



**YURANUS INFRASTRUCTURE LIMITED**

CIN: L74110GJ1994PLC021352

Regd. Office: Rannade House, First Floor,  
Opp. Sankalp Grace 3, Near Ishan Bungalows, Shilaj,  
Ahmedabad – 380058, Gujarat, Bharat  
Tel.: +91-98985 37188;

Website: [www.yuranusinfra.com](http://www.yuranusinfra.com); E-mail ID: [cs@yuranusinfra.com](mailto:cs@yuranusinfra.com)

**POSTAL BALLOT NOTICE**

**(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)**

To the Members of the Company,

**Notice** is hereby given that the resolution as set out below is proposed for approval by the Members of **YURANUS INFRASTRUCTURE LIMITED** (the “**Company**”) by means of Postal Ballot, only by way of e-voting process (“**e-voting**”) being provided by the Company to all its Members to cast their votes electronically, pursuant to Section 108 and 110 of the Companies Act, 2013 (the “**Act**”) and other applicable provisions of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”) and other applicable rules made thereunder, Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India (“**ICSI**”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), read with the General Circular No. 14/2020 dated 8th April 2020, the General Circular No. 17/2020 dated 13th April 2020, the General Circular No. 09/2023 dated 25th September, 2023, General Circular Nos. 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (“**MCA**”) read together with previous circulars issued by MCA in this regard (“**MCA Circulars**”), and Circular Nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India (“**SEBI**”) read together with previous circulars issued by SEBI in this regard (“**SEBI Circulars**”) and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time).

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. The instructions related to e-voting are appended to this Notice.

An explanatory statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company has appointed M/s. Pitroda Nayan & Co., Practicing Company Secretary (Membership No. No. 58473, CP No. 23912), as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The remote e-voting period commences from 9.00 a.m. (IST) on Thursday, March 27, 2025 and ends at 5.00 p.m. (IST) on Friday, April, 25, 2025. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced within two working days of the end of e-voting period.

The said results along with the report of the Scrutinizer will also be placed on the website of the Company at [www.yuranusinfra.com](http://www.yuranusinfra.com), the website of MUFG Intime India Private Limited (**Formerly known as "Link Intime India Private Limited"**), Registrar & Transfer Agent ("**RTA**") of the Company at [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) and shall also be displayed at the registered office of the Company. The results shall simultaneously be submitted to the Stock Exchange(s) and be made available at [www.bseindia.com](http://www.bseindia.com). The resolution will be deemed to be passed on Friday, April, 25, 2025 subject to receipt of the requisite number of votes in favour of the resolution.

#### **SPECIAL BUSINESS:**

- 1. To consider and approve the appointment of Ms. Shobha Bharti (DIN: 05318463) as a Non-Executive Independent Director of the Company for a first term of 5 (Five) years effective from February 11, 2025 to February 10, 2030 and in this regard, pass the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the "**Act**") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16 and 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") (including any statutory modification(s) or reenactment (s) thereof for the time being in force), based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, **Ms. Shobha Bharti (DIN: 05318463)**, who has been appointed as an Additional Director of the Company in the capacity of Non-Executive Independent Director with effect from February 11, 2025 and who has submitted a declaration of independence as provided under Section 149(6) of the Act and applicable rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act from a member proposing her candidature for the office of an Independent Director of the Company, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a first term of 5 (Five) years effective from February 11, 2025 to February 10, 2030, on such terms and conditions as detailed in the explanatory statement annexed hereto.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers to any officer(s)/authorised representative(s) to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

#### **Registered Office:**

Rannade House, First Floor,  
Opp. Sankalp Grace 3, Near Ishan Bungalows,  
Shilaj, Ahmedabad – 380058,  
Gujarat, Bharat

#### **By Order of the Board of Directors**

**Nitinbhai Govindbhai Patel**  
**Chairman cum Managing Director**  
**DIN: 06626646**

CIN: L74110GJ1994PLC021352  
E-mail ID: [info@yuranusinfra.com](mailto:info@yuranusinfra.com)  
Website: [www.yuranusinfra.com](http://www.yuranusinfra.com)  
Tel: +91 98985 37188

**Place: Ahmedabad**

**Date: February 11, 2025**

## NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Act read with Section 110 of the Act and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) as amended, setting out the material facts relating to the special business to be transacted as mentioned in Item No. 1 is annexed to the Postal Ballot Notice.
2. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment are also annexed to this Notice.
3. In accordance with the MCA Circulars and the SEBI Listing Regulations, the Company is sending the Notice in electronic form only by e-mail to all Members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories viz., National Securities Depository Limited (the “NSDL”) and Central Depository Services (India) Limited (the “CDSL”) as on Friday, March 21, 2025 (the “Cut-Off Date”) and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Registrar and Share Transfer Agent of the Company, M/s. MUFG Intime India Private Limited (the “RTA”), in accordance with the provisions of the Act read with the rules framed thereunder and the framework provided under the MCA circulars. Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as on the Cut-Off Date or who becomes a member of the Company after the Cut-Off Date should treat this Notice for information purposes only.
4. The Notice is being sent in electronic form only and the physical copy of the Notice along with the Postal Ballot Form and pre-paid business envelope will not be sent to the Members. Accordingly, the communication of the assent or dissent of the Members would take place through e-voting system only.
5. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., closure of Friday, March 21, 2025.
6. Relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement are open for inspection by the Members at the Registered Office of the Company during business hours on all working days, until the last date of remote e-voting.
7. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
8. Members may note that the Notice will also be available on the Company's website at [www.yuranusinfra.com](http://www.yuranusinfra.com), website of the Stock Exchanges i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of MUFG Intime India Private Limited (the “RTA”), at [in.mpms.mufig.com](http://in.mpms.mufig.com).
9. Members whose e-mail address is not registered and who wish to receive the Notice(s), Annual Report and all other communications by the Company, from time to time may get their e-mail address registered by submitting Form ISR-1 to MUFG Intime India Private Limited (the “RTA”), at [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) or to the Company at [cs@yuranusinfra.com](mailto:cs@yuranusinfra.com). However, for the shares held in demat form, members are requested to write to their respective DPs.
10. The Board of Directors in its Board Meeting held on Tuesday, February 11, 2025 has approved the appointment of National Securities Depository Limited (“NSDL”), as the agency to provide e-voting facility. The instructions for e-voting are provided in the Postal Ballot Notice and Members may cast their vote by following the instructions provided in the Notes to the Notice.

11. The Postal Ballot e-voting facility will be available during the following period:

|                                 |  |
|---------------------------------|--|
| <b>Commencement of e-voting</b> | From 9:00 a.m. (IST) on Thursday, March 27, 2025 |
| <b>End of e-voting</b>          | Upto 5:00 p.m. (IST) on Friday, April 25, 2025   |

12. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.
13. The Members may please note that the e-voting shall not be allowed beyond the above-mentioned date and time.
14. The resolution, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Friday, April 25, 2025 subject to receipt of the requisite number of votes in favour of the resolution.
15. The procedure for e-voting is as under:

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders  | Login Method   |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL. | <p>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> |

|  |   |
|--|---|
|  | <p>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div>  |
| Individual Shareholders holding securities in demat mode with CDSL                                     | <p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>  |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

| Login type   | Helpdesk details   |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000  |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |



**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:  |
|--|---|
| a) For Members who hold shares in demat account with NSDL.     | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.   |
| b) For Members who hold shares in demat account with CDSL.     | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.  |
| c) For Members holding shares in Physical Form.                | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [info@csnayan.com](mailto:info@csnayan.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@yuranusinfra.com](mailto:cs@yuranusinfra.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@yuranusinfra.com](mailto:cs@yuranusinfra.com) . If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014**

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee (“NRC”), in its meeting held on Tuesday, February 11, 2025, approved the appointment of **Ms. Shobha Bharti (DIN: 05318463)** as an Additional Director, designated as Non-Executive Independent Director of the Company effective from February 11, 2025 subject to the approval of the Members.

**Background and Profile of Ms. Shobha Bharti is as follows:**

*“Ms. Shobha Bharti is Results Driven, diligent Company Secretary with 12 plus years of distinguished experience in Company Secretarial, listing Compliance including corporate affairs and governance. A general understanding of strategic Goals and plans of the organization as well as ability to make sound judgments in case of conflict for the betterment of the organization. Experienced in dealing with board meetings and translating governance theory into appropriate framework and processes.*

In the opinion of the Board, Ms. Shobha Bharti fulfils the conditions for independence specified in the Act, the Rules made thereunder and the LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and he is independent of the Management. The Board noted that Ms. Shobha Bharti’s background and experience are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as an Independent Director. The Board was satisfied that the appointment is justified due to the following reasons:

The Company has received all statutory disclosures / declarations from Ms. Shobha Bharti, including the following:

- a. Consent in writing to act as Director in Form DIR-2, pursuant to Section 152(5) of the Act read with Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 (the “Appointment Rules”);
- b. Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that she is not disqualified under subsection (2) of Section 164 of the Act;
- c. A declaration to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations;
- d. A declaration to the effect she has registered herself with the Indian Institute of Corporate Affairs for inclusion of her name in the Data Bank as per the Rule 6 of the Appointment Rules.
- e. A declaration that she is not debarred from holding the office of Director by virtue of any SEBI order or any such authority.

Based on the above declarations, Ms. Shobha Bharti fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Rules made thereunder and SEBI Listing Regulations and is independent of the management.

The Company has also received a notice in writing from a member under Section 160(1) of the Act, proposing her candidature to the office of Independent Director.

In accordance with the provisions of Section 149 of the Act read with Schedule IV thereto, the appointment of Independent Directors requires approval of the Members. Further, as per Regulation 17(1C) of the Listing Regulations approval of shareholders for appointment or re-appointment of a person on the Board of Directors is required to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier, and as per Regulation 25(2A) of the Listing Regulations, appointment of an Independent Director shall be subject to the approval of Members by way of a special resolution. Accordingly, the appointment of Ms. Shobha Bharti as a Non-Executive Independent Director requires approval of the Members by passing a special resolution.



In consideration of the above, the resolution seeks approval of the Members by way of a special resolution for appointment of Ms. Shobha Bharti as a Non-Executive Independent Director of the Company for the first term of 5 (Five) years effective from February 11, 2025 to February 10, 2030 pursuant to Sections 149, 150, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and her office shall not be liable to retire by rotation.

Ms. Shobha Bharti will be entitled to receive remuneration by way of sitting fees for attending the Meetings of the Board and Committees as approved by the Board of Directors from time to time and reimbursement of expenses for participation in the Board/Committee meetings. Further, subject to the provisions of the Act & SEBI Listing Regulations.

A copy of the letter of appointment, setting out the terms and conditions of her appointment will be available for electronic inspection by the Members.

Save and except Ms. Shobha Bharti and her relatives are deemed to be interested in the aforesaid resolution, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1

The Board of Directors accordingly recommends the Special resolution as set out at Item No. 1 of the Notice for the approval of the Members.

Disclosures as required under Regulation 36(3) of the Listing Regulations and SS-2 issued by ICSI are annexed to this Notice.

### Annexure to the Notice of Postal Ballot

**Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard - 2, in respect of the Directors seeking appointment:**

|   |  |                      |   |
|---|--|----------------------|---|
| <b>Name of Director</b>   | Ms. Shobha Bharti  |                      |   |
| <b>Category of Director</b>   | Non-Executive Independent Director   |                      |   |
| <b>Director Identification Number (DIN)</b>   | 05318463   |                      |   |
| <b>Age/DOB</b>  | 18/06/1981   |                      |   |
| <b>Date of first appointment</b>  | February 11, 2025  |                      |   |
| <b>Qualification, Brief resume/Experience (including expertise in specific functional area, skills and capabilities required for the role)</b>                                | As detailed in explanatory statement above.  |                      |   |
| <b>Terms and Conditions of appointment/re- appointment</b>  | As detailed in this Notice along with explanatory statement in Item No. 1 of this Notice.  |                      |   |
| <b>Remuneration last drawn (including sitting fees, if any)</b>   | Not Applicable   |                      |   |
| <b>Remuneration proposed to be paid</b>   | Entitled to Sitting Fees for Board & Committee Meetings attended as per the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations. |                      |   |
| <b>Shareholding in the Company as on date of Notice (including shareholding as Beneficial Owner)</b>  | Nil  |                      |   |
| <b>Relationship with other Directors/Key Managerial Personnel/Managers</b>  | None   |                      |   |
| <b>Number of Board meetings attended during the year</b>  | Not Applicable   |                      |   |
| <b>Directorship of other Boards as on date of Notice and Membership/Chairmanship of Committees of the other Boards as on date of Notice</b>                                   | <b>Name of Company</b>   | <b>Designation</b>   | <b>Committee Position</b>   |
|   | Amazoone Ceramics Limited  | Independent Director | Nil   |
|   | Surilli Music Club Limited   | Independent Director | Nil   |
|   | Crystal Ceramic Industries Limited   | Independent Director | Nil   |
|   | Axita Cotton Limited   | Independent Director | 1. Audit Committee – Chairman<br>2. Nomination & Remuneration Committee – Chairman<br>3. Stakeholders Relationship Committee -Member<br>4. Risk Management Committee – Member<br>5. Corporate Social Responsibility Committee -Member |
| <b>Listed Entities from which he had resigned in the past three years</b>   | NA   |                      |   |
| <b>Information as required pursuant to NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 &amp; BSE Circular No. LIST/COMP/14/2018-19 June 20, 2018 dated June 20, 2018</b> | The Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.                  |                      |   |

**Registered Office:**

Rannade House, First Floor,  
Opp. Sankalp Grace 3, Near Ishan Bungalows,  
Shilaj, Ahmedabad – 380058, Gujarat, Bharat

CIN: L74110GJ1994PLC021352  
E-mail ID: [info@yuranusinfra.com](mailto:info@yuranusinfra.com)  
Website: [www.yuranusinfra.com](http://www.yuranusinfra.com)  
Tel: +91 98985 37188

**Place: Ahmedabad**  
**Date: February 11, 2025**

**By Order of the Board of Directors**

**Nitinbhai Govindbhai Patel**  
**Chairman cum Managing Director**  
**DIN: 06626646**