

CONSTRONICS INFRA LIMITED

(formerly Known as **Invicta Meditek Limited**)

CIN: L45100TN1992PLC022948

25th September, 2020

To:

BSE Limited

Department of Corporate Services - Listing

PJ Towers, Dalal Street

Mumbai – 400001

Dear Sirs,

Sub.: Proceedings of the 28th Annual General Meeting of the Company held on Friday, the 25th day of September, 2020 through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

Ref.: Scrip Code: 523844

Pursuant to Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 28th Annual General Meeting of the Company was duly held on Friday the 25th day of September, 2020 at 3.00 PM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20/2020 dated 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular dated 12th May, 2020 issued by the SEBI and the proceedings of the said meeting is given hereunder:

Present:

The following Directors were present at the 28th Annual General Meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM):

Name of the Director	Category / Designation
Mr. R. Sundararaghavan	Managing Director
Mr. K. Sureshkumar	Executive Director
Mr. U. Kapilkumar	Independent Director and Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee

In attendance

Name of the Participants	Category / Designation
Mr. P. Muthukumar	Company Secretary and Chief Financial Officer
Mr. S. Pattabiraman	Partner, M/s. Chandran & Raman, Statutory Auditor
Mr. Pankaj Metha	Partner, M/s. AK Jain & Associates, Secretarial Auditor

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A total of 15 members representing 13,69,438 equity shares has attended the meeting through the video conferencing / other audio-visual means.

Mr. P. Muthukumar, CS & CFO, welcomed all the members and informed that this 28th Annual General Meeting of the Company is being held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility.

Thereafter, Mr. P. Muthukumar, CS & CFO briefed certain procedural and technical information regarding the participation by the members through video conferencing / other audio visual means. Mr. P. Muthukumar, CS & CFO informed further that the Company had provided to the Shareholders, the facility to cast their vote electronically on all resolutions set forth in the Notice of the AGM through remote e-voting facility provided by the Central Depository Services (India) Limited (CDSL), which had commenced on Tuesday, September 22, 2020 at 9.00 a.m. (IST) and ended on Thursday, September 24, 2020 at 5.00 p.m. (IST). He informed that the shareholders, who are present at the AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes through e-voting at the Meeting. In this regard, the Board of Directors has appointed M/s. AK Jain & Associates, Company Secretaries, Chennai as the Scrutinizer to conduct the remote e-voting and e-voting process at the 28th AGM in a fair and transparent manner and to ascertain the requisite majority.

Mr. P. Muthukumar, CS & CFO then introduced the Managing Director and the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and other Directors / Statutory Auditor /Secretarial Auditor/ Scrutiniser present in the meeting through VC/OAVM facility.

Thereafter, Mr. P. Muthukumar, CS & CFO, with the consent of the Chairman of the Meeting, conduct the proceedings of the 28th Annual General Meeting of the company.

Mr. P. Muthukumar, CS & CFO informed that the requisite quorum being present, called the meeting to order and he welcomed the Directors and the shareholders for the 28th Annual General Meeting held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility. Thereafter, he informed that the registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.

Mr. P. Muthukumar, CS & CFO, further informed that since the notice of the AGM along with the audited financial statements and the Directors report has already been circulated to all the members, was taken as read. Further, the qualifications and comments or remarks made in the Statutory Auditors and Secretarial Auditor at their respective Reports for the financial year ended 31st March, 2020 and the comments on the same by the Directors in their Report, was taken as read

Thereafter, Mr. P. Muthukumar, CS & CFO, read the summary of the resolutions set out in the agenda the Notice of the 28th Annual General Meeting as follows;

Ordinary Resolution:

Subject No.1: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.

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Subject No.2: To appoint a Director in place of Mrs. T. Sharmila (DIN: 08304609), Non-Executive Director who retires by rotation and being eligible, offers herself for re-appointment.

Subject No.3: To ratify the appointment of M/s. Chandran & Raman (FRN: 00571S), Chartered Accountants, Chennai, Statutory Auditors of the Company for the year 2020-21.

Special Business:

Subject No.4: To Consider and approve for appointment of Mr. K. Sureshkumaar (DIN: 08547720), as Executive Director of the Company.

Subject No. 5: To Consider and approve for appointment of Mr. U. Kapilkumar (DIN: 08791250), as Non-Executive Independent Director of the Company.

Subject No.6: To Consider and approve for appointment of Mr. R. Purushothaman (DIN: 08791300), as Non-Executive Independent Director of the Company.

Then Mr. R. Sundararaghavan, the Chairman and Managing Director informed that one shareholder was registered as speaker for this 28th Annual General Meeting and he requested the host to unmute his connection which enable him to place his queries before the meeting. Further Mr. R. Sundararaghavan inform him, all his queries will be answered by e-mail due to time constrains.

Mr. P. Muthukumar, CS & CFO informed that the e-voting facility provided by the CDSL would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and had not cast their votes through remote e-voting, to cast their votes electronically. He informed further that that the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer's report along with the voting results would be submitted to Central Depository Services (India) Limited (CDSL), BSE Limited (www.bseindia.com) and would also be placed on the Company's website (www.constronicsinfra.com).

Mr. P. Muthukumar, CS & CFO then thanked all the shareholders / Directors / Auditors / Scrutiniser, who have joined the 28th Annual General Meeting through video conferencing facility/other audio visual means.

The 28th AGM was concluded at 3.23 PM.

Kindly take the above on record.

Thanking you

Yours faithfully

for **Constronics Infra Limited**

P. Muthukumar

CS & CFO