

RATNADHAR INFRA PRIVATE LIMITED

CIN: U45400AP2013PTC090622

e mail id: ratnadharinfra@gmail.com

Registered office: DOOR NO. 31-60-5/1/2, VUDA PHASE VI, Duvvada, Visakhapatnam, Andhra Pradesh, India, 530046.

Contact No : 93476 67799

NOTICE OF EXTRAORDINARY GENERAL MEETING AT SHORTER NOTICE

Ratnadhar Infra Private Limited
Door No. 31-60-5/1/2, Vuda Phase Vi, Duvvada,
Visakhapatnam, Andhra Pradesh, India, 530046
CIN: U45400AP2013PTC090622

Date: 02.08.2025

Shorter notice is hereby given that an Extraordinary General Meeting of the members of Ratnadhar Infra Private Limited Will Be Held At Door No. 31-60-5/1/2, Vuda Phase Vi, Duvvada, Visakhapatnam, Andhra Pradesh, India, 530046 on 02.08.2025 at 3:00 PM, to transact the following business at shorter notice, with the consent of members pursuant to Section 101(1) of the Companies Act, 2013:

SPECIAL BUSINESS:

1. Conversion of Company from Private Limited to Public Limited

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013, the consent of the members be and is hereby accorded to convert the Company from a Private Limited Company to a Public Limited Company and accordingly, the name of the Company be changed from Ratnadhar Infra Private Limited to Ratnadhar Infra Limited, and the word 'Private' wherever appearing in the Memorandum and Articles of Association of the Company be deleted.

2. Alteration of Articles of Association (AOA)

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Section 14 and other applicable provisions of the Companies Act, 2013, the existing Articles of Association of the Company be and are hereby replaced with a new set of Articles applicable to a Public Limited Company and the same be adopted as the Articles of Association of the Company.”

3. Alteration of Memorandum of Association (MOA)

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Sections 13 and other applicable provisions of the Companies Act, 2013, the Memorandum of Association of the Company be and is hereby altered by deleting the word 'Private' wherever it appears and making necessary changes in accordance with the provisions applicable to a Public Limited Company.”

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4. Appointment of Non-Executive Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, Mrs. Padmaja Kopanati (DIN: 11221978), who has consented to act as a Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.”

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1 to 3: Conversion from Private to Public, Alteration of AOA and MOA

The Board of Directors has decided to convert the Company from a Private Limited to a Public Limited Company to facilitate its future growth, raise capital from the public, and improve transparency and governance standards. Pursuant to such conversion, it is necessary to alter the Memorandum and Articles of Association of the Company to align with the provisions applicable to a Public Company. The deletion of the word ‘Private’ from the name and relevant clauses in MOA and AOA is a statutory requirement. Members are requested to approve the proposed conversion and related alterations.

The Board recommends passing of these resolutions as Special Resolutions.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are interested or concerned financially or otherwise in these resolutions, except to the extent of their shareholding.

Item No. 4: Appointment of Non-Executive Director

To strengthen the Board composition, it is proposed to appoint Mrs. Padmaja Kopanati (DIN: 11221978) as a Non-Executive Director. She has given consent to act as Director and provided necessary declarations under Section 152 of the Companies Act, 2013.

The Board recommends passing of this resolution as an Ordinary Resolution.

Except Mrs. Padmaja Kopanati (DIN: 11221978), who is proposed to be appointed, none of the Directors, KMPs or their relatives are in any way interested or concerned financially or otherwise in the resolution.

NOTES:

1. This meeting is being convened at shorter notice with the consent of members holding at least 95% of the voting rights pursuant to Section 101(1) of the Companies Act, 2013.

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2. A member entitled to attend, and vote is entitled to appoint a proxy. Proxy form is annexed and must be deposited at the registered office not less than 48 hours before the meeting.
3. Relevant documents referred to in the resolutions are open for inspection at the registered office of the Company during business hours.
4. The Explanatory statement pursuant to section 102 of the companies act 2013 in respect of special businesses is annexed hereto.

By Order of the Board

For and on behalf of RATNADHAR INFRA PRIVATE LIMITED



SANDHAR KOPANATHI
DIRECTOR

DIN: 06679666

ADD: 2-64/1/55-B-Block-110,
Revenue Ward 56, Aganampudi,
Visakhapatnam,
Andhra Pradesh-530053

Date: 02.08.2025

Place: VISAKHAPATNAM