



NOTICE OF 7TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventh (7th) Annual General Meeting (AGM) of the Members of Shantidoot Infra Services Limited, will be held on Tuesday, 29th September, 2026 at 12:00 P.M. at the Registered office of the Company Situated at Gautam Shree, 132B, Patliputra Colony, Patliputra, Patna, Phulwari, Bihar, India, 800013 through Video Conferencing (VC) / Other Audio-Visual Means ("OAVM") to transact the following business

Ordinary Businesses:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2026 including the Audited Balance Sheet as on 31st March, 2026 and the statement of Profit & Loss Account of the Company for the year ended as on that date and the Report of the Board of Directors and Auditors thereon.

*In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution**;*

"**RESOLVED THAT** the standalone audited financial statement of the Company for the financial year ended on 31st March, 2026, the Statement of Profit and Loss and the Cash flow statement for the year end on that date and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **Re-Appointment of Mr. Avijeet Kumar (DIN: 05168425), Managing Director, as a Director liable to retire by rotation**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Articles of Association of the Company, Mr. Avijeet Kumar (DIN:05168425), Managing Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, filings and writings as may be necessary, proper, expedient or incidental for giving effect to this resolution.

Special Businesses

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SHANTIDOOT INFRA SERVICES LIMITED



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Branch Off. : Plot no 44, Ranchi Smart City, Dhurwa, Jharkhand, - 834004

- 3. To Regularise the Appointment of Mr. Brajesh Vyas (DIN: 08385624) as Director (Non-Executive, Non-Independent) of the Company, and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, of the Companies Act, 2013 and other rules made under the Act, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Mr. Brajesh Vyas (DIN: 08385624), who was appointed as an Additional Director (Non-Executive, Non-Independent) of the Company by the Board of Directors with effect from September 04, 2026 and who holds office up to the date of this Annual General Meeting, and being eligible for appointment as a Director, be and is hereby appointed as a Director (Non-Executive, Non-Independent) of the Company, liable to retire by rotation."

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to alter, vary, revise or modify the terms and conditions of appointment Mr. Brajesh Vyas (DIN: 08385624) as may be considered appropriate, within the limits prescribed under the Companies Act, 2013, and the SEBI Listing Regulations and as approved above.

RESOLVED FURTHER THAT Any Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable for giving effect to this resolution."

- 4. To Reappoint Mr. Avijeet Kumar (DIN:05168425) as a Managing Director of the Company for a further term of 5 year and in this regard, to consider and if thought fit, to pass the following resolution as Special Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment(s) for the time being in force) and various other laws, rules, regulations as may be applicable, from time to time, and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities (if any) while granting such approvals and pursuant to applicable Article of the Articles of Association of the Company and on the recommendation of Nomination and Remuneration Committee, the consent of the members of the Company be and is hereby accorded for re-appointment of Mr. Avijeet Kumar (DIN:05168425) as Managing Director of the Company and a Whole Time Key Managerial Personnel of the Company, liable

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to retire by rotation, for a further period of five (5) years with effect from 24.03.2027 to 24-03-2032, on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Avijeet Kumar.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution.

**For and on behalf of Board of Directors
M/s Shantidoot Infra Services Limited**

**Anamika Singh
Company Secretary and Compliance officer
ACS:075226**

Date: 04.09.2026

Place: Patna

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NOTES:

- The Ministry of Corporate Affairs ('MCA') allows companies to hold AGM through Video Conferencing or Other Audio Visual Means ('VC/OAVM'), without physical presence of Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company situated at Gautam Shree, 132B, Patliputra Colony, Patna-800013.

[General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, collectively referred to as 'MCA Circulars']

- The Statement setting out the material facts concerning the business with respect to Item Nos. 3 and 4 forms part of this Notice. [Section 102 of the Companies Act, 2013 ('Act')] Relevant information in respect of Director seeking re-appointment and Appointment at AGM is Annexed to this Notice. [Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 ('SS-2') on General Meetings issued by the Institute of Company Secretaries of India]
- A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. The facility for appointment of proxies by Members will not be available for this AGM and hence, the proxy form, attendance slip and route map of AGM are not annexed to this Notice.
- Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) who are intending to appoint their authorized representatives pursuant to Sections 112 or 113 of the Act, as the case may be, to attend the AGM and vote through e-Voting, are requested that certified copy of the Board Resolution/ Power of Attorney/Authority Letter are: sent to the Scrutinizer by e-mail at cs.saurabhsinha@gmail.com with a copy marked to evoting@nsdl.com and info@shantidootinfra.com
- The Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum as per Section 103 of the Act.
- In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote at the AGM.
- In Compliance with the aforementioned provisions of these circulars issued by the MCA and SEBI, The Notice of the AGM along with the Integrated **Annual Report for FY2025-26** is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar & Transfer Agent ('RTA')/ Depository Participants ('DP').

Letter is being sent to the shareholders whose e-mail addresses are not registered, providing the web-link of Company's website from where the Annual Report can be accessed. The Company shall send physical copy of the Integrated Annual Report for FY2025-26 to those Members who request for the same at cs@shantidootinfra.com mentioning their Folio No./DP ID and Client ID.

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The Notice along with the Integrated Annual Report for FY2025-26 is also available on the website of the (i) Company at <https://shantidootinfra.com/Investors-Documents> (ii) Stock Exchanges where the securities of the Company are listed, i.e. BSE Limited at www.bseindia.com

- There being no physical shareholders in the Company the Register of members and share transfer books of the Company will not be closed
- Mr. Saurabh Sinha, Company Secretary in practice and proprietor of M/s. S. Sinha & Associates, has been appointed as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make not later than two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total vote(s) cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
- The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.shantidootinfra.com immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.
- Members who wish to express their views or ask questions during the AGM may register themselves as speakers by sending their request in advance, along with their queries, to the Company at info@shantidootinfra.com. The request should include the Member's name, Demat Account Number/Folio Number, email ID, and mobile number. Only those speaker registration requests received till 5:00 p.m. (IST) on 18TH September 2026, shall be considered.
- The Company reserves the right to restrict the number of questions and speakers depending on the availability of time and for ensuring smooth conduct of the AGM.
- Register of Directors and Key Managerial Personnel and their shareholdings and Register of Contracts or Arrangements in which Directors are interested, maintained under Sections 170 and 189 of the Companies Act, 2013 will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to info@shantidootinfra.com
- SEBI, vide Circulars SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/ 2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated August 11, 2023, has introduced a common Online Dispute Resolution ("ODR") portal for redressal of investor grievances. Post exhausting redressal through the Company or RTA and the SCORES portal, investors may initiate resolution through the ODR portal (<https://smartodr.in/login>).

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- In terms of SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72 dated June 8, 2023, MUFG Intime India Pvt. Ltd., Registrar and Share Transfer Agent, has launched a secure, web-based investor portal named 'SWAYAM' accessible at <https://swayam.in.mpms.mufg.com>. 'SWAYAM' enables shareholders to: - Generate and track investor service requests/complaints – View PAN based investments and consolidated company-wise holdings - Monitor corporate actions such as dividend, bonus, interest, and split - Access and download holding statements and benefit status - Claim unpaid amounts - Submit service requests for both demat and KYC-compliant physical securities.

The platform offers user-friendly navigation with Two-Factor Authentication (2FA) for enhanced security. Members are encouraged to register and utilize the portal for streamlined investor services.

- Non-resident Indian Members are requested to inform the following immediately to the Company's Registrar and Share Transfer Agent (RTA):
- a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- Voting through electronic means: In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 7th AGM by electronic means and the business will be transacted through e-voting services.

**For and on behalf of Board of Directors
M/s Shantidoot Infra Services Limited**

**Anamika Singh
Company Secretary and Compliance officer
ACS:075226**

Date: 04.09.2026

Place: Patna

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Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') and Regulation 36(3) and (5) of the Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), given hereunder sets out all material facts relating to the resolutions mentioned at Item Nos. 3 to 4 of the accompanying Notice

Special Businesses:

Item:3

The Board of Directors of the Company, at its meeting held on September 04, 2026, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("Act") and the Articles of Association of the Company, appointed Mr. Brajesh Vyas (DIN: 08385624) as an Additional Director (Non-Executive, Non-Independent) of the Company with effect from September 04, 2026, subject to the approval of the Members at the ensuing Annual General Meeting.

In terms of Section 161(1) of the Act, Mr. Brajesh Vyas holds office as an Additional Director up to the date of the ensuing Annual General Meeting. Accordingly, the Company proposes to regularize his appointment as a Director (Non-Executive, Non-Independent) at the ensuing Annual General Meeting.

Mr. Brajesh Vyas holds a Bachelor of Arts (B.A.) degree in Political Science from Magadh University. He has approximately 15 years of experience in the field of social work and has been actively associated with various social and community-oriented activities. His experience in social service, community engagement and related areas is expected to contribute positively to the overall functioning and development of the Company.

The Nomination and Remuneration Committee, after considering his qualifications, experience, expertise and suitability, has recommended his appointment as a Director of the Company. The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and after considering his profile and experience, is of the opinion that his continued association with the Company would be beneficial to the Company and would contribute to its effective management and growth.

The Company has received the requisite consent in writing from Mr. Brajesh Vyas to act as a Director, along with the necessary declarations confirming that he is not disqualified from being appointed as a Director under the provisions of the Act. The Company has also received a notice

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in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Act.

Accordingly, the Board recommends the regularisation of appointment of Mr. Brajesh Vyas (DIN: 08385624) as a Director (Non-Executive, Non-Independent), liable to retire by rotation, for approval of the Members by way of an Ordinary Resolution.

The brief profile and other requisite particulars of Mr. Brajesh Vyas, including his qualifications, experience, expertise, other directorships, shareholding, relationship with other Directors/KMPs and other information as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, are provided in the Annexure to this Notice.

Mr. Brajesh Vyas shall be entitled to such sitting fees and/or other remuneration, as may be payable to Non-Executive Directors in accordance with the applicable provisions of the Act, SEBI Listing Regulations and the Company's policies, as approved by the Board from time to time.

Except Mr. Brajesh Vyas, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the resolution set out at Item No. 3 of the Notice for approval of the Members by way of an Ordinary Resolution.

Item:4

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors at its meeting held on 4th September 2026 has reappointed Mr. Avijeet Kumar (DIN: 05168425) as the Managing Director of the Company for a period of five years commencing from 24 March 2027 to 24 March 2032. subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors

His existing term as Managing Director is due to expire on 23 March 2027. Section 196(2) of the Companies Act, 2013 permits the re-appointment of a Managing Director not earlier than one year before the expiry of his existing term. Accordingly, the proposed re-appointment may be considered at the ensuing Annual General Meeting to be held on 29 September 2026. The MCA's

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prescribed MR-1 guidance also confirms the five-year maximum term and the restriction that reappointment cannot be made earlier than one year before expiry.

The proposed remuneration payable to Dr. Avijeet Kumar, Managing Director, is in excess of the limit of five per cent of the net profits of the Company prescribed under Section 197(1) of the Companies Act, 2013. Accordingly, pursuant to Section 197(1) and other applicable provisions of the Act, approval of the Members by way of a Special Resolution is being sought for payment of the proposed remuneration to Dr. Avijeet Kumar for the tenure of his re-appointment, subject to the applicable provisions of the Companies Act, 2013 and Schedule V thereto.

Mr. Avijeet Kumar visionary guidance has been instrumental in driving company's remarkable growth. he has exhibited exceptional leadership skills and a steadfast commitment towards Company's progress. Under his astute leadership, the Company has achieved steady growth, marked by consistent expansion, strategic initiatives, and a relentless pursuit of excellence. His ability to navigate through uncertainties and make well-informed decisions has ensured the sustainability of Company's operations. It would be therefore in the interest of the Company to re-appoint Mr. Avijeet Kumar as Managing Director of the Company for a further period of five years. The material terms and conditions of the said draft Agreement are as under:

- Period of appointment: Five years commencing from 24 March 2027 to 23 March 2032.
- Retirement by rotation: Dr. Avijeet Kumar shall continue to be liable to retire by rotation in accordance with the applicable provisions of the Companies Act, 2013 and the Articles of Association of the Company.

➤ REMUNERATION

a) Basic Salary

Basic Salary of ₹3,00,000/- per month, with authority to the Board of Directors to grant one or more annual increments, subject to a maximum Basic Salary of ₹10,00,000/- per month.

b) Perquisites and Allowances

In addition to salary, the Managing Director shall be entitled to the following perquisites/ allowances: House rent allowance, conveyance allowance, leave travel allowance, bonus, reimbursement of medical expenses (whether in India or abroad) and medical insurance premium for self and family, fees of clubs subject to maximum of two clubs business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and

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(c) the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors

- No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof
- Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at any time by giving to the other party 90 days notice in writing in that behalf without the necessity of showing any cause and on expiry of the period of such notice, this Agreement shall stand terminated and Managing Director shall cease to be the Managing Director of the Company. The said notice period of 90 days may be waived mutually.
- The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit provided that such alteration, variation or modification shall be within the limits approved by the Members and in accordance with the applicable provisions of the Companies Act, 2013, including Schedule V thereto, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
- The other terms and conditions of the agreement are such as are customarily contained in the agreement of similar nature.
- The said re-appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved.

The requisite information relating to Dr. Avijeet Kumar, including his brief profile, qualifications, experience, expertise, date of first appointment, directorships in other companies, listed-entity directorships, committee positions, shareholding, inter-se relationship with other Directors, Board meeting attendance and other applicable disclosures, is provided in the Annexure to this Notice, in accordance with Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2.

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Dr. Avijeet Kumar, being the proposed appointee, is concerned or interested in the resolution.

Except Dr. Avijeet Kumar and his relatives, to the extent of their respective shareholding/interest in the Company, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors, after considering the recommendation of the Nomination and Remuneration Committee, is of the opinion that his experience, expertise and continued contribution would be beneficial to the Company and therefore recommends the resolution set

out at Item No. 4 of the accompanying Notice for approval of the Members as a Special Resolution.

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Annexures:

Brief details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As required under Listing Regulations and Secretarial Standard-2, the particulars of directors who are proposed to be appointed/re-appointed, during the year under review are furnished below:

Particulars	Mr. Avijeet Kumar	Mr. Brajesh Vyas
DIN	05168425	08385624
Designation	Managing Director	Director – Non-Executive, Non-Independent
Date of Birth / Age	54 years	
Date of First Appointment on Board	21 March 2022	4 th September 2026
Term of Appointment / Re-appointment	Re-appointment as Managing Director for a further term of 5 years from 24 March 2027 to 23 March 2032 , subject to approval of Members	Non-Executive, Non-Independent Director, liable to retire by rotation
Liable to Retire by Rotation	Yes	Yes
Qualifications	Ph.D.	Bachelor of Arts (Political Science)
Brief Resume	Dr. Avijeet Kumar has over 30 years of experience in the fields of education, civil works, social service, administration, supervision, development and marketing. He has been associated with the Company as Managing Director and has played an important role in its overall strategic management and operations.	Mr. Brajesh Vyas is a graduate in Political Science from Magadh University and has approximately 15 years of experience in social work. He has been associated with various social and community-oriented activities and possesses experience in social service, community engagement and related areas.
Nature of Expertise in Specific Functional Areas	Administration, supervision, development, marketing, education, civil works and social service	Social work, community engagement, social development and public interaction
Terms and Conditions of Appointment / Re-appointment	As set out in the resolution and explanatory statement relating to Item No. 2 and 4	Non-Executive, Non-Independent Director, liable to retire by rotation

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Remuneration proposed to be paid	Basic Salary of ₹3,00,000 per month, with annual increments as may be determined by the Board, subject to a maximum basic salary of ₹5,00,000 per month, together with applicable allowances, perquisites and other benefits as set out in the Explanatory Statement	Sitting fees and/or other remuneration as may be payable to Non-Executive Directors in accordance with the applicable provisions of the Act, SEBI Listing Regulations and Company policy
Remuneration last drawn	₹2,00,000 per month	Nil
Shareholding in the Company	11,42,350 Equity Shares	25,550 Equity Share
Relationship with other Directors / Manager / KMPs	Nil	Nil
Inter-se relationship with other Directors	Nil	Nil
No. of Board Meetings attended during FY 2025-26	6	NIL
Directorships in other Companies	1. Gautam Finance Private Limited 2. Gautam Tech Solutions Private Limited 3. Gautam Corporation Private Limited 4. Gautam Defentech Industries Private Limited 5. Gautam Hospitals Private Limited 6. Gautam Medilife Private Limited	1. Gautam Tech Solutions Private Limited
Membership / Chairmanship of Committees of other Boards	Nil	Nil
Directorships in Listed Entities	Nil	Nil
Other Associations / Memberships	Member, Rotary International (RI District 3250); District Blindness Control Society, Koderma, Jharkhand	Nil
Justification for appointment / re-	Considering his experience, qualifications, expertise, contribution	Considering his qualifications, experience, expertise, contribution

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appointment	and knowledge of the Company's operations, the Board considers his continued association as Managing Director to be beneficial to the Company.	suitability, the Board considers his appointment as Director to be in the interest of the Company.
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**For and on behalf of Board of Directors
M/s Shantidoot Infra Services Limited**

**Anamika Singh
Company Secretary and Compliance officer
ACS:075226**

Date: 04.09.2026

Place: Patna

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THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on 25 Sept 2026 and ends on 28 Sept 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18 Sept 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

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1. Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasinew/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) 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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website 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 i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasinew/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click

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	on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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. 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 e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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. CDSL and NSDL

Login type	Helpdesk details
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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 helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account** should enter **16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account** should enter **8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form** should enter **Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.
NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.

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- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option **"IN FAVOUR"**, **"NOT IN FAVOUR"** or **"ABSTAIN"** and click on **"SUBMIT VOTE"**. A confirmation box will be displayed. Click **"OK"** to confirm, else **"CANCEL"** to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can **"CHANGE PASSWORD"** or **"VIEW/UPDATE PROFILE"** under **"PROFILE"** option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on **"REGISTER"** under **"CUSTODIAN LOGIN"**, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on **'LOGIN'** under **'CUSTODIAN LOGIN'** tab and further Click on **'Forgot your password?'**
- Enter **"User ID"** and **"Registered email ID"** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **'RESET'**.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under **"DOCUMENTS"** option on custodian portal.
 - Click on **"DOCUMENT TYPE"** dropdown option and select document type power of attorney (POA).
 - Click on upload document **"CHOOSE FILE"** and upload power of attorney (POA) or board resolution for respective investor and click on **"UPLOAD"**.

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Note: The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

4. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on “**VOTE NOW**” “**VC/OAVM**” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

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- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM 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/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

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