022 convening the AGM of the Company.

The Chairman further informed that the Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes physically through ballot papers. He further informed that there would be no voting by show of hands.

The following items of business, as contained in the Notice convening the AGM of the Company, were transacted at the meeting:

**Ordinary Business:**

1. Ordinary Resolution No.1: Approval of Standalone and Consolidated Financial Statements for FY 2021-2022 together with Reports of the Board of Directors and Auditors thereon.
2. Ordinary Resolution No. 2: Re-appointment of Mr. Nikhil Gandhi who retires by rotation and being eligible offers himself for re-appointment.
3. Ordinary Resolution No. 3: Appointment of Statutory Auditors of the Company and fix their remuneration.

**Special Business**

4. Special Resolution No. 4: Appointment of Mr. Rakesh Bajaj as an independent Director of the Company.

*NIL*

**SKIL Infrastructure Limited**

5. Ordinary Resolution No. 5: Appointment of Ms. Priyanka Gandhi a Director of the Company.
6. Special Resolution No. 6: Re-appointment of Mr. Rakesh Mohan as an Independent Director of the Company.
7. Ordinary Resolution No. 7: Material Related Party Transaction(s) between the Company and SKIL Advances Systems Private Ltd, a Subsidiary Company
8. Ordinary Resolution No. 8: Material Related Party Transaction(s) between the Company and SKIL Shipyard Holdings Private Ltd, a Subsidiary Company
9. Ordinary Resolution No. 9: Material Related Party Transaction(s) between the Company and Gujarat Dwarka Port West Ltd, a Subsidiary Company
10. Ordinary Resolution No. 10: Material Related Party Transaction(s) between the Company and Chiplun FTWZ Private Ltd, a Subsidiary Company
11. Ordinary Resolution No. 11: Material Related Party Transaction(s) between the Company and Metropolitan Industries one of the Promoter of the Company
12. Special Resolution No. 12: Reclassification of Promoters of the Company as Public Shareholders

The members were informed that Mr. Jaisal Mohatta, Company Secretary in Practice was appointed as scrutinizer to scrutinize the remote e-voting process and to conduct the ballot/poll at the 39<sup>th</sup> AGM in a fair and transparent manner.

The consolidated results of e-voting and ballot/ poll conducted at the AGM of the Company will be submitted within 48 hours of the conclusion of the AGM to the stock exchanges and same will be displayed on the website of the Company.

The Chairman authorized Company Secretary to declare the results of voting and place the same on the website of the Company.

The members present at the meeting were given an opportunity to ask question and seek clarification.

The meeting concluded with vote of thanks of the Chairman.

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