



Ref No.: NIL/BSE/42/2024-25

Date: 27th February, 2025

To,

The Manager

BSE Limited,

Phirozee Jeejee Bhoy Towers,

Dalal Street, Mumbai-400001

BSE SECURITY CODE: 531959

Subject: Proceedings of the 02nd Extraordinary General Meeting (the "EGM") of the Newtime Infrastructure Limited (the "Company") held on Thursday, February 27th, 2025

Dear Sir/Madam,

We wish to inform you that Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 02nd Extraordinary General Meeting (the "EGM") of the Shareholders of the Company was held on Thursday, February 27th 2025 at 12:00 P.M. at the registered office of the Company at Begampur Khatola, Khandsa, Near Krishna Maruti, Gurgaon, Basai Road, Gurugram, Haryana, 122001.

In this regard, we are enclosing herewith the proceedings of the EGM as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For and on behalf of

Newtime Infrastructure Limited

Jyoti Verma

Company Secretary & Compliance Officer



PROCEEDINGS OF THE 02nd EXTRAORDINARY GENERAL MEETING (THE "EGM") OF THE NEWTIME INFRASTRUCTURE LIMITED (THE "COMPANY") HELD ON THURSDAY, FEBRUARY 27TH, 2025 AT 12:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT BEGAMPUR KHATOLA, KHANDSA, NEAR KRISHNA MARUTI, GURGAON, BASAI ROAD, GURUGRAM, HARYANA, 122001

Director Present:

| Name of the Director | Designation |
|---------------------------------|----------------------|
| Mr. Ajay Kumar Thakur | Chairman |
| Ms. Rajiv Kapur Kanika Kapur | Independent Director |
| Mr. Sanjay sharma | Independent Director |
| Mr. Manoj Kumar | Independent Director |

In Attendance:

Ms. Jyoti Verma

Company Secretary & Compliance Officer

Total 37 members were present in the meeting.

The Meeting commenced at 12:00 P.M. and concluded at 1:00 P.M.

Ms. Jyoti Verma, Company Secretary & Compliance officer extended a very warm welcome to all stakeholders and after confirming the requisite quorum was present at the registered office of the Company at Begampur Khatola, Khandsa, Near Krishna Maruti, Gurgaon, Basai Road, Haryana-122001.

The Company Secretary stated the presence of the above mentioned Directors of the Company.

Mr. Ajay Kumar Thakur, Chairman of the Board of the Company, chaired the meeting and extended a warm welcome to all the members present. He then ascertained the presence of the requisite quorum as per the Section 103 of the Companies Act, 2013 and called the meeting to order.

The Chairman then made his opening remarks and delivered his speech to the members, Post conclusion of the Chairman's speech, the business items stated in the Notice was transacted.



With the consent of the Members present, the Notice of the EGM was taken as read. The Members were also informed that 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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI (LODR)') the Company had provided remote e-voting facility to its Members for the casting of the votes through electronic means.

The Company Secretary informed that Company had provided remote e-voting facility to the Members to exercise their right to vote on the business items transacted at the EGM, by electronic means, from Monday, 24th February, 2025, at 10:00 A.M. and ended on Wednesday, 26th February, 2025 at 05:00 P.M. as stated in the Notice of EGM.

The Chairman suggested that in order to provide an opportunity to the shareholders who could not exercise the e-voting, those can cast their votes by way of Poll at the venue. It was informed that upon completion of voting by physical ballot the Scrutinizer will count the votes and sign and submit the result to the Chairman by adding the physical votes to the electronically casted votes in favor/against" each resolution within 2 working days from the conclusion of the meeting.

Thereafter, the poll was conducted which included distribution of the ballot papers, showing empty ballot box to the members and locking the ballot box in the presence the members.

The Chairman announced that the polling results would be displayed by the company on its website www.newtimeinfra.in.

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable provisions, if any, of the said regulations, the resolutions as set out at Item No. 1, 2 and 3 pertaining to the following items in the Notice dated 04th February, 2025, convening the EGM of Members of the Company were transacted at the said EGM:

| S. No | Resolution | Type of Resolution |
|-------|---|--------------------|
| 1. | To Approve Variation in the terms/rights of existing 39,44,960 10% Non-Convertible Non-Cumulative Redeemable Preference Shares into 2,35,50,530 10% Compulsorily Convertible Preference Shares of Rs. 10 each and consequent issuance of 10% Compulsorily Convertible Preference Shares | Special Resolution |



| | | |
|----|---|---------------------|
| 2, | To Approve Regularisation of Mr. Ajay Kumar Thakur (DIN: 10799462) as the Executive Director of the Company | Ordinary Resolution |
| 3. | To Consider the appointment of Mr. Ajay Kumar Thakur (DIN: 10799462) as Managing Director of the Company | Special Resolution |

The Chairman expressed most sincere gratitude to all the stakeholders for the support extended to the Company and Management in its operations throughout the year. Subsequently, members have been given the opportunity to ask any questions and also to seek clarification resolutions to be passed. All queries/clarifications of Members have been satisfactorily addressed by the Chairman of the meeting present at the meeting,

There was a warm and informed exchange of views and opinions among the Chairman, the Board members and the shareholders present. The Chairman extended vote of thanks.

He expressed most sincere gratitude to the valued customers for their continued patronage and to the stakeholders for their commitment to the Company. He also conveyed his sincere thanks to the suppliers, bankers, statutory and secretarial auditors, consultants, Government authorities and all other business associates for their continued support to the Company and its Management and to the Board Members for creating good governance culture across the organization and fulfilling the responsibilities of Board.

It was further confirmed that the requisite quorum was present throughout the Meeting.

The Chairman thanked the members of the Company for their participation and concluded the Meeting at 01:00 P.M.

It was announced that the combined results of e-voting and poll will be put on the website of the Company www.newtimeinfra.in and on the websites of the Stock Exchange where the shares of the Company are listed i.e. BSE Limited within the 2 working days from the conclusion of the meeting.

This is for your information and records.

Thanking You,

For & on behalf of
Newtime Infrastructure Limited

Jyoti Verma
(Company Secretary and Compliance Officer)