

**HIREN WAHEN BUILDTECH Pvt. Ltd.**

To,

The Manager

31-07-2024

Listing Department

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai -400001

**BSE Script Code - 975302****Sub: Proceedings of the Extraordinary General Meeting of the Company held on 31<sup>st</sup> July 2024****Pursuant to Regulation 51(2) read with Schedule III - Part A, Point No. 7, 13, 14 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")**

In terms of Regulation 51 (2) read with Schedule III - Part A, Point No. 7, 13, 14 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Please find enclosed herewith a summary of the proceedings of the Extraordinary General Meeting ('EGM') of the shareholders of the Company held on Wednesday, 31<sup>st</sup> July, 2024 at 11.30 a.m. at No.1158 Sy No. 86/4 86/6 Panathur Marath Halli, Bangalore - 560103

Please note that the outcome of the EGM along with the combined results of the voting at the EGM are as per Annexure 1.

Please note that the same shall be available on the Company's website i.e. <https://www.hwbuildtech.com/>

Thank You

**For Hiren Wahan Buildtech Private Limited**

**Company Secretary & Compliance Officer**

**M No. A40393**

Place: Bangalore



## HIREN WAHEN BUILDTECH Pvt. Ltd.

### Summary of proceedings of the Extraordinary General Meeting of Hiren Wahan Buildtech Private Limited ('Company') held on 31-07-2024

The Extraordinary General Meeting ('EGM') of shareholders of the Company ('Members') was held on Wednesday, 31<sup>st</sup> July 2024 at 11.30 a.m. at No.1158 Sy No. 86/4, 86/6 Panathur Marath Halli, Bangalore – 560103.

Mr. Narendra Babu Kalahasthi, Chairman, chaired the EGM. The requisite quorum being present, the Chairman called the EGM to order. The requisite quorum was present throughout the EGM.

The Chairman introduced the other Director on the dais. With the consent of the Members present, the Notice of the EGM was taken as read.

Thereafter, the Chairman put the following special resolution as set out in Item No 1 of the Notice and Ordinary Resolutions as set out in Item No. 2 & 3 of the Notice Convening the EGM for proposing and seconding by the Members:

#### **Item No 1. (As a special Resolution)**

#### **Adoption of Amended and Restated Articles of Association**

**“RESOLVED THAT** Pursuant to the terms of the Debenture Trust Deed dated December 27<sup>th</sup> , 2023 executed by the Company with Beacon Trusteeship Limited, and the provisions of Section 14, read with rules framed thereunder and all other applicable provisions of the Companies Act 2013, including any statutory modification (s) or re-enactments thereof for the time being in force, the consent of the members of the Company be and is hereby accorded to repeal and substitute the existing articles of association of the Company with the draft of the amended and restated articles of association (“**Amended and Restated Articles**”), a copy of which is laid down before the members and initialed by the Chairman for the purpose of identification, and annexed as **Annexure -1** to this notice, incorporating the terms of the Debenture Trustee Deed and such Amended and Restated Articles, shall be binding on the Company and its members, directors and any other interested parties of the Company with immediate effect.”

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company to (a) sign and file all necessary forms and other necessary documents as may be required by the statutory authorities, including the Registrar of Companies; (b) take all actions and do all such acts, deeds, matters and things as may be expedient and required for the purpose of adopting the Amended and Restated Articles; and (c)



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to authorize the director of the Company to do all such acts, deeds, things and matters and to take all such steps as may be necessary, proper to give effect to this resolution and to liaise with concerned authorities with regard to the same.

**RESOLVED FURTHER THAT** copies of the foregoing resolutions certified by any director of the Company be furnished to such parties as may be necessary and they be requested to act thereon”

### **Item No 2 (As an Ordinary Resolution)**

**Appointment of Mr. Amit Anil Goenka (DIN – 02778565) as a Director (Nominee, Non-Executive Director) of the Company:**

“**RESOLVED THAT** pursuant to provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and such other applicable Acts, Rules and Regulations, Mr. Amit Anil Goenka (DIN- 02778565) who was appointed as Additional Director (Nominee) (under the category of Non-Executive) of the Company (Nominated by M/s. Beacon Trusteeship Limited) by the Board of Directors effective 23<sup>RD</sup> July 2024 in terms of section 161(1) of the Companies Act, 2013, be and is hereby appointed as Director (Nominee, Non- Executive) of the Company.

**RESOLVED FURTHER THAT** the Managing Director and the Company Secretary of the Company be and are hereby jointly and severally authorized to do all such acts and deeds as may be necessary or incidental in this regard to give effect to the aforementioned resolution including filing of all the necessary e forms with the office of the Registrar of Companies, Karnataka.”

### **Item No 3 (as an ordinary Resolution)**

**Appointment of Mr. Vikas Krishnakumar Modi (DIN – 06624732) as a Director (Nominee, Non-Executive Director) of the Company:**

“**RESOLVED THAT** pursuant to provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and such other applicable Acts, Rules and Regulations, Mr. Vikas Krishnakumar Modi (DIN – 06624732) who was appointed as Additional Director (Nominee) (under the category of Non-Executive) of the Company (Nominated by M/s. Beacon Trusteeship Limited) by the Board of Directors effective 23<sup>RD</sup> July 2024 in terms of section 161(1) of the Companies Act, 2013, be and is hereby appointed as Director (Nominee, Non- Executive) of the Company.



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**RESOLVED FURTHER THAT** the Managing Director and the Company Secretary of the Company be and are hereby jointly and severally authorized to do all such acts and deeds as may be necessary or incidental in this regard to give effect to the aforementioned resolution including filing of all the necessary e forms with the office of the Registrar of Companies, Karnataka.”

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the proposed resolution.

The Members were given an opportunity to speak.

After giving sufficient time to all Members who wished to speak, the Resolution was put to Vote.

Post the conclusion of the voting at the venue, the resolutions were passed with requisite majority as shown in **Annexure 1** below.

The shareholders were informed that the said results will also be made available on the website of the company, in the next 48 hours.

**This is for your information & records**

Thanking You

**For Hiren Wahan Buildtech Private Limited**

**Company Secretary & Compliance Officer**

**M No. A40393**



**Annexure - 1**

**Voting Results pursuant to SEBI (LODR) Regulations, 2015**

Date of the Extra Ordinary General Meeting	31-07-2024
Total Number of Shareholders	3
<b><u>No. of Shareholders present in the meeting in person or through proxy (there were no proxy)</u></b>	
Promoter & Promoter Group	2
Public (None as it is a private limited company)	0
<b><u>No. of Shareholders attending the meeting through Video Conferencing</u></b>	
Promoter & Promoter Group	0
Public (None as it is a private limited company)	0

**Item No 1.**

**Adoption of Amended and Restated Articles of Association**

Resolution Required			Special		
Whether Promoter/ Promoter Group are Interested in the Agenda/ Resolution:			No		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of Votes</b>	<b>No. of votes for</b>	<b>No. of votes against</b>
Promoter and Promoter Group	Physical (Show of hands)	95,000	2	2	None
<b>Total</b>		<b>95,000</b>	<b>2</b>	<b>2</b>	<b>0</b>

**Item No 2.**

**Appointment of Mr. Amit Anil Goenka (DIN - 02778565) as a Director (Nominee, Non-Executive Director) of the Company:**

Resolution Required			Ordinary		
Whether Promoter/ Promoter Group are Interested in the Agenda/ Resolution:			No		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of Votes</b>	<b>No. of votes for</b>	<b>No. of votes against</b>
Promoter and Promoter Group	Physical (Show of Hands)	95,000	2	2	None
<b>Total</b>		<b>95,000</b>	<b>2</b>	<b>2</b>	<b>0</b>



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### **Item No.3.**

**Appointment of Mr. Vikas Krishnakumar Modi (DIN – 06624732) as a Director (Nominee, Non-Executive Director) of the Company:**

Resolution Required			Ordinary		
Whether Promoter/ Promoter Group are Interested in the Agenda/ Resolution:			No		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of Votes</b>	<b>No. of votes for</b>	<b>No. of votes against</b>
Promoter and Promoter Group	Physical (Show of hands)	95,000	2	2	None
<b>Total</b>		<b>95,000</b>	<b>2</b>	<b>2</b>	<b>0</b>

**For Hiren Wahen Buildtech Private Limited**

**Company Secretary & Compliance Officer**

**M No. A40393**