



## MANGLAM INFRA & ENGINEERING LIMITED

**Registered office:** 115 & 116, Ganesh Nagar, Hoshangabad Road, Bhopal (M.P.) - 462026 IN  
**CIN:** L43900MP2023PLC066771 | **Email:** [manglaminfra@manglaminfra.com](mailto:manglaminfra@manglaminfra.com), [info@manglaminfra.com](mailto:info@manglaminfra.com)  
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**Transcript of the 02nd (Second) Annual General Meeting (“Meeting/ AGM”) of Manglam Infra & Engineering Limited held on Friday, September 19, 2025, through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), deemed to be conducted at the Registered Office of the Company – i.e. 115 & 116, Ganesh Nagar, Hoshangabad Road, Bhopal (M.P.) - 462026 IN, which commenced at 12:00 P.M. (IST) and concluded at 12:31 P.M. (IST)**

Date: -	September 19, 2025
Day: -	Friday
Time: -	12:00 P.M.(IST)
Venue: -	Through Video Conferencing or Other Audio Visual Means

<b>Neha Jain,</b> Company Secretary & Compliance Officer	<p>It is now 12 o'clock.</p> <p>14 members have joined the meeting.</p> <p>Good afternoon and a very warm welcome to all the shareholders, Directors and other dignitaries present at the 02<sup>nd</sup> Annual General Meeting of Manglam Infra &amp; Engineering Limited. I am Neha Jain, Company Secretary &amp; Compliance Officer of your company, joining this meeting from Bhopal.</p> <p>Hope all of you are doing well.</p> <p>Before we commence, I would like to inform you that this Annual General Meeting is being held through Video Conferencing or Other Audio Visual Means in accordance with the General Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India from time to time, applicable provisions of the Companies Act, 2013 and the SEBI Regulations. The members attending the meeting through video conferencing shall be counted for the purpose of quorum. Since this AGM is being held through video conferencing, physical attendance of members has been dispensed with. Accordingly, the facility for the appointment of proxies by the</p>
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	<p>members is not available for the AGM and hence, the inspection of the Proxy Register is not applicable, only corporate bodies are allowed to appoint their representatives.</p> <p>The entire proceeding of this meeting is being recorded</p> <p>During the AGM, Members facing any technical issue are requested to call the helpline number of NSDL as mentioned in the notice of the AGM.</p> <p>Members may note that, since the AGM is held through Video conferencing or Other Audio Visual Means, the resolutions mentioned in the notice convening this AGM have already been put to vote through remote e-voting. As the facility of e-voting is also available at the AGM, there will be no proposing or seconding of the resolutions. Members who have not yet cast their vote by remote e-voting, can exercise their voting rights at the AGM through e-voting by following instructions as mentioned in the notice of the AGM for remote e-voting. The members can vote at the AGM through e-voting from the commencement of this AGM till 15 minutes after the conclusion of this AGM.</p> <p>The statutory registers maintained by the Company as required under the Companies Act, 2013 and Articles of Association of the Company have been made available electronically for inspection by the members during the AGM.</p> <p>As this meeting held through video conferencing, I would like to mention few things that every member joined is muted by default to avoid any disturbance arising from background noise and ensure seamless conduct of the meeting.</p> <p>I now request our Chairman, Mr. Yogendra Kumar Singh Sir, to commence the proceedings of the 02nd annual general meeting of the Company.</p> <p>Thank you and over to you Chairman Sir.</p>
<p><b>Mr. Yogendra Kumar Singh,</b> Chairman</p>	<p>Thank you so much, Neha.</p> <p>On behalf of the Board of Directors, I Yogendra Kumar Singh, Chairman of the Board, welcome you to the 02nd Annual General Meeting of Manglam Infra &amp; Engineering Limited. I am joining this meeting from Bhopal.</p>

I have been informed that the requisite quorum for the meeting is present, and accordingly, I hereby call the meeting to order. Participation of members through video conferencing has been reckoned as a quorum in accordance with the circulars mentioned earlier and as per Section 103 of the Companies Act, 2013.

I would like to mention that if during the meeting any technical issue arises, Ms. Neha Jain. carry forward from there.

Before I begin my address, let me take this opportunity to introduce all the Board members, who are present and participating in this meeting through video conferencing.

Mr. Ajay Verma, Managing Director of the Company and member of the Stakeholders' Relationship Committee is joining us from Bhopal;

Mrs. Divyani Singh, Non-Executive Director of the Company and Chairperson of the Stakeholders' Relationship Committee is joining us from Noida. She is also a member of the Nomination & Remuneration Committee of the Company.

Mr. Diwakar Chaudhary, Independent Director of the Company and Chairperson of the Audit Committee is joining us from Mehsana. Mr. Chaudhary is also a member of the Nomination & Remuneration Committee of the Company.

Mr. Krishna Pratap Singh, Independent Director of the Company and Chairperson of the Nomination & Remuneration Committee is joining us from Bhopal. He is also a member of the Audit Committee and Stakeholders' Relationship Committee of the Company.

In addition to our directors, we also have with us Mr. Sanjay Kumar, Chief Financial Officer of the company, who is joining us from Bhopal.

The Chairperson of the Audit Committee, Nomination and Remuneration Committee and the Stakeholders' Relationship Committee are present at the AGM.

We also have with us Ms. Muskan Agarwal & Mr. Nitin Wadhvani, the representatives of M/s Rahul Somya & Company, Statutory Auditor of the company, Mr. R.S.

Shrivastava, Proprietor of M/s R.S. Shrivastava & Associates, Secretarial Auditor of the company for the financial year 2024-25 and Mr. R.S. Shrivastava has also appointed as a Scrutinizer, attending this meeting through Video Conferencing.

I want to appreciate and thank our auditors for their active engagement and to help us to take our processes smoothly and good governance

I am satisfied that all the efforts feasible under the circumstances have been made by the Company to enable Members to participate and vote on the items being considered at this meeting.

Before we proceed with the formal agenda of this Annual General Meeting, allow me to briefly place our performance for the financial year 2024-25 in context.

This has truly been a landmark year for our company. We have not only navigated a dynamic and evolving infrastructure environment, but also achieved a significant milestone - our successful listing on the NSE Emerge (SME Platform). This step marks a new chapter in our journey, reflecting our commitment to growth, transparency, and value creation for all stakeholders.

During the financial year 2024–25, we recorded a revenue of Rs. 4,518.16 Lakhs and achieved a profit before tax of Rs. 400.16 Lakhs. This represents the collective efforts of our team, the trust of our clients, and our ability to deliver consistently in a competitive sector.

In line with our strategy to diversify and expand, this year we made a strong push in the highways and railways sectors. We have aggressively participated in bids and secured 25 projects amounting to Rs. 44.00 crore. Furthermore, 71 highway projects, with an estimated value of Rs. 305.00 crore, and 21 railway projects, worth around Rs. 208.00 crore, are currently under evaluation.

We are also proud to announce our entry into the railway sector, with the recent awarding of the Hubballi project valued at Rs. 7.71 crore. This marks an important step as we build expertise and presence in this area of national infrastructure.

	<p>As part of our CSR commitments, we have continued directing our support to Charitable &amp; Social activities, Education, Medical &amp; healthcare. We continue to strengthen our efforts on sustainability through various means that will have a meaningful impact on our company, its employees, the environment and other stakeholders. This has been detailed in our Annual Report.</p> <p>The Board has appointed Mr. R.S. Shrivastava, Practicing Company Secretary as a Scrutinizer for conducting the e-voting process in a fair and transparent manner and to scrutinize the votes casted and to submit a consolidated report of voting in compliance with the provisions of the Companies Act, 2013, and the SEBI Listing Regulations, 2015.</p> <p>The results will be announced within 2 working days from the conclusion of the meeting and shall be updated on the website of the company as well as the e-voting website of NSDL along with the Scrutinizer's Report. The same would also be recorded as part of the proceedings of the AGM.</p> <p>I would like to express my gratitude to all our shareholders for their continued faith in us.</p> <p>With this, I conclude my speech and now hand over the proceedings to Neha to continue with the business of the meeting.</p>
<p><b>Neha Jain,</b> Company Secretary &amp; Compliance Officer</p>	<p>Thank you, Sir,</p> <p>I will now proceed with the business of the meeting. The notice convening the 02nd AGM along with the Annual Report for the financial year ended 31st March 2025 consisting of financial statements including the Board's Report and Auditor's Report, has been sent only to members whose email IDs are registered with the Company or the Registrar and Share Transfer Agents or the Depository Participants through electronic means. The notice has also been hosted on the website of the company. With your permission, I shall take the notice of the AGM as read.</p> <p>The Company has presented the financial statements of the company for the financial year 2024-25 as per the requirements under the Companies Act, 2013. The Auditor's Report on the financial statements does not have any qualifications, observations or comments on financial transactions or matters which have had any adverse effect on the functioning of the company and the Secretarial Audit Report for the financial year</p>

ended 31<sup>st</sup> March 2025 issued by M/s R.S. Shrivastava & Associates also does not contain any qualifications, observations or adverse remarks, accordingly, the said reports are not required to be read at this meeting. With your permission, I will also take the Auditor's Report as read.

We now take up the resolutions as set forth in the notice.

**ORDINARY BUSINESS:**

**Item No. 1 - Adoption of Audited Financial Statements**

To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2025, together with the Reports of the Board of Directors and the Statutory Auditors thereon

**Item No. 2 - Appointment of a Director retiring by rotation**

To appoint a director in place of Mr. Ajay Verma, Managing Director (DIN: 07129690), who retires by rotation and being eligible, offers himself for re-appointment

**SPECIAL BUSINESS:**

**Item No. 3 - To appoint the Secretarial Auditors of the Company**

To consider the appoint R S Shrivastava & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company for a term of five consecutive financial years commencing from April 1, 2025 till March 31, 2030, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

**Item No. 4 - To Appoint Mr. Diwakar Chaudhary (DIN: 10797018) as an Independent Director of the Company**

To consider the appointment of Mr. Diwakar Chaudhary (DIN: 10797018), as an Independent Director of the Company to hold office for a period of 5 (five) consecutive years with effect from February 03, 2025 to February 02, 2030 (both days inclusive) and that he shall not be liable to retire by rotation.

**Item No. 5 - To Appoint Mr. Krishna Pratap Singh (DIN: 05240506) as an Independent Director of the Company**

To consider the appointment of Mr. Krishna Pratap Singh (DIN: 05240506), as an Independent Director of the Company to hold office for a period of 5 (five)

	<p>consecutive years with effect from February 03, 2025 to February 02, 2030 (both days inclusive) and that he shall not be liable to retire by rotation.</p> <p>Further, I would like to inform you that in compliance with the Companies Act, 2013 and relevant Rules and SEBI Listing Regulations, the Company had provided an opportunity to all its members to exercise their voting rights through electronic voting between Tuesday, September, 16, 2025 - 9 am and Thursday, September, 18, 2025 - 5 pm. Shareholders who have not cast their votes earlier and are participating in this meeting can cast their votes now through the e-voting module made available by NSDL.</p> <p>Now I wish to draw the attention of all members participating in the AGM to the E-voting platform provided by NSDL, which will remain open for 15 minutes after the conclusion of the AGM for voting on all the agenda items as set out in the notice of AGM.</p> <p>So, all the items of business as per the Notice of the 02nd Annual General Meeting have been taken up.</p> <p>The Company has not received any requests from shareholders to register as speakers for this Annual General Meeting, nor has it received any queries from shareholders via email prior to the meeting. Shareholders who may have any queries and have not registered themselves as speakers are requested to send their queries to the Company at <a href="mailto:cs@manqlaminfra.com">cs@manqlaminfra.com</a>.</p> <p>With the permission of chair, I do hereby conclude the proceedings of this annual general meeting of the Company.</p> <p>Now I request Mr. Ajay Verma Sir, Managing Director of the Company to propose the vote of thanks.</p>
<p><b>Mr. Ajay Verma,</b> Managing Director</p>	<p>Thank you, Neha</p> <p>Good afternoon, everyone. It is my pleasure to virtually meet all of you today for the 02nd Annual General Meeting of your Company.</p>

On behalf of the Board of Directors, I wish to thank every member of the Manglam family for their hard work, dedication and commitment, to whom the credit for the Company's achievements goes.

Your Company looks upon its clients, business partners and others associated with it in its progress and the Board places on record its appreciation for the support and co-operation from all of them.

On behalf of the Board, I also take this opportunity to express their deep sense of gratitude to the Banks, Government and Regulatory authorities, both at the Central and the State levels for their continued guidance and support.

I also thank all the Directors for joining the meeting.

And to you, our shareholders, we are deeply grateful for the confidence and faith that you have always reposed in us.

The meeting is now concluded.

Stay safe and healthy. We look forward to seeing you at the next Annual General Meeting. Thank you.