

NOTICE

NOTICE is hereby given that the 31st Annual General Meeting of **PUROHIT CONSTRUCTION LIMITED** will be held on Friday, August 12, 2022 at 11.00 A.M. through Video Conferencing or other audio visual means to transact the following business and the place of the meeting shall be deemed to be the registered office of the Company:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the financial statements of the Company including Audited Balance Sheet as at 31st March, 2022 and Statement of Profit and Loss and Cash Flow statement for the year ended on that date together with the Directors' Report and the Auditors' Report thereon.
2. To appoint a director in place of Shri Saumil Purohit (DIN: 01861110), who retires by rotation and being eligible offers himself for re- appointment.
3. To appoint Statutory Auditors and fix their remuneration.

RESOLVED THAT pursuant to the provisions of the section 139(8) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), appointment of Naresh J Patel & Co, Chartered Accountants (Membership Number: 123227W), Ahmedabad, who were appointed by the Board of directors as the Statutory Auditors of the Company w.e.f. 18th May, 2022 till the conclusion of this Annual General Meeting of the Company, to fill the casual vacancy caused by the resignation of M/s. Parekh Parekh and Associates, Chartered Accountants (Firm Reg. No. 132988W), Ahmedabad the Statutory auditors of the Company be and is hereby approved at such remuneration as may be decided by any Director of the Company.

RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013, and the Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation made by the Audit Committee of the Board, Naresh J Patel & Co., Chartered Accountants (Firm Registration No. 123227W), Ahmedabad, be and are hereby appointed as the Statutory Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this Annual General Meeting (AGM) to the conclusion of the AGM to be held for the financial year ending on 31st March, 2027 at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.

SPECIAL BUSINESSES:

4. Approval of Related Party Transactions.

To consider and if though fit to pass with or without modification(s), the following resolution as **ORDINARY RESOLUTION:**

RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended till date, read with Section 188 of the Companies Act, 2013 ('the Act'), the rules made thereunder (including any other applicable provision(s) or statutory modification(s) or re-enactment thereof for the time being in force) and company's 'Policy on Related Party Transactions' and as per the recommendation / approval of the Audit Committee and the Board of Directors of the Company and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, approval of the Members be and is hereby accorded to the Company for entering into and/or continuing with transactions / contracts / arrangements / agreements with the Related Parties as mentioned in the explanatory statement for a period of three years commencing from financial year 2023-24 to financial year 2025-26 which are in ordinary course of business and on arm's length basis provided that the aggregate amount/value of all such arrangements/transactions/contracts that may be entered into by the Company with the Related Parties for the amount remaining outstanding at any one point in time shall not exceed the limits during any one financial year as enumerated in the explanatory statement.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps, as the Board may in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**.

RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and Regulation 17 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Daarrpan Rajeshbhai Shah (DIN: 09449828), who was appointed as an Additional Director of the Company by the Board of Directors (and categorized as 'Independent Director') w.e.f. 9th July, 2022 and who holds office as an Additional Director upto the date of ensuing General Meeting or upto three months from the date of his appointment, whichever is earlier, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years w.e.f. 9th July, 2022.

RESOLVED FURTHER THAT any Executive Director or the Company Secretary of the Company be and is hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**.

RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and Regulation 17 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Karan Sudhirkumar Shah (DIN: 09666627), who was appointed as an Additional Director of the Company by the Board of Directors (and categorized as 'Independent Director') w.e.f. 9th July, 2022 and who holds office as an Additional Director upto the date of ensuing General Meeting or upto three months from the date of his appointment, whichever is earlier, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years w.e.f. 9th July, 2022.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

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7. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**.

RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and Regulation 17 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Smt. Fatima Iyer (DIN: 07047815), who was appointed as an Additional Director of the Company by the Board of Directors (and categorized as 'Independent Director') w.e.f. 9th July, 2022 and who holds office as an Additional Director upto the date of ensuing General Meeting or upto three months from the date of his appointment, whichever is earlier, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years w.e.f. 9th July, 2022.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**.

RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and Articles of Association of the Company approval of members of the Company be and is hereby granted for reappointment of Shri Saumil Purohit (DIN: 01861110) as a Joint Managing Director (Key Managerial Personnel) for a period of three years with effect from 1st January, 2023 on the terms and conditions as set out in the explanatory statement.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year of the Company has no profits or the profits are inadequate it shall pay remuneration by way of salary and perquisites and allowances as specified above subject to the overall limits as may be prescribed or amended in future from time to time under the provisions of the Companies Act, 2013, Schedule thereof and the Rules framed there under as well as any other statutory provisions as may be applicable to the Joint Managing Director during the tenure of his office.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to take all necessary and ancillary steps to give effect to this resolution and to file necessary form(s) with the MCA/ROC in the matter.

9. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**.

RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and Articles of Association of the Company approval of members of the Company be and is hereby granted for reappointment of Shri Narendra Purohit (DIN: 00755195) as Managing Director (Key Managerial Personnel) for a period of five years including payment of remuneration for the period of three years with effect from 1st April, 2022 on the terms and conditions as set out in the explanatory statement.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year of the Company has no profits or the profits are inadequate it shall pay remuneration

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by way of salary and perquisites and allowances as specified above subject to the overall limits as may be prescribed or amended in future from time to time under the provisions of the Companies Act, 2013, Schedule thereof and the Rules framed there under as well as any other statutory provisions as may be applicable to the Joint Managing Director during the tenure of his office.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to take all necessary and ancillary steps to give effect to this resolution and to file necessary form(s) with the MCA/ROC in the matter.

Date : 18/07/2022
Place : Ahmedabad

BY ORDER OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED

REGISTERED OFFICE:

401, Purohit House,
Opp. Sardar Patel Stadium,
Navrangpura, Ahmedabad-380009.

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

Notes:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021 and Circular No. 2/2022 dated May 5, 2022 issued by the Ministry of Corporate issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporate is entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.purohitconstruction.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

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6. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular as issued from time to time and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) in this regard.
7. Statement pursuant to provisions of Section 102 of the Companies Act, 2013 and SEBI Regulations is annexed hereto.
8. Pursuant to SEBI Circular dated 3rd November, 2021 read with SEBI Circulars dated 14th December, 2021 and 25th January, 2022 on Common and Simplified Norms for processing Investor’s Service, the shareholders holding shares in Physical mode are mandatorily require to record their PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination with the Company/ Registrar & Share Transfer Agent (RTA) of the Company. The salient features and requirements of the circular are as follows:
 - A) If case of Non - updation of KYC - Folios wherein any ONE of the cited details/documents, (i.e PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination) are not available on or after April 01, 2023, shall be frozen as per SEBI circular. The securities in the frozen folios shall be eligible to lodge any grievance or avail service request from the RTA only after furnishing the complete documents / details as aforesaid. And eligible for any payment including dividend, interest or redemption payment only through electronic mode upon complying with the above stated requirements.
 - B) The relevant formats for Nomination and Updation of KYC details viz; Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and SEBI circular are available on Company website as well as the website of RTA. Original cancelled cheque leaf bearing the name of the first holder failing which first security holder is required to submit copy of bank passbook / statement attested by the bank which is mandatory for registering the new bank details.

Mandatory Linkage of PAN with Aadhaar - As per the Central Board of Direct Taxes (CBDT), it is mandatory to link PAN with Aadhaar number by March 31, 2022. A communication in this regard was sent to physical shareholders. Security holders who are yet to link the PAN with Aadhaar number are requested to get the same done before 31st March, 2023. Post 31st March, 2023 or any other date as may be specified by the CBDT, RTAs shall accept only valid PANs and the ones which are linked to the Aadhaar number. The folios in which PAN is / are not valid as on the notified cut-off date of 31st March, 2023 or any other date as may be specified by the CBDT, shall also be frozen.

In view of the above, we request you to submit the KYC Form, duly completed along with Investor Service Request Form ISR-1 and the required supporting documents as stated in Form ISR-1 at the earliest to RTA.
9. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
10. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before August 2, 2022 through email on cs@purohitconstruction.com. The same will be replied by the Company suitably. All the documents, if any, referred to in this notice and explanatory statement are available for inspection of the members at the Registered Office of the Company on any working day except Saturday, between 10:00 a.m. to 1:00 p.m. up to the conclusion of this meeting.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, August 9, 2022 at 10:00 a.m. (IST) and ends on Thursday, August 11, 2022 at 5:00 p.m. (IST). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, August 5, 2022 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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

Details on Step 1 is mentioned below:

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 ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password 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 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 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 For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details 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’?

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- (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.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on 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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - 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.
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Details on Step 2 is given below:

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
 2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
 3. Select "EVEN" of company for which you wish to cast your vote.
 4. Now you are ready for e-Voting as the Voting page opens.
 5. 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.
 6. Upon confirmation, the message "Vote cast successfully" will be displayed.
 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
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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 evoting@parikhDave.com with a copy marked to evoting@nsdl.co.in.
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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 to reset the password.
3. 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 or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

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@purohitconstruction.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@purohitconstruction.com

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@purohitconstruction.com. The same will be replied by the company suitably.

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6. Shri Uday Dave failing him Shri Umesh Parikh, Partner of Parikh Dave & Associates, Practicing Company Secretaries, Ahmedabad has been appointed as the Scrutinizer to scrutinize the e-voting process and voting process at AGM in a fair and transparent manner.
7. Brief Profile of Directors seeking appointment / re-appointment at the Annual General Meeting pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the ICSI, are given below:

Name of Director	Narendra Purohit	Saamil Narendrabhai Purohit	Daarrpan Rajeshbhai Shah	Karan Sudhirkumar Shah	Fatima Iyer
DIN	00755195	01861110	09449828	09666627	07047815
Date of Birth	01/05/1955	21/09/1983	20/10/1983	22/12/1991	14/04/1975
Date of Appointment	01/04/2007	01/01/2010	09/07/2022	09/07/2022	09/07/2022
Qualification, Experience and Expertise	Commerce Graduate Management, Finance and Strategic business planning.	Commerce Graduate Finance and Strategic business planning	Post Graduate in Finance Having experience in financial management services like Portfolio Management Services (PMS), as well as project Funding, FIs, FPIs plus all financial instruments.	Graduate in Commerce He has vast knowledge and experience of more than 9 years in the area of Accounts & Finance.	Double Post Graduate in Economic and Marketing She has vast knowledge and experience of more than 20 years in the area of Business Consultancy, Human Resource Practice, and Marketing.
Shareholding in the Company	8,48,700 (19.26%)	4,45,910 (10.12%)	Nil	Nil	Nil
No. of Board meetings attended in the F.Y.: 2021-22	6/6	6/6	N.A.	N.A.	N.A.
*Details of Directorship held in other Companies as on 31/03/2022	NIL	NIL	MADHUSUDAN INDUSTRIES LIMITED Designation: Additional Director	NIL	NIL
#Details of Membership / Chairmanship of Committee as on 31/03/2022	NIL	NIL	Chairman of the Audit Committee of MADHUSUDAN INDUSTRIES LIMITED	NIL	NIL
Disclosure of relationship between Director Inter-se	Father of Saamil Purohit	Son of Narendra Purohit	None	None	None

* Excludes the Private Limited Companies, Foreign Companies and Companies regd. under Section 8 of the Companies Act, 2013.

Under this column, membership/Chairmanship of Audit Committee and Stakeholders Relationship Committee only is considered.

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8. Members holding shares in electronic form are requested to intimate immediately the change, if any in their registered address to their Depository Participants with whom they are maintaining their de-mat accounts. Members holding shares in physical form are requested to intimate any such change to the Company or its Share Transfer Agent i.e. Bigshare Services Pvt. Ltd., quoting their folio numbers.
9. Members holding shares in demat form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service [NECS], Electronic Clearing Services [ECS] mandates, nominations, power of attorneys, change in address, change of name, email address, contact numbers, etc. if any to their Depository Participant [DP]. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agents to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the Company or Bigshare Services Pvt. Ltd., Registrar and Transfer Agents of the Company.
10. Pursuant to SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018-49 dated 30th November, 2018, all shareholders holding equity shares in physical form are informed that requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from 1st April, 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company promptly.

Date : 18/07/2022
Place : Ahmedabad

BY ORDER OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED

REGISTERED OFFICE:
401, Purohit House,
Opp. Sardar Patel Stadium,
Navrangpura, Ahmedabad-380009.

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No. 3

M/s. Parekh Parekh and Associates, Chartered Accountants (Firm Registration No. 132988W), Ahmedabad were appointed as Statutory Auditors of the Company at 28th Annual General Meeting ('AGM') held on 27th September, 2019, until the conclusion of AGM to be held for the financial year ending on 31st March, 2024. The auditors have tendered their resignation with effect from 14th May, 2022 due to expiration of their peer review certificate.

To fill this casual vacancy, based on the recommendations of Audit Committee, Board of Directors of the Company at their Meeting held on 18th May, 2022, approved appointment of M/s. Naresh J Patel & Co., Chartered Accountants (Firm Reg. No. 123227W), Ahmedabad as the Statutory Auditors of the Company till the conclusion of this Annual General Meeting and further for the term of five years from the conclusion of this Annual General Meeting (AGM) until the conclusion of AGM to be held for the financial year ending on 31st March, 2027 at an annual remuneration of Rs. 83,000 (Rupees Eighty Three Thousand only) for the financial year ending 31st March, 2023 plus out of pocket expenses and applicable taxes, if any, which is subject to approval of shareholders in Annual General Meeting. The remuneration of the subsequent years of their tenure shall be finalised / determined based on the recommendations of the Audit Committee considering their scope of work and other relevant facts and as will be mutually decided. There is material change in the fee payable to the incoming auditor from that paid to the outgoing auditor as the Company desires to avail expertise audit services from the good size of firm and having experience more than 25 years.

Considering wide experience and expertise of M/s. Naresh J Patel & Co., Chartered Accountants their appointment is proposed by the Board. M/s. Naresh J Patel & Co., Chartered Accountants have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014. The firm also holds valid 'Peer Review' certificate as issued by 'ICAI'.

As per the provisions of Companies Act, 2013 read with rules made thereunder a casual vacancy caused due to resignation of Statutory Auditor needs to be approved by the members in a general meeting within three months.

Accordingly, the Board of Directors recommends the resolution set at Item No. 3 of the Notice for the approval of the members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the proposed resolution.

Item No. 4

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called as "the Listing Regulations"), all Related Party Transactions shall require prior approval of the Audit Committee and all material transactions with related parties shall require approval of the Members of the Company through a resolution.

A transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

The Company envisages that the transaction(s) to be entered into with following related parties whether individually and/or in aggregate would exceed the stipulated threshold of ten percent of the annual consolidated turnover of the Company as per the audited financial statements for the financial year 2021-22.

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Hence, the approval of the Members will be required for the same. It is therefore proposed to obtain the Members' approval for the following arrangements/transactions/ contracts which may be entered into by the Company with its related parties from time to time:

Name of the related party	Type of transactions	Maximum amount per annum for each F.Y. 2023-24, 2024-25, 2025-26 (Rs. In Lacs)
Shri Narendra M Purohit	- Civil Construction work and others work - Land Development - Reimbursements of income / expenditure	50.00
Aabhaar Procon LLP	- Civil Construction work and others work - Land Development - Reimbursements of income / expenditure	50.00
Shree Siddhivinayak Devsthan Trust	- Reimbursements of income / expenditure - Civil Construction work and others work	50.00

Keeping in view the significance of the proposed transactions, the Audit Committee and Board have approved the aforesaid Related Party Transactions subject to approval of members and noted that these transactions shall be in the Ordinary Course of Business and at arm's length basis.

Members may note that as per the provisions of the Listing Regulations, no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

Details of the Material Related Party Transactions, as required, under the SEBI Circular No. SEBI/HO/CFD/ CMD1/ CIR/P/2021/662 dated 22nd November, 2021 are as follows:

Sr. No.	Particulars	Details (1)	Details (2)	Details (3)
1	Name of the Related Party(ies) and Nature of Relationship	Shri Narendra M Purohit – Managing Director of the Company	Aabhaar Procon LLP - A LLP in which the Director of the Company and relative of Director are Designated Partners.	Shree Siddhivinayak Devsthan Trust - A trust in which Director is a trustee.
2	Nature, duration, tenure, material terms, monetary value and particulars of the contract or arrangement	Duration of contract will be as per contract to contract basis and depending upon the quantum of contract , rest of other details are as mentioned above.		
3	Percentage of the Company's annual consolidated turnover for the immediately preceding financial year i.e. Financial Year 2021- 22, that is represented by the value of the proposed transaction	200%	200%	200%
4	Justification as to why the RPTs are in the interest of the listed entity	Related parties are in business and providing services since long period and having expertise in respect of the work / contract and services which are to be derived from respective party.		

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Sr. No.	Particulars	Details (1)	Details (2)	Details (3)
5	A copy of the valuation or other external party report, if any such report has been relied upon;	The transactions do not contemplate any valuation.		
6	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis	Not Applicable		
7	Name of the Director or KMP who is related, if any	Shri Narendra M Purohit and Shri Saumil Purohit	Shri Narendra M Purohit	Shri Narendra M Purohit
8	Any other information that may be relevant	NIL		

Apart from the above, none of the other directors and key managerial personnel or their relatives are interested in the resolution as set out in notice.

The Board recommends the resolution set forth in the above item for the approval of the members by way of Ordinary Resolution.

Item No. 5

The Board of Directors of the Company at its meeting held on 9th July, 2022 has based on the recommendation of the Nomination and remuneration committee appointed Shri Daarrpan Shah as an Additional Director (to be categorized as an Independent Director) with effect from 9th July, 2022 subject to the approval of members at the ensuing General Meeting.

Shri Daarrpan Shah (DIN: 09449828), aged 39 years is Post Graduate in Finance, having experience in financial management offering various services like Portfolio Management Services(PMS), as well as project Funding, FIIs, FPIs plus all financial instruments.

The Company has received from him requisite consent, intimation and a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act, in connection with his appointment as an Independent Director. The Company has also received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing candidature of Shri Daarrpan Rajeshbhai Shah the office of Director of the Company. In the opinion of the Board, he fulfills the conditions of Independence as specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and he is independent of the promoters and Management of the Company.

Pursuant to the provisions of Section 149 and other applicable provisions if any of the provisions of Companies Act, 2013 read with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of members by way of Special resolution is required for appointment of Independent Director.

Considering his experience, expertise, skills and knowledge it would be advisable and in the interest of the Company to appoint him as a Director (Independent category) on the Board.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection during business hours by the Members at the Registered Office of the Company between 10:00 am to 5:00 pm on all working days (Monday to Friday) except Saturdays, Sundays and holidays upto the date of Annual General Meeting.

Your Directors recommend the passing of the proposed Special Resolution.

Except Shri Daarrpan Rajeshbhai Shah, being an appointee, none of the other Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 6

The Board of Directors of the Company at its meeting held on 9th July, 2022 has based on the recommendation of the Nomination and remuneration committee appointed Shri Karan Shah as an Additional Director (to be categorized as an Independent Director) with effect from 9th July, 2022 subject to the approval of members at the ensuing General Meeting.

Shri Karan Shah (DIN: 09666627), aged 31 years is a Graduate in Commerce. He has expertise knowledge and experience of more than 9 years in the area of Accounts & Finance.

The Company has received from him requisite consent, intimation and a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act, in connection with his appointment as an Independent Director. The Company has also received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing candidature of Shri Karan Shah for the office of Director of the Company. In the opinion of the Board, he fulfills the conditions of Independence as specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and he is Independent of the promoters and Management of the Company.

Pursuant to the provisions of Section 149 and other applicable provisions if any of the provisions of Companies Act, 2013 read with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of members by way of Special resolution is required for appointment of Independent Director.

Considering his experience, expertise, skills, and knowledge it would be advisable and in the interest of the Company to appoint him as a Director (Independent category) on the Board.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection during business hours by the Members at the Registered Office of the Company between 10:00 am to 5:00 pm on all working days (Monday to Friday) except Saturdays, Sundays and holidays upto the date of Annual General Meeting.

Your Directors recommend the passing of the proposed Special Resolution.

Except Shri Karan Shah, being an appointee, none of the other Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 7

The Board of Directors of the Company at its meeting held on 9th July, 2022 has based on the recommendation of the Nomination and remuneration committee appointed Smt. Fatima Iyer as an Additional Director (to be categorized as an Independent Director) with effect from 9th July, 2022 subject to the approval of members at the ensuing General Meeting.

Smt. Fatima Iyer (DIN: 07047815), aged 47 is double Post Graduate in Economic and in Marketing. She has vast knowledge and experience of more than 20 years in the area of Business Consultancy, Human Resource Practice and Marketing.

The Company has received from him requisite consent, intimation and declaration that she meets the criteria of independence as provided under Section 149(6) of the Act, in connection with her appointment as an Independent Director. The Company has also received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing candidature of Smt. Fatima Iyer for the office of Director of the Company. In the opinion of the Board, she fulfills the conditions of Independence as specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and she is Independent of the promoters and Management of the Company.

Pursuant to the provisions of Section 149 and other applicable provisions if any of the provisions of

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Companies Act, 2013 read with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of members by way of Special resolution is required for appointment of Independent Director.

Considering her experience, expertise, skills and knowledge it would be advisable and in the interest of the Company to appoint her as a Director (Independent category) on the Board.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection during business hours by the Members at the Registered Office of the Company between 10:00 am to 5:00 pm on all working days (Monday to Friday) except Saturdays, Sundays and holidays upto the date of Annual General Meeting.

Your Directors recommend the passing of the proposed Special Resolution.

Except Smt. Fatima Iyer, being an appointee, none of the other Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 8

The term of Shri Saumil Purohit as a Joint Managing Director will expire on 31st December, 2022. Considering his experience, knowledge and skills the Board of Directors at their meeting held on 8th February, 2022 upon recommendation of Nomination and Remuneration Committee, has re-appointed him as a Joint Managing Director (Key Managerial Personnel) and payment of remuneration as mentioned below for further period of three years with effect from 1st January, 2023.

Shri Saumil Purohit is a Commerce Graduate and has been associated with the Company for more than 13 years. He is actively involved in accomplishment of the Company's various projects. He has contributed immensely in the growth of the Company.

Notwithstanding anything to the contrary herein contained, where, in any financial year the Company, has no profits or its profits are inadequate, the Company shall pay remuneration by way of salary and perquisites and allowances as specified above subject to the limits as may be prescribed or amended in future from time to time under the provisions of the Companies Act, 2013, Schedule thereof and the Rules framed there under as well as any other statutory provisions as may be applicable.

Pursuant to the provision of section 196, 197 read with Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company shall be required to take approval of members by way of special resolution for re-appointment and payment of remuneration to Managing Director (Executive Director).

In the opinion of the Board, Shri Saumil Purohit fulfills the conditions specified in the Companies Act, 2013 and rules made there under for his re-appointment as a Joint Managing Director of the Company.

Your Directors recommend the resolution as embodied in the notice to be passed with or without modifications as Special Resolution.

Except Shri Narendra M. Purohit, Managing Director and Shri Saumil Purohit, Joint Managing Director along with their relatives, none of the other Director, Key Managerial Personnel of the Company is concerned or interested in the above resolution.

Statement containing information required to be given as per item (iv) of third proviso of Section II of Part II of Schedule V to the Companies Act, 2013:

I. *General Information: As per note below.

II. Information about the appointee:

1. Background Details: Shri Saumil Purohit is a Commerce Graduate and has been associated with the Company for more than 13 years. He is actively involved in accomplishment of the Company's various projects.

2. Past Remuneration: Rs. 13.20 Lacs
3. Recognition or awards: NIL
4. Job Profile and his suitability: Managing Director is required to shoulder the responsibilities of the strategic transactions of the Company and ensure smooth functioning of the Company through effective leadership. His acquaintance in the Construction sector coupled with skill and zeal he possesses enables him to carry out his responsibilities effortlessly. Under his leadership Company was able to accomplish many projects.
5. Remuneration proposed: As mentioned above.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: There are no companies of the same size in the industry as such there is no statistics available of comparative remuneration profiles.
7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: In addition to remuneration and perquisites, Shri Saumil Purohit holds 4,45,910 equity shares (10.12%) in the Company.

III. *Other information: As per note below.

IV. Disclosure:

- i) **Salary:** Up to Rs. 1,10,000/- (Rupees One Lakh Ten Thousand only) per month subject to increment of upto 20% p.a as may be decided by Board of Directors.
- ii) In addition to the salary he shall be entitled to the perquisites as listed below:
 - a) Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling of the perquisites to the extent these singly or together are not taxable under the Income-Tax Act.
 - b) Gratuity payable shall not exceed half a month's salary for each completed year of service.
 - c) Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.
2. The Company will reimburse to the Joint Managing Director such expenses as he may incur on behalf of the Company.
3. The Joint Managing Director will be entitled to the earned Privilege Leave on full pay and allowance as per the rules of the Company not exceeding one month leave for every eleven months of service.
4. The Joint Managing Director shall be entitled to all the other benefits as available to the senior employees of the Company as per the policy of the Company.

Item No. 9

The term of Shri Narendra Purohit as a Managing Director has expired on 31st March, 2022. Considering his experience, knowledge and skills the Board of Directors at their meeting held on 8th February, 2022, upon recommendation of Nomination and Remuneration Committee, has re-appointed him as a Managing Director (Key Managerial Personnel) and payment of remuneration as mentioned below for further period of five years and remuneration for the period of three years with effect from 1st April, 2022.

Shri Narendra Purohit is a Commerce Graduate and has been associated with the Company for more than 15 years. He is actively involved in accomplishment of the Company's various projects. He has contributed immensely in the growth of the Company.

Notwithstanding anything to the contrary herein contained, where, in any financial year the Company, has no profits or its profits are inadequate, the Company shall pay remuneration by way of salary and perquisites and allowances as specified above subject to the limits as may be prescribed or amended in future from time to time under the provisions of the Companies Act, 2013, Schedule thereof and the Rules framed there under as well as any other statutory provisions as may be applicable.

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Pursuant to the provision of section 196, 197 read with Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company shall be required to take approval of members by way of special resolution for re-appointment and payment of remuneration to Managing Director (Executive Director).

In the opinion of the Board, Shri Narendra Purohit fulfills the conditions specified in the Companies Act, 2013 and rules made there under for his re-appointment as a Managing Director of the Company.

Your Directors recommend the resolution as embodied in the notice to be passed with or without modifications as Special Resolution.

None of the Directors of the company except Shri Narendra Purohit, Managing Director being the appointee and Shri Saumil Purohit, Joint Managing Director being related to him, concerned or interested in the above resolution.

Statement containing information required to be given as per item (iv) of third proviso of Section II of Part II of Schedule V to the Companies Act, 2013:

I. *General Information: As per note below.

II. Information about the appointee:

1. Background Details: Shri Narendra Purohit is a Commerce Graduate and has been associated with the Company for more than 15 years. He is actively involved in accomplishment of the Company's various projects.
2. Past Remuneration: Rs. 16.80 Lacs
3. Recognition or awards: NIL
4. Job Profile and his suitability: Managing Director is required to shoulder the responsibilities of the strategic transactions of the Company and ensuring the smooth functioning of the Company through effective leadership. His in depth knowledge of the construction sector has strengthened the brand of the company in the market. His leadership has enabled the Company to withstand the stiff competition prevailing in the industry. Hence his appointment as Managing Director is in the interest of the Company.
5. Remuneration proposed: Salary, as mentioned above.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person.: There are no companies of the same size in the industry as such there is no statistics available of comparative remuneration profiles.
7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.: In addition to remuneration and perquisites withdrawn, Shri Narendra Purohit holds 8,48,700 (19.26%) shares in the Company.

V. *Other information: As per note below.

VI. Disclosure:

1. He shall be entitled to the following Salary and Perquisites:
 - i) Salary: Up to Rs. 1,40,000/- (Rupees One Lakh forty Thousand only) per month subject to increment of up to 20% p.a as may be decided by Board of Directors.
 - ii) In addition to the salary he shall be entitled to the perquisites as listed below, which shall not be included in the computation of ceiling of remuneration specified herein above:
 - a) Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these singly of together are not taxable under the Income-Tax Act.
 - b) Gratuity payable shall not exceed half a month's salary for each completed year of service.
 - c) Encashment of leave at the end of the tenure.

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8. In case the Company has no profits or the profits are inadequate in any financial year during the term of office, the Managing Director shall be entitled to receive the above salary and perquisites as minimum remuneration, however in any case, the total remuneration shall not exceed the limit as specified in Schedule V of the Companies Act, 2013.
9. The Company will reimburse to the Managing Director such expenses as he may incur on behalf of the Company.
10. The Managing Director will be entitled to the earned Privilege Leave on full pay and allowance as per the rules of the Company not exceeding one month leave for every eleven months of service.
11. The Managing Director shall not be liable to retire by rotation.
12. The Managing Director shall not be entitled to receive any sitting fee for attending the meetings of the Board of Directors or committee thereof from the date of this appointment.

***Note:**

I. GENERAL INFORMATION:

1	Nature of Industry	Construction and trading of construction material		
2	Date or Expected Date of Commencement of Commercial Production	Not applicable as the company has already undertaken commercial activities long back		
3	In case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
4	Financial performance based on given indicators.	Rs. in thousands		
		Particulars	2021-22	2020-21
		Total Income	2,713	1,456
		Profit Before Tax and		
		Depreciation (Including Exceptional Item)	(7,034)	(10,972)
		Depreciation	430	802
		Profit Before Tax	(7,456)	(11,774)
		Provision for Income Tax	-	31
		Provision for Deferred Tax	48	(25)
		Profit After Tax	(7,513)	(18,756)
		No. of Equity shares (face value Rs. 10)	44,05,600	44,05,600
Earnings per Share (Rs.)	(1.71)	(4.26)		
5	Export performance based on given indicators.	Rs. in Lacs		
		Particulars	2021-22	2020-21
		Foreign Exchange Earning	Nil	Nil
		Foreign Exchange Outgo	Nil	Nil
6	Foreign Investments or Collaboration, if any.	The Company did not have any foreign investments or collaborations.		

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III OTHER INFORMATION:

1 Reasons of Loss or Inadequate Profits:-

In view of unprecedented condition arised due to COVID-19 pandemic, the company is suffering from losses. However, the remuneration paid to Executive Directors is very reasonable compared to industrial scenario. Considering their valuable contributions and increased responsibilities, the remuneration payable to them will exceed the limit prescribe under Section 197 of the Companies Act, 2013. However, same are in line with Schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013. The Company is hopeful of earning profit gradually by adopting various measures such as reduction of cost and taking up new projects.

2 Steps taken or proposed to be taken for improvement: Not Applicable.

3 Expected increase in productivity and profits in measurable terms:

The Company being engaged in construction sector, the increase in productivity is dependent on the external factors in terms of the main operations of the company, it is hard to project the future operations and profits. However, there is a strong content and dedication of the management of the company to register the growth in terms of increase in operations as well as the profitability of the company on a year to year basis.

Date : 18/07/2022
Place : Ahmedabad

BY ORDER OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED

REGISTERED OFFICE:

401, Purohit House,
Opp. Sardar Patel Stadium,
Navrangpura, Ahmedabad-380009.

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)