

**MINUTES OF THE PROCEEDINGS OF THE 50TH ANNUAL GENERAL MEETING OF M/S SHELTER INFRA PROJECTS LIMITED HELD, THROUGH VIDEO CONFERENCING ON FRIDAY, 19<sup>TH</sup> AUGUST, 2022 AT 12.30 P.M IN ACCORDANCE WITH THE APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH MCA GENERAL CIRCULAR NO. 02/2021, 20/2020, 17/2020, 14/2020 AND 02/2022 DATED 13TH JANUARY, 2021, 5TH MAY, 2020, 13TH APRIL, 2020, 8TH APRIL, 2020 AND MAY 5TH MAY, 2022 RESPECTIVELY.**

**1. DIRECTORS AND KMP'S PRESENT THROUGH VIDEO CONFERENCING :**

|                             |   |                   |
|-----------------------------|---|-------------------|
| Mr. Sankalan Datta          | - | Chairman          |
| Mr. Kamal Kishore Chowdhury | - | Director          |
| Mr. Arunansu Goswami        | - | Director          |
| Mr. Kajal Chatterjee        | - | Director          |
| Mrs. Sweta Patwari          | - | Director          |
| Mrs. Aparupa Das            | - | Company Secretary |

**2. MEMBERS PRESENT AS PER ATTENDANCE SHEET**

70 Shareholder Members present including M/s Ramayana Promoters Private Limited through Authorised Representative by video conferencing (As per attendance sheet obtained from NSDL)

**3. SCRUTINIZER:**

Ms. Vandana Nahata, Practicing Chartered Accountant attended through video conferencing.

**4. AUDITORS:**

Representative of M/s. Basu Chanchani & Deb, Chartered Accountants, and Statutory Auditor of the Company attended through video conferencing.

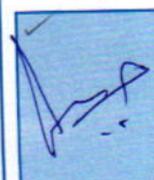
Ms. Soma Saha, Secretarial Auditor of the Company attended through video conferencing

**5. CHAIRMAN OF THE MEETING:**

Mr. Sankalan Datta unanimously elected as Chairman of the Meeting by the members to take the Chair. Mr. Sankalan Datta Chaired the 50<sup>th</sup> Annual General Meeting.

This Annual General Meeting is being held through video conference via NSDL platform in compliance with the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs. Registers required under the Act for inspection are available at website of NSDL for members to inspect electronically. Since the meeting is being held through Video Conferencing, there is no requirement of proxies and hence no Register of Proxies is available for inspection.

CHAIRMAN'S  
INITIALS



With the consent of the members, the Annual Report and Notice was taken as read.

Thereupon, at the direction of the Chairman, the Auditor's Report dated 3<sup>rd</sup> June, 2022 were read out.

The Chairman then briefed the Members about the affairs and activities of the Company.

The Chairman informed that the Members who had registered themselves as Speakers were given the opportunity to ask questions or seek clarifications on the Agenda items. Thereafter, the Chairman/Directors/Secretary/ CFO of the Company responded to the queries raised / clarifications sought by the Members who spoke at the Meeting.

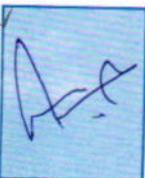
The Chairman informed that pursuant to the provisions of Companies Act, 2013 and SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to cast their votes electronically, on all resolutions set forth in the Notice convening the 50<sup>th</sup> AGM of the Company. The facility to cast votes through remote e-voting was provided to the Members (i.e., who were members on Wednesday 12<sup>th</sup> August, 2022, being the cut-off date of AGM) from **16<sup>th</sup> August, 2022 (9:00am)** till **18<sup>th</sup> August, 2022 (5.00Pm)**.

**Ms. Vandana Nahata of M/S Vandana Nahata & Co. Chartered Accountant Firm (M. No. 302614, FRN. 328546E)** was appointed as Scrutinizer for conducting the entire e-voting process in a transparent and smooth manner.

Further, facility for e-voting was also provided during the Meeting to those Members who had not cast their votes to exercise their right to vote on all the Resolutions as set out in the notice of 50<sup>th</sup> Annual General Meeting, held through remote e-voting. **The e-voting window for such shareholders was active throughout the meeting and remained so till 30 minutes after the conclusion of the meeting.**

The Members were informed that the Results would be declared after considering the Remote e-voting. They were also informed that the results would be submitted to the Stock Exchange not later than 2 days of conclusion of the AGM and the Scrutinizers' Report shall be placed on the website of the Company for public dimension and shall also be forwarded to the stock exchanges and the NSDL facilitating the e-voting platform.

CHAIRMAN'S  
INITIALS



The chairman also announced that the said Scrutinizers' report shall be treated as a part of the concluding proceedings of this Annual General Meeting only and results on the resolutions in terms of the Scrutinizers' Report shall be construed as the passing of the respective resolutions accordingly in this Annual general Meeting itself.

The meeting concluded with a vote of thanks to the chair at 01.24 P.M

All the Resolutions proposed vide Notice dated 15.07.2022 have been passed unanimously and which were approved in terms of the report dated 19.08.2022 as submitted by Ms. Vandana Nahata, Practicing Chartered Accountant and

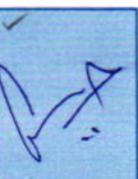
the Scrutinizer appointed for the said purpose are hereby construed to be passed or failed in this Annual General Meeting in the manner as written herein under:

6. **ADOPTION OF FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022:**

The resolution regarding approval for Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022 was discussed. Mr. Sujan Modak proposed the following resolution and seconded by Mr. Santosh Kumar Saraf as an **Ordinary Resolution**:

**"RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022 and the report of Directors' and Auditors' thereon be and are hereby approved and adopted by the Shareholders"

CHAIRMAN'S  
INITIALS



**Combined result of Remote E-Voting and votes casted through Video Conferencing Meeting as submitted by the Scrutinizer:**

| Resolution required: (Ordinary / Special)                                    |                               |                           | ORDINARY                   |   |                                 |                               |  |   |
|--|-------------------------------|---------------------------|----------------------------|---|---------------------------------|-------------------------------|--|---|
| Whether promoter / promoter group are interested in the agenda / resolution? |                               |                           | NO                         |   |                                 |                               |  |   |
| Category   | Mode of voting                | No. of shares held<br>(1) | No. of votes polled<br>(2) | %of votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes – in favour<br>(4) | No. of vote s- against<br>(5) | %of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and promoter Group  | E-Voting                      | 1981443                   | 1981443                    | 100.00%   | 1981443                         | 0                             | 100.00%  | 0.00%   |
|  | Poll                          |                           | NA                         | NA  | NA                              | NA                            | NA   | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA  | NA                              | NA                            | NA   | NA  |
|  | <b>Total</b>                  | 1981443                   | 1981443                    | 100.00%   | 1981443                         | 0                             | 100.00%  | 0.00%   |
| Public-Institutions  | E-Voting                      | 0                         | 0                          | 0.00%   | 0                               | 0                             | 0.00%  | 0.00%   |
|  | Poll                          |                           | NA                         | NA  | NA                              | NA                            | NA   | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA  | NA                              | NA                            | NA   | NA  |
|  | <b>Total</b>                  | 0                         | 0                          | 0.00%   | 0                               | 0                             | 0.00%  | 0.00%   |
| Public-non Institutions  | E-Voting                      | 1588718                   | 37392                      | 2.3536%   | 36351                           | 104                           | 97.2160%   | 2.7840%   |
|  | Poll                          |                           | NA                         | NA  | NA                              | NA                            | NA   | NA  |
|  | Postal Ballot (if applicable) |                           | NA                         | NA  | NA                              | NA                            | NA   | NA  |
|  | <b>Total</b>                  | 1588718                   | 37392                      | 2.3536%   | 36351                           | 104                           | 97.2160%   | 2.7840%   |
| <b>Total</b>   |                               | <b>3570161</b>            | <b>2018835</b>             | <b>56.5474%</b>   | <b>2017794</b>                  | <b>104</b>                    | <b>99.9484%</b>  | <b>0.0516%</b>  |
| Whether resolution is passed or not?   |                               |                           |                            |   |                                 |                               | Yes  |   |

**7. APPOINTMENT OF MR. SANKALAN DATTA (DIN 02478232), WHO RETIRES BY ROTATION :**

The resolution regarding approval of **appointment of Mr. Sankalan Datta (DIN 02478232), who retires by rotation** was discussed. Mr. Bimal Krishna Sarkar proposed the following resolution and seconded by Mr. Santosh Chopra as an **Ordinary Resolution**:

**“RESOLVED THAT** Mr. Sankalan Datta (DIN 02478232), Director of the company, who retires by rotation and being eligible, offers himself for re-election, thereon be and are hereby approved by the Shareholders.”

CHAIRMAN'S  
INITIALS



**Combined result of Remote E-Voting and votes casted through Video Conferencing Meeting as submitted by the Scrutinizer:**

| Resolution required: (Ordinary / Special)                                    |                               |                           | ORDINARY                   |  |                                 |                             |   |   |
|--|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-----------------------------|---|---|
| Whether promoter / promoter group are interested in the agenda / resolution? |                               |                           | NO                         |  |                                 |                             |   |   |
| Category   | Mode of voting                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of votes polled on outstanding shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes – in favour<br>(4) | No. of votes against<br>(5) | % of votes in favour on votes polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br><br>(7)=[(5)/(2)]*100 |
| Promoter and promoter Group  | E-Voting                      | 1981443                   | 1981443                    | 100.00%  | 1981443                         | 0                           | 100.00%   | 0.00%   |
|  | Poll                          |                           | NA                         | NA   | NA                              | NA                          | NA  | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA   | NA                              | NA                          | NA  | NA  |
|  | <b>Total</b>                  | 1981443                   | 1981443                    | 100.00%  | 1981443                         | 0                           | 100.00%   | 0.00%   |
| Public-Institutions  | E-Voting                      | 0                         | 0                          | 0.00%  | 0                               | 0                           | 0.00%   | 0.00%   |
|  | Poll                          |                           | NA                         | NA   | NA                              | NA                          | NA  | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA   | NA                              | NA                          | NA  | NA  |
|  | <b>Total</b>                  | 0                         | 0                          | 0.00%  | 0                               | 0                           | 0.00%   | 0.00%   |
| Public-non Institutions  | E-Voting                      | 1588718                   | 37392                      | 2.3536%  | 36351                           | 1041                        | 97.2160%  | 2.7840%   |
|  | Poll                          |                           | NA                         | NA   | NA                              | NA                          | NA  | NA  |
|  | Postal Ballot (if applicable) |                           | NA                         | NA   | NA                              | NA                          | NA  | NA  |
|  | <b>Total</b>                  | 1588718                   | 37392                      | 2.3536%  | 36351                           | 1041                        | 97.2160%  | 2.7840%   |
| <b>Total</b>   |                               | <b>3570161</b>            | <b>2018835</b>             | <b>56.5474%</b>  | <b>2017794</b>                  | <b>1041</b>                 | <b>99.9484%</b>   | <b>0.0516%</b>  |
| Whether resolution is passed or not?   |                               |                           |                            |  |                                 |                             | Yes   |   |

CHAIRMAN'S INITIALS



8. **RE-APPOINTMENT OF M/S BASU CHANCHANI & DEB, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION:**

The resolution regarding approval of **Re-appointment of M/S Basu Chanchani & Deb, Chartered Accountants As Statutory Auditors Of The Company And To Fix Their Remuneration**, for second term of five years beginning from the conclusion of the ensuing 50th Annual General Meeting till the conclusion of the 55th Annual General Meeting of the Company. Mr. Manas Banerjee proposed the following resolution and seconded by Mr. Jaydip Bakshi as **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 139 read with The Companies [Audit and Auditors] Rules, 2014 and other applicable provisions [including any modification or re-enactment thereof] if any, of the Companies Act, 2013, M/S Basu Chanchani & Deb Chartered Accountants, At Basu House 3, Chowringhee Approach, Kolkata- 700072 (ICAI Firm Registration Number 304049E ) be and is hereby re-appointed as the Statutory Auditors of the Company to hold the office for the second term of five years beginning from the conclusion of the ensuing 50th Annual General Meeting till the conclusion of the 55th Annual General Meeting of the Company on such terms and remuneration as may be mutually agreed upon between the said Auditors and Board of Directors of the Company”

**“RESOLVED FURTHER THAT** any of the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

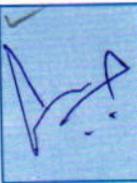
CHAIRMAN'S  
INITIALS



**Combined result of Remote E-Voting and votes casted through Video Conferencing Meeting as submitted by the Scrutinizer:**

| Resolution required: (Ordinary / Special)                                    |                               |                           | SPECIAL                    |   |                                |                             |  |   |
|--|-------------------------------|---------------------------|----------------------------|---|--------------------------------|-----------------------------|--|---|
| Whether promoter / promoter group are interested in the agenda / resolution? |                               |                           | NO                         |   |                                |                             |  |   |
| Category   | Mode of voting                | No. of shares held<br>(1) | No. of votes polled<br>(2) | %of votes polled on outstanding shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes -in favour<br>(4) | No. of votes-against<br>(5) | %of votes in favour on votes polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br><br>(7)=[(5)/(2)]*100 |
| Promoter and promoter Group  | E-Voting                      | 1981443                   | 1981443                    | 100.00 %  | 1981443                        | 0                           | 100.00 %   | 0.00%   |
|  | Poll                          |                           | NA                         | NA  | NA                             | NA                          | NA   | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA  | NA                             | NA                          | NA   | NA  |
|  | <b>Total</b>                  | 1981443                   | 1981443                    | 100.00 %  | 1981443                        | 0                           | 100.00 %   | 0.00%   |
| Public-Institutions  | E-Voting                      | 0                         | 0                          | 0.00%   | 0                              | 0                           | 0.00%  | 0.00%   |
|  | Poll                          |                           | NA                         | NA  | NA                             | NA                          | NA   | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA  | NA                             | NA                          | NA   | NA  |
|  | <b>Total</b>                  | 0                         | 0                          | 0.00%   | 0                              | 0                           | 0.00%  | 0.00%   |
| Public-non Institutions  | E-Voting                      | 1588718                   | 37392                      | 2.3536 %  | 36351                          | 1041                        | 97.216 0%  | 2.7840%   |
|  | Poll                          |                           | NA                         | NA  | NA                             | NA                          | NA   | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA  | NA                             | NA                          | NA   | NA  |
|  | <b>Total</b>                  | 1588718                   | 37392                      | 2.3536 %  | 36351                          | 1041                        | 97.216 0%  | 2.7840%   |
| <b>Total</b>   |                               | <b>3570161</b>            | <b>2018835</b>             | <b>56.547 4%</b>  | <b>20177 94</b>                | <b>1041</b>                 | <b>99.948 4%</b>   | <b>0.0516%</b>  |
| Whether resolution is passed or not?   |                               |                           |                            |   |                                |                             | YES  |   |

CHAIRMAN'S INITIALS



**9. APPOINTMENT OF MRS. SWETA PATWARI (DIN - 07514682) AS A WOMAN INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF FIVE (5) YEARS:**

The resolution regarding approval of ***Appointment of Mrs. Sweta Patwari (DIN - 07514682) as a woman Independent Director for a term of 5 years*** was discussed. Mr. Goutam Nandy proposed the following resolution and seconded by Mr. Tapas Kumar Dutta as an **Special Resolution**.

**“RESOLVED THAT** pursuant to the provision of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013

and Rules made there under, The Securities and Exchange Board of India(Listing Obligation and Disclosure Requirements) Regulations,2015 (including any statutory modification(s) or re-enactment thereof for the time being in force, Mrs. Sweta Patwari (DIN - 07514682) who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company vide Board Meeting dated 15th July, 2022, the approval of the members/shareholders of the Company be and are hereby accorded for appointment of Mrs. Sweta Patwari (DIN - 07514682) as an Independent Woman Director of the Company under Section 161 of the Companies Act, 2013, as recommended by the Nomination and Remuneration Committee, to hold the office for five(5) consecutive Years, i.e. up to 14th July, 2027, with effect from 15th July 2022 and whose office shall not be liable to determination by retirement of Directors by rotation.”

**“RESOLVED FURTHER THAT** any of the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

CHAIRMAN'S  
INITIALS



**Combined result of Remote E-Voting and votes casted through Video Conferencing Meeting as submitted by the Scrutinizer:**

| Resolution required: (Ordinary / Special)                                    |                               |                           | ORDINARY                   |   |                                 |                             |  |   |
|--|-------------------------------|---------------------------|----------------------------|---|---------------------------------|-----------------------------|--|---|
| Whether promoter / promoter group are interested in the agenda / resolution? |                               |                           | NO                         |   |                                 |                             |  |   |
| Category   | Mode of voting                | No. of shares held<br>(1) | No. of votes polled<br>(2) | %of votes polled on outstanding shares<br>$(3)=[(2)/(1)]*100$ | No. of Votes – in favour<br>(4) | No. of votes-against<br>(5) | %of votes in favour on votes polled<br>$(6)=[(4)/(2)]*100$ | % of Votes against on votes polled<br>$(7)=[(5)/(2)]*100$ |
| Promoter and promoter Group  | E-Voting                      | 1981443                   | 1981443                    | 100.00 %  | 1981443                         | 0                           | 100.00 %   | 0.00%   |
|  | Poll                          |                           | NA                         | NA  | NA                              | NA                          | NA   | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA  | NA                              | NA                          | NA   | NA  |
|  | <b>Total</b>                  | 1981443                   | 1981443                    | 100.00 %  | 1981443                         | 0                           | 100.00 %   | 0.00%   |
| Public-Institutions  | E-Voting                      | 0                         | 0                          | 0.00%   | 0                               | 0                           | 0.00%  | 0.00%   |
|  | Poll                          |                           | NA                         | NA  | NA                              | NA                          | NA   | NA  |
|  | Postal Ballot (if applicable) | NA                        | NA                         | NA  | NA                              | NA                          | NA   | NA  |
|  | <b>Total</b>                  | 0                         | 0                          | 0.00%   | 0                               | 0                           | 0.00%  | 0.00%   |
| Public-non Institutions  | E-Voting                      | 1588718                   | 37392                      | 2.3536 %  | 36351                           | 1041                        | 97.216 0%  | 2.7840%   |
|  | Poll                          |                           | NA                         | NA  | NA                              | NA                          | NA   | NA  |
|  | Postal Ballot (if applicable) |                           | NA                         | NA  | NA                              | NA                          | NA   | NA  |
|  | <b>Total</b>                  | 1588718                   | 37392                      | 2.3536 %  | 36351                           | 1041                        | 97.216 0%  | 2.7840%   |
| <b>Total</b>   |                               | <b>3570161</b>            | <b>2018835</b>             | <b>56.547 4%</b>  | <b>201779 4</b>                 | <b>1041</b>                 | <b>99.948 4%</b>   | <b>0.0516%</b>  |
| <b>Total</b>   |                               |                           |                            |   |                                 |                             | <b>YES</b>   |   |
| <b>Whether resolution is passed or not?</b>                                  |                               |                           |                            |   |                                 |                             |  |   |

CHAIRMAN'S INITIALS



**10. VOTE OF THANKS:-**

All the resolutions proposed hereinabove have been passed unanimously. There being no other business to be transacted the meeting concluded with a vote of thanks to the Chair at 1.24 P.M.

Place: Kolkata  
Date: 19th August, 2022

✓ *Sankalan Datta*

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**SANKALAN DATTA**  
**CHAIRMAN (DIN - 02478232)**

CHAIRMAN'S  
INITIALS

