
2nd CORRIGENDUM TO THE POSTAL BALLOT NOTICE DATED 30th MARCH 2024

Dear Member(s),

The Company had issued Postal Ballot Notice dated 30th March 2024 together with the Explanatory Statements for seeking approval of members for certain agenda items through postal ballot process and subsequent corrigendum on 03rd April 2024. The Postal Ballot Notice and corrigendum has already been circulated to all the Shareholders of the Company on 30th March 2024 and 03rd April 2024 in due compliance with the provisions of the Companies Act, 2013 read with rules made thereunder and applicable provisions of SEBI regulations.

It has come to the knowledge of the Company that one of the proposed allottees viz. Mr. S Arvandan whose name is mentioned in the list of Allottees in the Postal Ballot Notice dated March 30, 2024 has been disqualified for the present preferential issue/offer due to breach of condition of Regulation 159(1) of SEBI (ICDR) Regulation 2018. Due to such disqualification, the name of Mr. S Arvandan has been removed from the list of the proposed allottees and consequently the issue size and number of equity shares to be issued has been reduced.

The Company through this communication wishes to bring to the notice of the Shareholders, following changes in the said Postal Ballot Notice dated March 30, 2024:

Changes to Item No. 1 and corresponding changes in explanatory statement of Item no. 1: APPROVAL FOR ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS

"RESOLVED THAT pursuant to the provisions of Sections 23 (1) (b), 42, 62 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 as amended read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, ("**SEBI ICDR Regulations**"), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("**SEBI Takeover Regulations**"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**SEBI LODR Regulations**"), each as amended from time to time, and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Ministry of Corporate Affairs, Government of India, the Securities and Exchange Board of India ("**SEBI**") and the stock exchanges where the shares of the Company are listed ("**Stock Exchange**"), or any other authority / body and enabling provisions of the Memorandum and Articles of Association of the Company, and subject to necessary approvals, sanctions, permissions of appropriate statutory / regulatory and / or other authorities and persons, if applicable and subject to such conditions and modifications as may be imposed or prescribed by any of them while granting such approvals, sanctions, permissions and / or consents, if any, and which may be agreed by the Board of Directors of the Company (hereinafter referred to as "**Board**" which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by this resolution), consent of the members of the Company ("**Members**") be and is hereby accorded to the Board, to create, offer, issue and allot, in one or more tranches, from time to time, up to **61,20,000 (Sixty One Lakhs Twenty Thousands) fully paid-up equity shares of face value of Rs. 10/- each of the company for cash at an issue price of Rs. 50/- (Rupees Fifty Only) per Equity Share (including a premium of Rs. 40/- (Rupees Forty only)) aggregating up to Rs. 30,60,00,000/- (Rupees Thirty Crores Sixty Lakhs Only) ("Consideration")** to the following persons ("**Proposed Allottee(s)**") by way of a preferential issue on a private placement basis ("**Preferential Issue**")



and on such terms and conditions as may be deemed appropriate by the Board in accordance with the provisions of SEBI ICDR Regulations and other applicable laws in this respect.

The details of Proposed Allottees and the maximum number of Equity Shares of the Company proposed to be allotted is set forth in the below table:

S.No.	Name of the Proposed Allottees	Category	Maximum No. of Equity Shares Proposed to be Allotted
1.	A Nithya	Public	1,600,000
2.	S Harsha	Public	800,000
3.	P Sathiyamoorthi	Public	600,000
4.	Jothi V	Public	410,000
5.	M Venkatesh Babu	Public	400,000
6.	Loganath	Public	360,000
7.	M Navamani	Public	250,000
8.	Amuthavalli R	Public	200,000
9.	Hariharan Vadivel	Public	200,000
10.	G Mahendran	Public	200,000
11.	Manonmani Kumar	Public	150,000
12.	Kiruthika	Public	100,000
13.	Lazar Micheal	Public	100,000
14.	A Natarajan	Public	100,000
15.	Bindhu	Public	100,000
16.	Anitha	Public	100,000
17.	Venugopal B	Public	60,000
18.	A Kunguma Devi	Public	50,000
19.	Elango P	Public	50,000
20.	Manonmani C	Public	50,000
21.	Rangachari Srikanth	Public	40,000
22.	A Sasikumar	Public	40,000
23.	APG Estates	Public	40,000
24.	D Sekar	Public	30,000
25.	M Manimaran	Public	20,000
26.	R Subbulakshmi	Public	20,000
27.	Aruchamy A	Public	20,000
28.	Harit Oberoi	Public	20,000
29.	Palanivelu	Public	10,000
Total			61,20,000

EXPLANATORY STATEMENT

1. In the Explanatory Statement Point no. (a) - Particulars of the Preferential Issue including date of passing of Board resolution:

The Board of Directors of the Company ("Board") at its meeting held on Saturday, 30th March, 2024, subject to the approval of the Members and such other approvals as may be required, approved raising of funds through issuance of up to 61,20,000 (Sixty One Lakhs Twenty Thousand) Equity Shares of face value of Rs. 10/- each of the company at an issue price of Rs. 50/- (Rupees Fifty only) per Equity Share (at a premium of Rs. 40/- (Rupees Forty only) per Equity Share) aggregating up to Rs. 30,60,00,000/- (Rupees Thirty Crore Sixty Lakhs only) to the Proposed Allottees, for cash consideration, by way of a preferential issue on a private placement basis.

2. In the Explanatory Statement Point no. (b) - Purpose or Object(s) of the preferential issue and aggregate amount proposed to be raised:

The Company proposes to raise an amount aggregating up to Rs. 30,60,00,000/- (Rupees Thirty Crores Sixty Lakhs only) through the Preferential Issue of Equity Shares. The proceeds of the Preferential Issue will be utilized for capital expenditure for expansion of Business facilities, operational expenses and general corporate purposes.

3. In the Explanatory Statement point no. (c) - Kind of securities offered, Maximum number of specified securities to be issued and the price at which security is being offered:

Up to 61,20,000 (Sixty-One Lakhs Twenty Thousand) Equity Shares of face value of Rs. 10/- each of the company at an issue price of Rs. 50/- (Rupees Fifty only) per Equity Share (at a premium of Rs. 40/- (Rupees Forty only) per Equity Share) aggregating up to Rs. 30,60,00,000/- (Rupees Thirty Crore Sixty Lakhs only) payable in cash being not less than the minimum price determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

4. In the Explanatory Statement point no. (e) - Amount which the Company intends to raise by way of such securities/size of the issue:

Up to Rs. 30,60,00,000/- (Rupees Thirty Crore Sixty Lakhs only)

5. In the Explanatory Statement point no. (h) - The percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the Preferential issue, shall be read as under

The details of the Proposed Allottees are as per the below table. No change in control or management is contemplated consequent to the proposed preferential issue of Equity shares. The percentage of post preferential issue capital that will be held by Proposed Allottees are as follows:



Name of the Proposed Allottees	Category	Pre - Preferential issue holding		Proposed Preferential issue	Post - Preferential issue holding	
		No. of Equity shares	% of holding	Equity shares up to	No. of Equity shares	% of holding
A Nithya	Public	NIL	NIL	16,00,000	16,00,000	12.00%
S Harsha	Public	NIL	NIL	8,00,000	8,00,000	6.00%
P Sathiyamoorthi	Public	NIL	NIL	6,00,000	6,00,000	4.50%
Jothi V	Public	NIL	NIL	4,10,000	4,10,000	3.08%
M Venkatesh Babu	Public	NIL	NIL	4,00,000	4,00,000	3.00%
Loganath	Public	NIL	NIL	3,60,000	3,60,000	2.70%
M Navamani	Public	1,55,227	2.15%	2,50,000	4,05,227	3.04%
Amuthavalli R	Public	3,100	0.04%	2,00,000	2,03,100	1.52%
Hariharan Vadivel	Public	NIL	NIL	2,00,000	2,00,000	1.50%
G Mahendran	Public	NIL	NIL	2,00,000	2,00,000	1.50%
Manonmani Kumar	Public	18,999	0.26%	1,50,000	1,68,999	1.27%
Kiruthika	Public	NIL	NIL	1,00,000	1,00,000	0.75%
Lazar Micheal	Public	NIL	NIL	1,00,000	1,00,000	0.75%
A Natarajan	Public	NIL	NIL	1,00,000	1,00,000	0.75%
Bindhu	Public	NIL	NIL	1,00,000	1,00,000	0.75%
Anitha	Public	NIL	NIL	1,00,000	1,00,000	0.75%
Venugopal B	Public	4,850	0.07%	60,000	64,850	0.49%
A Kunguma Devi	Public	NIL	NIL	50,000	50,000	0.38%
Elango P	Public	NIL	NIL	50,000	50,000	0.38%
Manonmani C	Public	NIL	NIL	50,000	50,000	0.38%
Rangachari Srikanth	Public	NIL	NIL	40,000	40,000	0.30%
A Sasikumar	Public	53,008	0.74%	40,000	93,008	0.70%
APG Estates	Public	NIL	NIL	40,000	40,000	0.30%
D Sekar	Public	22,250	0.31%	30,000	52,250	0.39%
M Manimaran	Public	25,000	0.35%	20,000	45,000	0.34%
R Subbulakshmi	Public	500	0.01%	20,000	20,500	0.15%
Aruchamy A	Public	NIL	NIL	20,000	20,000	0.15%
Harit Oberoi	Public	NIL	NIL	20,000	20,000	0.15%
Palanivelu	Public	NIL	NIL	10,000	10,000	0.08%

6. Shareholding Pattern of the Company before and after the Preferential Issue:

Please refer the "Annexure - I" for the consolidated shareholding pattern given at the end of this Notice.



Annexure - I

Consolidated Shareholding Pattern of the Company before and after the Preferential Issue

Category	Pre-issue		Proposed Issue (Equity Shares)	Post Issue	
	Total No. of shares	% of Holding		Total No. of shares	% of Holding
Shareholding of Promoter and Promoter Group (A)					
Indian					
Individuals:					
Vishnu Vardhan	13,31,558	18.47%	-	13,31,558	9.99%
R Sundararaghavan	-	-	-	-	-
Foreign:					
Sathish Kumar	100	0.00%	-	100	0.00%
Smitha Kumar	-	-	-	-	-
Total Shareholding of Promoter and Promoter Group (A)	13,31,658	18.47%	-	13,31,658	9.99%
Public Shareholding (B)					
Institutions					
Foreign Portfolio Investors	-	-	-	-	-
Sub Total	-	-	-	-	-
Non-Institutions					
Individuals (Public)	39,42,681	54.69%	6,080,000	100,22,681	75.19%
HUF	1,14,671	1.59%	-	1,14,671	0.86%
Non-Resident Indians	8,53,610	11.84%	-	8,53,610	6.40%
Bodies Corporate	1,07,407	1.49%	-	1,07,407	0.81%
Foreign Nationals	8,59,014	11.92%	-	859,014	6.44%
Others	-	0.00%	40,000	40,000	0.30%
Sub Total	58,77,383	81.53%	61,20,000	11,997,383	90.01%
Total Public Shareholding (B)	58,77,383	81.53%	61,20,000	11,997,383	90.01%
Custodian (C)	-	-	-	-	-
Total Shareholding (A) + (B)+ (C)	72,09,041	100.00%	-	1,33,29,041	100.00%

Note: The pre-issue shareholding pattern has been prepared based on the shareholding pattern of the Company as on 31st December 2023.

The % of post issue capital is arrived after considering the proposed preferential issue of up to 61,20,000 Equity Shares.

All other particulars and details remain unchanged. The corrigendum shall be read in conjunction with the Postal Ballot Notice dated 30th March 2024 together with explanatory statement and subsequent corrigendum 03rd April 2024. Accordingly, all concerned shareholders, Stock Exchange, Depositories, Registrar and Share Transfer Agent, agencies appointed for e-voting, other Authorities, regulators, and all other concerned persons are requested to take note of the above changes.

This Corrigendum is also being published in the Business Standard (English Language) and Makkal Kural (Tamil Language) and will also be made available on website of the Stock Exchange i.e. BSE Limited at www.bseindia.com, on the website of the Company at: www.constronicsinfra.com and on the website of CDSL at www.evotingindia.com. It shall also be sent electronically to all the registered members as on the cut-off date i.e. Friday, 22nd March 2024.

Please note: Shareholders who have not voted are required to vote by logging in on www.evotingindia.com. However, Shareholders who have already voted before the issue of this corrigendum notice, have the option to give their assent or dissent by sending an email to the Scrutinizer on below address prabhakar@bpcorpadvisors.com on or before 05:00 PM (IST) on Tuesday, 30th April 2024.

By Order of the Board
For **CONSTRONICS INFRA LIMITED**

RishabKothari
Company Secretary & Compliance officer
M. No. A58023

Date: April 13, 2024

Place: Chennai