

**TRANSCRIPT OF THE 2<sup>ND</sup> EXTRA-ORDINARY GENERAL MEETING OF ASEEM INFRASTRUCTURE FINANCE LIMITED HELD ON FRIDAY, MARCH 24, 2023, AT 03:00 P.M. (IST) TO 03:08 P.M. (IST) THROUGH VIDEO CONFERENCE (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM)**

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**PRESENT**

Mr. Prakash Rao - Non-Executive Director - Mumbai  
Mr. Prashant Kumar Ghose - Independent Director - Mumbai

Mr. Sanchit Jain - Authorised Representative of NIIF Fund II, Member - Mumbai  
Mr. Ratul Rana - Authorised Representative of Sumitomo Mitsui Banking Corporation (“SMBC”), Member – Singapore  
Ms. Ekta Agarwal - nominee of National Investment and Infrastructure Fund II – Delhi  
Ms. Ritika Khanna - nominee of National Investment and Infrastructure Fund II - Mumbai  
Mr. Saurabh Suneja – nominee of National Investment and Infrastructure Fund II - Delhi  
Mr. Pratik Jain – nominee of National Investment and Infrastructure Fund II – Delhi  
Ms. Cynthia D’souza - Nominee of National Investment and Infrastructure Fund II – Mumbai

**INVITEE:**

Mr. Virender Pankaj – Chief Executive Officer  
Mr. Nilesh Sampat – Chief Financial Officer  
Ms. Neha Mehta – Representative of M/s. Mehta & Mehta, Secretarial Auditors

Good afternoon, I, Ms. Manasi Dalal, Manager, Secretarial & Compliance, on behalf of Aseem Infrastructure Finance Limited, welcome all the Directors and Members to the Second Extra-Ordinary General Meeting of the Company.

I hereby inform the Directors and Members that this meeting is held in accordance with the Companies Act, 2013, including the rules framed thereunder as well as the Secretarial Standards issued by the Institute of Company Secretaries of India, MCA Circulars and the Articles of Association of the Company, wherein it is allowed to conduct Shareholders meeting through Audio Visual Means.

I Request Mr. Rao to take the Chair.

Mr. Rao – Welcome everyone to the 2<sup>nd</sup> EGM of the FY 2022-2023. Manasi, please proceed with the Roll Call.

Manasi Dalal – I hereby request the members to kindly take their roll call for attending the Meeting starting with Mr. Ratul Rana:

**Mr. Ratul Rana - Authorised Representative of SMBC, Member – Singapore**

Good afternoon - I am Ratul Rana on behalf of SMBC, attending the meeting from Singapore and nobody has access to this meeting except me.

**Ms. Ekta Agarwal - nominee of National Investment and Infrastructure Fund II – Delhi**

Good afternoon, I am Ekta Agarwal attending the meeting from Delhi and nobody has access to this meeting except me.

**Mr. Saurabh Suneja – nominee of National Investment and Infrastructure Fund II – Delhi**

Good afternoon, I am Saurabh Suneja attending the meeting from Delhi and nobody has access to this meeting except me.

**Ms. Ritika Khanna - nominee of National Investment and Infrastructure Fund II – Mumbai**

Hello, I am Ritika Khanna, attending the meeting from Mumbai and nobody has access to this meeting except me.

**Mr. Sanchit Jain - Authorised Representative of NIIF Fund II, Member – Delhi**

Good afternoon - I am Sanchit Jain, attending the meeting from Delhi and nobody has access to this meeting except me.

**Mr. Pratik Jain - nominee of National Investment and Infrastructure Fund II – Delhi**

Mr. Pratik Jain attending the meeting from Delhi and nobody has access to this meeting except me.

Ms. Manasi Dalal - Thank you members for the Roll Call. I confirm that the Members participating through Video Conferencing shall be counted as Quorum of the meeting. We have requisite Quorum of the Meeting in order.

Besides the Members and Directors, we have the KMP's, CFO and CEO of the Company with us.

Secretarial Auditors are also present at the meeting. The Statutory Auditors and Internal Auditors expressed their inability to attend the Meeting.

Thus, with the permission of the Chairman, may I please start with the proceeding?

Mr. Rao - Yes please

Ms. Manasi Dalal - I hereby with the permission of the Members, would take the Notice convening the Extra-Ordinary General Meeting as read. So, we have our agenda No. 1 i.e., appointment of Mr. P.K. Ghose as Independent Director of the Company for a Tenure of 3 years.

Mr. Rao - I would like to give a brief background about Mr. Ghose has nearly 50 years of experience in Indian corporate and finance sector. He was formerly the CFO of Tata Chemicals, has worked with Tata Steel, and an expert corporate governance, accounts, finance and a number of such areas. He was also the advisor to Tata Sons Chair. He is literally a veteran Indian corporate was also the CFO of Tata Chemicals. The Board is of the opinion that the Board shall be enriched with his presence and the Company will be benefitted with his addition to the Board. The Board has approved his appointment at their Board Meeting and seek the approval of the Shareholders at this Meeting. I request Manasi to put the said matter for voting.

Ms. Manasi Dalal – I request Member to propose and second the said item of notice.

Mr. Saurabh Suneja – I propose the resolution.

Mr. Pratik Jain – I second the resolution.

Ms. Manasi Dalal – I request the Members to take this resolution and vote by show of hands.

All members voted in favour of the resolution through show of hands and the resolution stands approved in the meeting unanimously.

I confirm that all items of the Notice have been considered in the meeting. And I confirm that the Members and Directors were present throughout the meeting.

The Meeting stands concluded at 03.08.p.m.

Mr. Rao – Thank you!!! Shareholders and Welcome Mr. Ghose to the Board of the Company. We look forward to your contribution to the Board of the Company.