



AN ISO 9001 : 2015
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE' 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2289-1468
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com
CIN No. L45209 WB 1924 PLC 004969

December 31, 2022

The Secretary
National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra Kurla Complex
Bandra East, Mumbai – 400 051

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata – 700 001

The Secretary
BSE Limited
1st Floor, New Trade Ring
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Sub: Outcome of the Board Meeting held on 31st December 2022 in compliance with Regulations 30 and 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations")

Dear Sir,

We wish to inform you that the Board Meeting of the Company held on 31st December 2022 inter-alia have considered and approved the following:

- (i) The request letters dated 28th December 2022 received from Mr. Bithal Das Mundhra, Mrs. Yamuna Mundhra, Mr. Amitabh Das Mundhra, Mrs. Savita Mundhra and Mrs. Savita Bagri and letter dated 31st December, 2022 received from Mrs. Anuja Mundhra, belonging to promoter and promoter group of the Company for reclassifying /removal of their name from the "Promoter and Promoter Group" of the Company , were considered and approved in accordance with Regulation 31A of the Listing Regulations inter alia subject to approval from (a) the members of the Company in accordance with Regulation 31A(3)(a)(iii) of the Listing Regulations; and (b) the stock exchanges where the equity shares of

ADM. OFFICE : 12/1, NELLIE SENGUPTA SARANI, KOLKATA-700 087 ☎ : 2252-7596 / 8371 / 8373 / 8374 / 9372, FAX : (033) 2252-7595
BRANCHES : TRADE WORLD, "C" WING, C.S. NO. 448, 3RD FLOOR, LOWER PAREL DIVISION, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI-400 013
☎ : (022) 4348-1900 • "HEMKUNTH" 4TH FLOOR, 89, NEHRU PLACE, NEW DELHI-110 019 ☎ : (011) 4944-4200, FAX : (011) 2646-5869
• HEAVITREE COMPLEX, 1ST FLOOR, UNIT-C, NEW DOOR NO. 47, SPURTANK ROAD, CHETPET, CHENNAI-600 031 ☎ : (044) 4287-6129



the Company are listed namely, BSE Limited ,National Stock Exchange of India Limited and CSE Limited. This is further to the intimation sent to the stock exchange on 28th December 2022 for receipt of their request for reclassification/ removal of their name from Promoter ad Promoter Group of the Company. As required under Regulation 31A(8) of the Listing Regulations, the extract of the minutes of the meeting of the Board approving the re-classification request is enclosed as **Annexure 1**;

- (ii) Recommended the appointment of Mr.Dinabandhu Mukhopadhyay (DIN-09778769) as Director of the Company for approval of the Members of the Company pursuant to Regulation 17(1C) of the Listing Regulations; and
- (iii) Approved the Postal Ballot Notice and Calendar of Events for obtaining Members approval for the aforementioned items (i) and (ii). The Notice of the Postal Ballot will be sent to the stock exchanges simultaneously when it is dispatched to the Shareholders of the Company.

The Board Meeting commenced at 2.00 P.M and concluded on 3.00 P.M

Yours sincerely,

For Simplex Infrastructures Limited


B.L. Barjoria

Sr. V.P. & Company Secretary

Encl:a/a





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ANNEXURE - I

Certified True Copy of the Extract of the Minutes of the Meeting of the Board of the Directors of Simplex Infrastructures Limited held on Saturday, 31st December, 2022 at 2.00 p.m. through Video Conferencing (VC)/ Other Audio-Visual Means(OAVM)

Review of the request received from the promoters of the Company for removal/ re-classification from 'Promoter and Promoter Group' category of the Company

The Chairman informed the Board that Mr. Bithal Das Mundhra, Mrs. Yamuna Mundhra, Mr. Amitabh Das Mundhra, Mrs. Savita Mundhra, Mrs. Savita Bagri and Mrs. Anuja Mundhra (**"Outgoing Promoters"**), belonging to 'Promoter and Promoter Group' of the Company, had requested the Company for re-classification/ removal of their name from 'Promoter and Promoter Group' category of the Company. Accordingly, the Company intimated the aforesaid requests for re-classification to the stock exchanges where the shares of the Company are listed, in compliance with Regulation 31A(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations"**). The Letters received from the Outgoing Promoters were placed before the Board for its perusal.

The Board was informed of the rationale for such re-classification/removal that the 'Outgoing Promoters' do not hold any equity shares of the Company as on date and therefore do not have any voting rights in the Company but still have their name under Promoter/Promoter Group Category in the shareholding pattern filed by the Company with the stock exchanges. Moreover, they are not engaged in the management or day to day affairs of the Company or involved in management or policy decisions of the Company in any manner and also do not have any right either to appoint any Director of the Company and none of their act would influence the decision taken by the Company.



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Further the Board was also apprised that 'Outgoing Promoters' have confirmed that they are satisfying all the conditions specified in sub clause (i) to (vii) of clause (b) of sub-regulation 3 of Regulation 31 A of Listing Regulations and that the said re-classification shall require the approval of the Board, shareholders/ members of the Company and the stock exchanges where the shares of - the Company are listed namely, BSE Limited, National Stock Exchange of India Limited and CSE Limited ("Stock Exchanges").

Accordingly on the basis of the rationale and in accordance with provisions of Regulation 31 A of SEBI Listing Regulations, the Board was of the view that the above mentioned requests for re-classification/removal of name be accepted and approved by the Board of Directors of the Company, which shall be subject to the approval of the Members of the Company and the Stock Exchanges and/or such other approval, if any, as may be necessary in this regard.

The Board considered the matter and passed the following resolution unanimously:

“RESOLVED THAT pursuant to the provisions of Regulations 31 A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (“Listing Regulations”) and subject to the approvals of the Shareholders and approvals of the Stock Exchanges , where the equity shares of the Company are listed and/or such other approval, if any, as may be required in this regard, the approval of the Board of Directors be and is hereby accorded to the respective requests received from Mr. Bithal Das Mundhra, Mrs. Yamuna Mundhra, Mr.Amitabh Das Mundhra, Mrs.Savita Mundhra, Mrs. Savita Bagri and Mrs. Anuja Mundhra (**“Outgoing Promoters”**), for removal/re-classification of their name from “Promoter and Promoters Group” category of the Company .”

“RESOLVED FURTHER THAT approval be and is hereby given to the Company to seek shareholders' approval in relation to the re-classification in accordance with Regulation 31A of the Listing Regulations and the Company is hereby authorized to take all necessary steps in this regard.”

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, Mr.S.Dutta, Whole-time Director & CFO, and Mr.B.L.Bajoria, Sr.V.P. & Company Secretary be and are hereby severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary fillings including but



not limited to making applications to the stock exchanges to seek their approval for the re-classification in accordance with Listing Regulations and other applicable laws, if any, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.”

**Certified True Copy
For Simplex Infrastructures Limited**


B. L. Bajoria
Sr. Vice President and Company Secretary

