



NOTICE OF 31st ANNUAL GENERAL MEETING

Notice is hereby given that Thirty First Annual General Meeting of the Members of ANNA INFRASTRUCTURES LIMITED ('the Company') will be held on **Monday, 11th September, 2023** at 1:00 P.M. to transact the following businesses. The venue of the meeting shall be the registered office of the Company at Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002 Uttar Pradesh IN.

ORDINARY BUISNESS:

1. Adoption of Annual Audited Financial Statement and Reports thereon

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2023 including audited Balance Sheet as at 31st March, 2023, Statement of Profit and Loss for the year ended and Cash Flow Statement on that date and the Reports of the Board of Directors and Auditors thereon.

2. Appointment of Director in place of those retiring by rotation

To Appoint a Director in place of Mr. Ramesh Chand Agarwal (DIN: 00559731), who retires by rotation and being eligible, offer himself for re-appointment.

SPECIAL BUSINESS:

3. Re-appointment of Mr. Ashok Kumar Mittal, as Chairman & Non-Executive Director

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of enshrined under the Companies Act, 2013 ('the Act') and applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Ashok Kumar Mittal (DIN: 00320504) as a Chairman & Non-Executive Director of the Company, for a further period of 5 years on the same terms and conditions as approved by the shareholders to hold office upto 10th September, 2028.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

4. Re-appointment of Mr. Rakesh Kumar Mittal as Non-Executive Director

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of enshrined under the Companies Act, 2013 ('the Act') and applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Rakesh Kumar Mittal (DIN: 00320523) as a Non-Executive Director of the Company, for a further period of 5 years on the same terms and conditions as approved by the shareholders to hold office upto 10th September, 2028.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

5. Re-appointment of Mr. Ramesh Chand Agarwal as Non-Executive Director

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of enshrined under the Companies Act, 2013 ('the Act') and applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Ramesh Chand Agarwal (DIN: 00559731) as



a Non-Executive Director of the Company, for a further period of 5 years on the same terms and conditions as approved by the shareholders to hold office upto 10th September, 2028.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

6. Re-appointment of Mr. Ashok Kumar Mittal, as Chairman & Non-Executive Director on account of attaining the age of 70 years.

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to section 196(3) and all other applicable provisions of the Companies Act, 2013 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of members of the Company be and is hereby accorded for continuation of holding of office of Chairman & Non-Executive Director by Mr. Ashok Kumar Mittal (DIN: 00320504) who has already attained the age of 70 (Seventy) years.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

7. Re-appointment of Mr. Rakesh Kumar Mittal, as Non-Executive Director on account of attaining the age of 70 years.

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to section 196 and all other applicable provisions of the Companies Act, 2013 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of members of the Company be and is hereby accorded for continuation of holding of office of Non-Executive Director by Mr. Rakesh Kumar Mittal (DIN: 00320523) who has attained the age of 70 (Seventy) years.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

8. Re-appointment of Mr. Ramesh Chand Agarwal, as Non-Executive Director on account of attaining the age of 75 years.

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to section 196 and all other applicable provisions of the Companies Act, 2013 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and read with Regulation 17(1A) of SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of members of the Company be and is hereby accorded for continuation of holding of office as Non-Executive Director by Mr. Ramesh Chand Agarwal (DIN: 00559731) who has already attained the age of 75 (Seventy) years.



FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration

By Order of the Board of Directors
For **Anna Infrastructures Limited**

Agra, August 14, 2023

(Ayesha Jain Mahajan)
Company Secretary
M.NO: F - 9711

Registered Office:

Shop. No. 1 & 3, E-14/6, First Floor,
Shanta Tower, Sanjay Place,
Agra-282002

NOTES:

1. The relevant details as required under regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of SS-2 (Secretarial Standards – 2) on General meetings by the Institute of Company Secretaries of India, in respect of the person seeking appointment / re-appointment as Directors at the Annual General Meeting ('AGM') are furnished herewith and forms part of the Notice.
2. *The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 5th September, 2023 to Monday, 11th September, 2023 (both days inclusive) for the purpose of AGM.*
3. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at www.annainfrastructures.com. It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

CDSL E-VOTING SYSTEM – FOR REMOTE E-VOTING AND E-VOTING DURING 31st AGM

- A. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing the proxy, in order to be effective, must be deposited at the Company's registered office, not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions /authority as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the share capital of the company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder.
- B. As per the provisions of Regulation 36(3) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, information in case of new appointment / reappointment of Director(s).
- C. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore,



requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company / Registrar.

- D. **Corporate members intending to send their authorized representative(s) to attend the meeting pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send to the Company, a Certified True Copy of the relevant Board resolution together with specimen signatures of the authorized representative(s) to attend and vote on their behalf at the meeting.**
- E. For convenience of the Members and for proper conduct of the Meeting, entry to the place of Meeting will be regulated by Attendance Slip, which is annexed to the Annual Report. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the entrance of the venue.
- F. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through Physical and cast their votes through e-voting.
- G. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the 31st AGM has been uploaded on the website of the Company at www.annainfrastructures.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

- (i) The voting period begins on Friday, 8th September, 2023 at 09:00 AM to Sunday, 10th September, 2023 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 4th September, 2023, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iv) **In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available



	<p>under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
 - 1) The shareholders should log on to the e-voting website www.evotingindia.com.



- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.



- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; _____ (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

Other Guidelines for Members

- a. The voting rights of Members shall be in proportion to their share in the paid up equity share capital of the Company as on the **cut-off** date of **4th September, 2023**.
- b. **The remote e-voting facility** shall be opened **Friday, 8th September, 2023 at 09:00 AM to Sunday, 10th September, 2023 at 5:00 PM**, both days inclusive. The remote e-voting facility shall not be allowed beyond 5:00 p.m. on Sunday, 10th September, 2023. During the period when facility for remote e-voting is provided, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is casted by the member, he shall not be allowed to change it subsequently or cast the vote again.
- c. **Mr. Aditya Narayan Shrivastava, Advocate (Civil Court, Agra, Reg. No. 867/93)** has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- d. The Scrutinizer shall after the conclusion of e-Voting at the 31stAGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favor or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 31stAGM, who shall then countersign and declare the result of the voting forthwith. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.annainfrastructures.com and on the website of CDSL at <https://www.evotingindia.com> immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the Stock Exchanges i.e. The BSE Limited ("BSE").

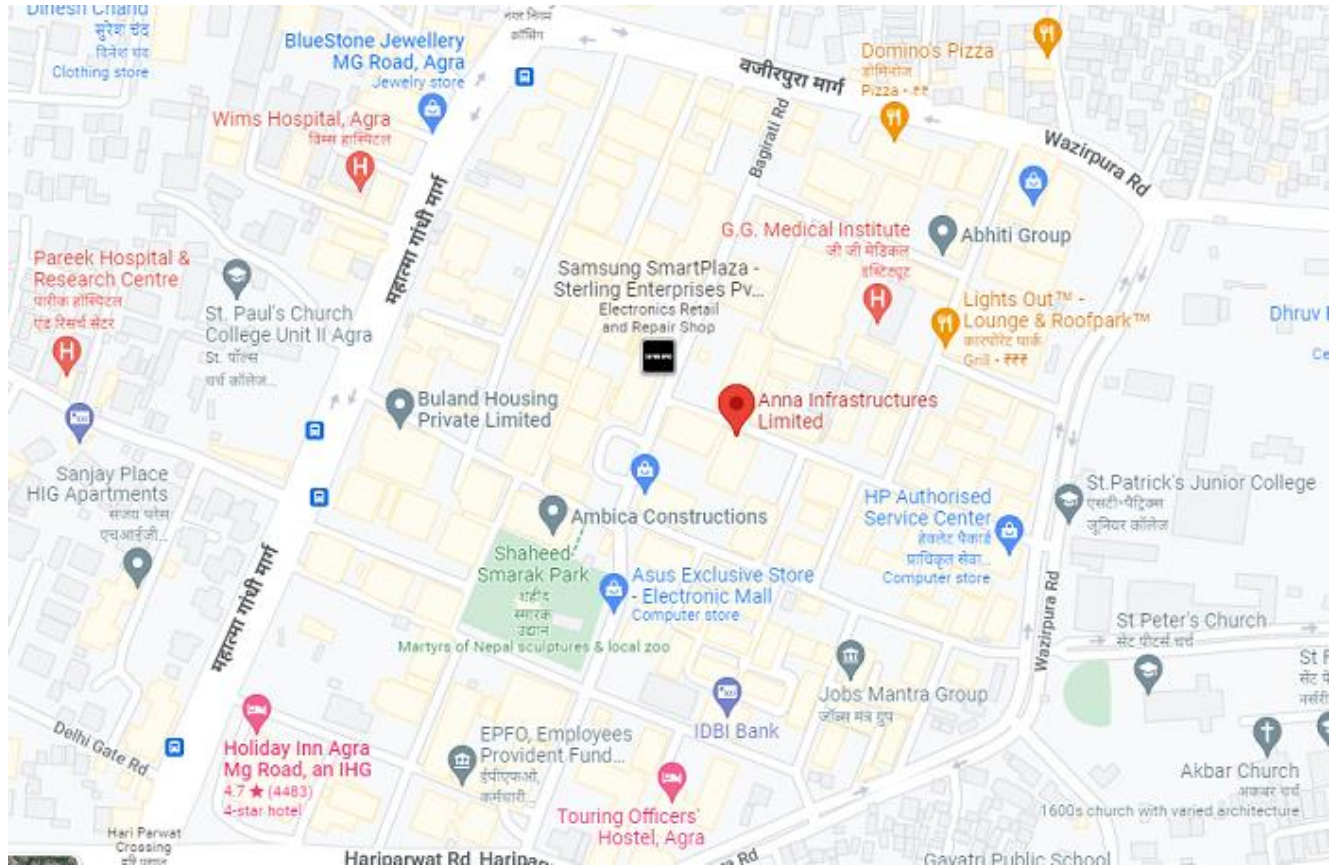


- e. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 31st AGM and the Annual Report for the year 2022-23 including therein the Audited Financial Statements for year 2022-23, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 31st AGM and the Annual Report for the year 2022-23 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-
- a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address annainfra@gmail.com.
 - b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
- f. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
- g. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
- h. In terms of the SEBI Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.
- i. Electronic copy of all the documents referred to in the accompanying Notice of the 31st AGM and the Explanatory Statement shall be available for inspection in the Investor Section of the website of the Company at www.annainfrastructures.com.
- j. Details as required in sub-regulation (3) of Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) of ICSI, in respect of the Directors seeking appointment/ re-appointment at the 31stAGM, forms integral part of the Notice of the 31stAGM. Requisite declarations have been received from the Directors for seeking appointment/ re-appointment.
- k. Since the AGM will be held through Physical Facility, the Route Map is annexed in this Notice.



Annexure - I

ROUTE MAP FOR VENUE OF 31st ANNUAL GENERAL MEETING
Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002





Explanatory statement in respect of the special business pursuant to section 102 of the companies act, 2013 is given below.

ITEM NO. 3

Mr. Ashok Kumar Mittal

Brief resume and nature of expertise

Mr. Ashok Kumar Mittal holding DIN: 00320504 aged around 70 years is a Commerce Graduate having experience of more than 35 years in infrastructural activities. Mr. Ashok Mittal joined Anna Infrastructures Limited in February, 1993. Mr. Mittal was then designated as a Non-Executive Director of the Company. Mr. Mittal is well versed in the field of financial operations. He is keenly engaged into the business development and controls key strategic aspects of the business at Agra, India.

Discloser of relationships between Directors *inter-se*

Relative of Mr. Rakesh Kumar Mittal as being his elder brother.

Other Listed Companies in which Mr. Ashok Mittal holds Directorship and Committee membership as on March 31, 2023
Nil

Shareholding in the Company as on March 31, 2023

3, 29,910 shares

ITEM NO. 4

Mr. Rakesh Kumar Mittal

Brief resume and nature of expertise

Mr. Rakesh Kumar Mittal holding DIN: 00320523 aged around 70 years is a Commerce Graduate having experience of around 30 years in infrastructural activities. Mr. Rakesh Kumar Mittal joined Anna Infrastructures Limited in May, 1999. Mr. Mittal was then designated as a Non-Executive Director of the Company. Mr. Mittal is well versed in the field of financial operations. He is keenly engaged into the business development and controls key strategic aspects of the business at Agra, India.

Disclosure of relationships between Directors *inter-se*

Relative of Mr. Ashok Kumar Mittal as being his younger brother.

Other Listed Companies in which Mr. Rakesh Kumar Mittal holds Directorship and Committee membership as on March 31, 2023
Nil

Shareholding in the Company as on March 31, 2023

5,10,500 shares

ITEM NO. 5

Mr. Ramesh Chand Agarwal

Brief resume and nature of expertise

Mr. Ramesh Chand Agarwal holding DIN: 00559731 aged above 75 years is a Graduate having experience of 50 years in capital market activities. Mr. Ramesh Chand Agarwal joined Anna Infrastructures Limited in February, 1993. Mr. Agarwal was then designated as a Non-Executive Director of the Company. Mr. Agarwal is well versed in the field of primary market, secondary market, mutual funds and arbitrage operations. He is keenly engaged into the business development and controls key strategic aspects of the business at Agra, India.

Disclosure of relationships between Directors *inter-se*

Relative of Mr. Anil Kumar Agarwal as being his elder brother.

Other Listed Companies in which Mr. Ramesh Chand Agarwal holds Directorship and Committee membership as on March 31, 2023
Nil

Shareholding in the Company as on March 31, 2023

71,500 shares



ITEM NO. 6

Mr. Ashok Kumar Mittal was appointed as the Non- Executive Director of the Company by the members. Mr. Ashok Kumar Mittal has already attained the age of 70 years and as a matter of abundant caution, it is proposed to obtain the approval of the shareholders as per the provision of Section 196 of the Companies Act, 2013 for continuation of his employment as Chairman and Non- Executive Director.

Mr. Ashok Kumar Mittal is a Promoter Director of the Company and has been serving as Non – Executive Director of the Company since long time. He has been actively involved in the operations of the Company. He has vast experience and good knowledge in Infrastructure Industry. He is providing strategic guidance to the company.

Except Mr. Ashok Kumar Mittal and Mr. Rakesh Kumar Mittal, None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution for approval of the Members.

ITEM NO. 7

Mr. Rakesh Kumar Mittal was appointed as the Non- Executive Director of the Company by the members. Mr. Rakesh Kumar Mittal has attained the age of 70 years and as a matter of abundant caution, it is proposed to obtain the approval of the shareholders as per the provision of Section 196 of the Companies Act, 2013 for continuation of his employment as Non- Executive Director.

Mr. Rakesh Kumar Mittal is a Director of the Company and has been serving as Non – Executive Director of the Company since long time. He has been actively involved in the operations of the Company. He has vast experience and good knowledge in Infrastructure Industry. He is providing leadership and strategic guidance to the Company.

Except Mr. Rakesh Kumar Mittal and Mr. Ashok Kumar Mittal, None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution for approval of the Members.

ITEM NO. 8

Mr. Ramesh Chand Agarwal was appointed as the Non- Executive Director of the Company by the members. Mr. Ramesh Chand Agarwal has already attained the age of 75 years and as a matter of abundant caution, it is proposed to obtain the approval of the shareholders as per the provision of Section 196 of the Companies Act, 2013 and read with Regulation 17(1A) of LODR (including any statutory modification(s) or re-enactment thereof, for the time being in force), for continuation of his employment as Non- Executive Director.

Mr. Ramesh Chand Agarwal is a Promoter Director of the Company and has been serving as Non – Executive Director of the Company since long time. He has been actively involved in the operations of the Company. He has vast experience and good knowledge in Infrastructure Industry. He is providing leadership and strategic guidance to the Company.

Except Mr. Ramesh Chand Agarwal and Mr. Anil Kumar Agarwal (Whole time director), None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution for approval of the Members.

Details of Directors seeking appointment/re-appointment at the Annual General Meeting (In pursuance of Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name of Director	Ashok Kumar Mittal	Rakesh Kumar Mittal	Ramesh Chand Agarwal
Working experience/Brief Resume	The appointee has vast experience and good knowledge in Infrastructure industry. He is providing leadership and strategic guidance to the Company.	The appointee has vast experience and good knowledge in Infrastructure industry. He is providing leadership and strategic guidance to the Company.	The appointee has vast experience and good knowledge in Business Administration. He is providing leadership and strategic guidance to the Company.
Date of appointment/ re-appointment	30/09/2021	22/08/2022	30/12/2020
Qualifications	Commerce Graduate	Commerce Graduate	Graduate



Anna Infrastructures Ltd.

Expertise in specific functional areas	Having good knowledge of management affairs and adherence of Good Governance	Having vast experience and good knowledge in Business Administration	Having good knowledge of management affairs
List of other Indian Public Limited Companies in which Directorship held as on 31.03.2023	NIL	NIL	NIL
Committee membership in other companies	NIL	NIL	NIL
Shareholdings in the company as on 31.03.2022	329910 (8.68%)	510500 (13.43%)	71510 (1.88%)
Inter-se relationship	Relative of Mr. Rakesh Kumar Mittal as being his elder brother.	Relative of Mr. Ashok Kumar Mittal as being his younger brother.	Relative of Mr. Anil Kumar Agarwal as being his elder brother.

By Order of the Board of Directors
For **Anna Infrastructures Limited**

Agra, August 14, 2023

(Ayesha Jain Mahajan)
Company Secretary
M.NO: F - 9711

Registered Office:

Shop. No. 1 & 3, E-14/6, First Floor,
Shanta Tower, Sanjay Place, Agra-282002