



ORIENTAL RAIL INFRASTRUCTURE LIMITED

(Formerly known as Oriental Veneer Products Limited)

CIN: L35100MH1991PLC060686

Survey No. 49, Village Aghai, Taluka Shahpur, District - Thane, Maharashtra - 421 601, India

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NOTICE

NOTICE is hereby given that the 31st Annual General Meeting ('AGM') of the Members of Oriental Rail Infrastructure Limited (Formerly known as Oriental Veneer Products Limited) will be held on Tuesday, September 27, 2022 at 1.30 p.m. Indian Standard Time ('IST') through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended on March 31, 2022 and the Reports of the Directors and Auditors thereon.
2. To declare final dividend on Equity Shares for the financial year ended March 31, 2022.
3. To appoint a Director in place of Mr. Vali N. Mithiborwala (DIN 00171255), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
4. To appoint M/s. Anil Bansal & Associate, Chartered Accountants as Statutory Auditors of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendations of the Audit Committee and Board of

Directors of the Company, M/s. Anil Bansal & Associate, Chartered Accountants (Firm Registration No. 100421W), be and are hereby appointed as the Statutory Auditors of the Company for a term of 5 (Five) consecutive years to hold office from the conclusion of this Annual General Meeting until the conclusion of the 36th Annual General Meeting of the Company to be held in the calendar year 2027, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors;

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

SPECIAL BUSINESS

5. Appointment of Mrs. Sheetal Nagda as an Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other



applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendments thereof, Mrs. Sheetal Nagda (DIN: 07179841), who was appointed by the Board of Directors as an Additional Director of the Company with effect from December 14, 2021 under Section 161 of the Act and the Articles of Association of the Company and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director, being so eligible, be and is hereby appointed as an Independent Director of the Company, for a term of 5 (five) consecutive years with effect from December 14, 2021 to December 13, 2026;

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

6. Re-appointment of Mr. Vali N. Mithiborwala as Executive Director

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

"RESOLVED THAT subject to and in accordance with the provisions of Sections 196, 197, 198, 203 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the relevant provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded for the re-appointment of Mr. Vali N.

Mithiborwala (DIN: 00171255) as a Whole-Time Director, designated as 'Executive Director' of the Company, liable to retire by rotation, for a further period of 5 (five) years, with effect from August 18, 2022, upon the terms and conditions as set out in the explanatory statement annexed to the Notice, which have been approved and recommended by the Nomination and Remuneration Committee and the Board of Directors, with liberty and power to the Board of Directors (which term shall include its duly empowered Committee(s) constituted / to be constituted by it to exercise its powers including the powers conferred by this resolution) to alter and vary the terms and conditions of the said appointment as it may deem fit;

RESOLVED FURTHER THAT of Mr. Vali N. Mithiborwala shall not be paid any remuneration until otherwise decided so long as he functions as the Executive Director of the Company;

RESOLVED FURTHER THAT approval of the Members be accorded to the Board to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

7. Re-appointment of Mr. Saleh N. Mithiborwala as Chairman & Chief Financial Officer ('CFO') of the Company

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

"RESOLVED THAT subject to and in accordance with the provisions of Sections 196, 197, 198, 203 and Schedule V read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the relevant provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded to the re-appointment of Mr. Saleh N. Mithiborwala (DIN: 00171171) as Whole-Time Director designated as 'Chairman' & CFO of the Company, not liable to retire by rotation, for a

further period of 5 (five) years, with effect from January 1, 2023, upon the terms and conditions as set out in the explanatory statement annexed to the Notice, which have been approved and recommended by the Nomination and Remuneration Committee and the Board of Directors, with liberty and power to the Board of Directors ('the Board' which term shall include its duly empowered Committee(s) constituted / to be constituted by it to exercise its powers including the powers conferred by this resolution) to alter and vary the terms and conditions of the said appointment as it may deem fit;

RESOLVED FURTHER THAT of Mr. Saleh N. Mithiborwala shall not be paid any remuneration until otherwise decided so long as he functions as the Chairman & CFO of the Company;

RESOLVED FURTHER THAT approval of the Members be accorded to the Board to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

8. Re-appointment of Mr. Karim N. Mithiborwala as Managing Director

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

"RESOLVED THAT subject to and in accordance with the provisions of Sections 196, 197, 198, 203 read with the Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013('the Act') and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the relevant provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded for the re-appointment of Mr. Karim N. Mithiborwala (DIN: 00171326) as Managing Director of the Company, liable to retire by rotation, for a further period of 5 (five) years, with effect from January 1, 2023, upon the terms and conditions as set out in the explanatory statement annexed to the Notice, which have been approved and recommended by the Nomination and Remuneration Committee and the

Board of Directors, with liberty and power to the Board of Directors (which term shall include its duly empowered Committee(s) constituted / to be constituted by it to exercise its powers including the powers conferred by this resolution) to alter and vary the terms and conditions of the said appointment as it may deem fit;

RESOLVED FURTHER THAT of Mr. Karim N. Mithiborwala shall not be paid any remuneration until otherwise decided so long as he functions as the Managing Director of the Company;

RESOLVED FURTHER THAT approval of the Members be accorded to the Board to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

9. Ratification of remuneration of Cost Auditor

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the remuneration payable to M/s. Tadhani & Co., Cost Accountants, (Firm Registration No. 101837), appointed by the Board of Directors of the Company as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023, amounting to ₹ 28,200/- plus taxes as applicable and reimbursement of actual travel and out-of-pocket expenses, be and is hereby ratified and confirmed.

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

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021 and May 5, 2022,



respectively (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/ CFD/ CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022, respectively (collectively referred to as 'SEBI Circulars') permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM'), without physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the MCA Circulars and the SEBI Circulars, the 31st AGM of the Company is being held through VC/OAVM.

2. Since this AGM is being held through VC/OVAM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy by the Members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

However, in pursuance of Section 112 and Section 113 of the Act, Corporate Members are entitled to appoint their authorized representatives to attend the AGM through VC/OAVM on their behalf and to vote through electronic means.

3. Participation of Members through VC/OVAM shall be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Ordinary and Special business under Item No. 4 to 9 above is annexed hereto. The relevant details of the Director seeking re-appointment under Item No. 5 to 8 pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as required under Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed hereto.
5. In accordance with the MCA Circulars and the SEBI Circulars, the Annual Report of the Company along with the Notice of AGM is being sent through electronic mode to those Members whose e-mail address is registered with the Company/Depository Participant(s) ('DP').
6. Members may note that this Notice and Annual Report shall also be available on the Company's website www.orientalrail.com,

websites of the Stock Exchange i.e. BSE Limited ('BSE') at www.bseindia.com, and on the website of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com

7. Book Closure and Dividend:
 - (a) The Register of Members and the Share Transfer Books of the Company will be closed from Wednesday, September 21, 2022 to Tuesday, September 27, 2022 (both days inclusive).
 - (b) If final dividend on Equity Shares, as recommended by the Board, if declared at the AGM, will be paid on or after Tuesday, September 27, 2022 as under:
 - To all Beneficial Owners in respect of shares held in electronic form, as per details furnished by the Depositories for this purpose as at the end of the business hours on Tuesday, September 20, 2022.
 - To all Members in respect of shares held in physical form, whose names are on the Company's Register of Members after giving effect to valid transmission and transposition requests lodged with the Company before the end of business hours on Tuesday, September 20, 2022.
8. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of the Members w.e.f. April 01, 2020 and the Company is required to deduct tax at source ('TDS') at the time of making the payment of final dividend, if declared at the AGM. The TDS rate may vary depending on the residential status of the shareholder and the documents submitted by the shareholders and accepted by the Company in accordance with the provisions of the Act.
9. Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend in accordance with the mandate of SEBI. The Company or its RTA cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Members may, therefore, give instructions regarding bank accounts in which they wish to receive dividend to their DP only.
10. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate

to Adroit Corporate Services Pvt. Ltd. ('Adroit'), RTA of the Company by sending a request in Form ISR-1 to Adroit at info@adroitcorporate.com which is available on the Company's website at www.orientalrail.com/downloads.php and on the website of Adroit at www.adroitcorporate.com/RandTServices.aspx. In case the Company is unable to pay the dividend to any shareholder by electronic mode, due to non-availability of bank mandate, the Company shall dispatch dividend warrant/demand draft/banker's cheque to such shareholder.

11. Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). Further, the shares in respect of dividends which remain unclaimed for 7 consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline.
12. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2022/8 dated January 25, 2022 has mandated listed companies to issue securities in dematerialised form only while processing service requests pertaining to viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website at www.orientalrail.com/downloads.php and on the website of Adroit at www.adroitcorporate.com/RandTServices.aspx Members are requested to note that any service request would be processed only after the folio is KYC Compliant.
13. The shareholders holding shares in physical form is requested to furnish their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 in Form ISR-1. The Form ISR-1 is also available on the website of the Company at www.orientalrail.com/downloads.php

Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR-1. Further, Members may note that SEBI has mandated the submission of PAN by every participant

in the securities market.

14. In view of the same and to eliminate all risks associated with physical shares and inherent benefits of dematerialization, Members are advised to dematerialise the shares held by them in physical form. Members can contact Adroit for further assistance in this regard.
15. In accordance with the provisions of Section 72 of the Act and Circulars issued by SEBI, from time to time, Members can avail the facility of nomination in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14 or Form ISR-3, as the case may be. The aforementioned forms are available on the Company's website at <https://www.orientalrail.com/downloads.php> and on the website of Adroit at www.adroitcorporate.com/RandTServices.aspxKYC-downloads.html.
16. Members who wish to inspect statutory registers required to be made available/kept open for inspection at AGM and Relevant documents referred to in this Notice of AGM can send an email to compliance@orientalrail.co.in.
17. Voting through electronic means
 1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulation and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 31st AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as evoting during the proceedings of the AGM through VC/OVAM will be provided by NSDL.
 2. The remote e-voting period commences on Saturday, September 24, 2022 (10.00 a.m. IST) and ends on Monday, September 26, 2022 (05.00 p.m. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter.
 3. Members holding shares either in physical form



or in dematerialized form, as on the close of business hours on Tuesday, September 20, 2022, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cutoff date. Any person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

4. A person who has acquired the shares and has become a member of the Company after the despatch of the Notice of the AGM and prior to the Cut-off date, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting during AGM by following the procedure mentioned in this part.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

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: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;">   </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>

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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their 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/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 or 022-23058542-43

B) Login Method for e-Voting and JOINING virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

- 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, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.



4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID 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. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
 - 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'.
 - 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:

- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with

NSDL or CDSL) option available on www.evoting.nsd.com.

- Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
- 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 etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to shivharijalancs@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsd.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.nsd.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 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 RTA at info@adroitcorporate.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 Adroit Corporate Services Pvt. Ltd., RTA at info@adroitcorporate.com
3. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
4. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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 by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member 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.
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 compliance@orientalrail.co.in by September 23, 2022. The same will be replied by the company suitably.

DECLARATION OF RESULTS ON THE RESOLUTIONS:

Mr. Shiv Hari Jalan, Practising Company Secretaries (Membership No.: 5703; CP No.: 4226) has been appointed as Scrutinizer for conducting the e-voting process in the fair and transparent manner.

The Scrutinizer shall within 48 hours of the conclusion of the AGM, submit a consolidated Scrutinizer's report of the votes cast in favour or against, to the Chairman of the AGM ('Chairman') or to any Director or any person authorized by the Chairman for this purpose, who shall countersign the same.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website at www.orientalrail.com/ and on the website of NSDL at www.evoting.nsdl.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited, where the securities of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

By Order of the Board of Directors

Sonam Gupta

Company Secretary & Compliance Officer

Mumbai, August 12, 2022

Registered Address:

Oriental Rail Infrastructure Limited

(Formerly Oriental Veneer Products Limited)

Survey No. 49, Aghai (Via) Kalyan Railway Station,
Thane, 421 601, Maharashtra, India

CIN: L35100MH1991PLC060686

Tel. No.: +91 22 61389400

Email Id: compliance@orientalrail.co.in

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Appointment of Statutory Auditors of the Company

This explanatory statement is in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), however, the same is strictly not required as per Section 102 of the Companies Act, 2013 ('the Act').

The Members of the Company at their 26th Annual General Meeting ('AGM') held on September 27, 2017, had appointed M/s. Amarnath Sharma, Chartered Accountants (Firm Registration No. 100300W) as the Statutory Auditors of the Company for a period of 5 (five) years, to hold office from the conclusion of the 26th AGM until the conclusion of the 31st AGM of the Company.

The Board of Directors based on the recommendation of the Audit Committee, at its meeting held on August 12, 2022, proposed the appointment of M/s. Anil Bansal & Associate., Chartered Accountants (Firm Registration No. 100421W as the Statutory Auditors of the Company for a period of 5 years, to hold office from the conclusion of this AGM till the conclusion of the 36th Annual General Meeting of the Company to be held in the calendar year 2027.

M/s. Anil Bansal & Associate, have consented and confirmed that their appointment, if made, shall be in accordance with the conditions prescribed in Section 139 of the Act and the Companies (Audit and Auditors) Rules, 2014 and that they meet the eligibility criteria specified in Section 141 of the Act.

After evaluating and considering various factors such as industry experience, independence, audit approach, competency of audit team etc., the Board, based on the recommendation of the Audit Committee has recommended appointment of M/s. Anil Bansal & Associate as the Statutory Auditors of the Company.

None of the Directors/Key Managerial Personnel ('KMP') of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

Item No. 5

Appointment of Mrs. Sheetal Nagda as an Independent Director

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, and pursuant to the provisions of Sections 152 and 161 of the Act read with the

Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company, appointed Mrs. Sheetal Nagda (DIN: 00208189) as an Additional Director of the Company and also as an Independent Director, not liable to retire by rotation, for a term of 5 (five) years commencing from December 14, 2021 to December 13, 2026, subject to approval of the Members.

The Company has received notice from a Member, under Section 160 of the Act proposing the candidature of Mrs. Nagda for the office of Independent Director of the Company. Mrs. Nagda has given her consent to act as the Director of the Company. Also, as per the confirmations received from her, she is not disqualified from being appointed as a Director in terms of Section 164 of the Act. In the opinion of the Board and based on the declaration of independence received from Mrs. Nagda, she is a person of integrity, has the necessary knowledge, experience and expertise for being appointed as an Independent Director and she fulfills the conditions prescribed under Section 149(6) and Schedule IV of the Act read with Rules framed thereunder and the Listing Regulations. Mrs. Nagda possesses the requisite skills and capabilities required for the role of Independent Director of the Company, considering her qualifications, rich experience and expertise as mentioned in the Annexure 1 of this Notice along with other details required in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings. Mrs. Nagda will not be paid any remuneration other than sitting fees for attending meetings of the Board and Committees thereof of which she would be a member/ chairperson and/or commission as may be determined by the Board and/or the Nomination and Remuneration Committee. Mrs. Nagda is not related to any of the other Director or KMP of the Company in any way and in the opinion of the Board, is independent of management.

The copy of the draft letter of appointment of Mrs. Nagda shall be available for inspection through electronic mode, basis the request being sent on compliance@orientalrail.co.in.

Except for Mrs. Nagda and her relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors/KMP of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board is of the view that the knowledge and experience of Mrs. Nagda will be of immense benefit and value to the Company and, therefore, recommends the Special Resolution set out at Item No. 5 of the Notice, for the approval of the Members.



Item No. 6

Re-appointment of Mr. Vali N. Mithiborwala as Executive Director

The Members of the Company, at the 26th Annual General Meeting held on September 27, 2017 appointed Mr. Vali N. Mithiborwala (DIN: 00286092) as Whole-Time Director, designated as 'Executive Director' for a period of 5 (five) years with effect from August 18, 2017 to August 17, 2022.

The Board of Directors on the basis of recommendation of the Nomination and Remuneration Committee approved re-appointment of Mr. Mithiborwala as Whole-Time Director, designated as 'Executive Director', for a further period of 5 (five) years, with effect from August 18, 2022, liable to retire by rotation, without any remuneration from the Company and on such terms and conditions as the Board may deem fit, subject to the requisite approval of the Members.

The Board is of the view that Mr. Mithiborwala's re-appointment as Executive Director will be in the best interest of the Company, considering his expertise and varied experience brought to the Board during her tenure as Executive Director and the significant contributions and growth initiatives made by him in shaping and directing the functions under his responsibility.

Mr. Mithiborwala satisfies all the conditions set out in Part-I of Schedule V to the Companies Act, 2013 ('the Act') as also conditions set out under Section 196(3) of the Act for being eligible for his re-appointment. Mr. Mithiborwala has granted consent for his re-appointment as a Whole-Time Director. He is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

Except for Mr. Vali N. Mithiborwala & Mr. Saleh N. Mithiborwala who are related to each other, and their relatives, none of the other Directors / Key Managerial Personnel of the Company nor their relatives are concerned or interested, financially or otherwise, in this resolution.

The details of Mr. Mithiborwala as required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this notice.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members.

Item No. 7

Re-appointment of Mr. Saleh N. Mithiborwala as Chairman & Chief Financial Officer ('CFO') of the Company

The Members of the Company, at the 26th Annual General Meeting held on September 27, 2017, re-appointed Mr. Saleh N. Mithiborwala (DIN: 00171171) as Whole-Time Director, designated as 'Chairman' & CFO of the Company, for a period of 5 (five) years with effect from January 01, 2017 to December 31, 2022. Considering the rich experience and expertise of Mr. Mithiborwala and the significant contributions made by him in the growth story of the Company and keeping in mind the various strategies successfully executed under his leadership, which has added value to the Company and its stakeholders, the Board of Directors at their meeting held on August 12, 2022, on the basis of the recommendation of the Nomination and Remuneration Committee, approved re-appointment of Mr. Mithiborwala as Whole-Time Director designated as 'Chairman' & CFO of the Company, for a further period of 5 (five) years, with effect from January 01, 2023, not liable to retire by rotation, without any remuneration from the Company and on such terms and conditions as the Board may deem fit, subject to the requisite approval of the Members

Mr. Mithiborwala satisfies all the conditions set out in Part-I of Schedule V to the Companies Act, 2013 ('the Act') as also conditions set out under Section 196(3) of the Act for being eligible for his re-appointment. Mr. Mithiborwala has granted consent for his re-appointment as a Whole-Time Director. He is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

Except for Mr. Vali N. Mithiborwala, Mr. Saleh N. Mithiborwala & Mr. Karim N. Mithiborwala who are related to each other, and their relatives, none of the other Directors / Key Managerial Personnel of the Company nor their relatives are concerned or interested, financially or otherwise, in this resolution.

The details of Mr. Mithiborwala as required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this notice.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the Members.

Item No. 8

Re-appointment of Mr. Karim N. Mithiborwala as Managing Director

The Members of the Company, at the 26th Annual General Meeting held on September 27, 2017, re-appointed Mr. Karim N. Mithiborwala (DIN: 00171171) as Managing Director of the Company, for a period of 5 (five) years with effect from January 01, 2017 to December 31, 2022. Considering the vast knowledge and varied experience, his contribution to

the various strategies successfully executed by the Company which has added value to the Company, its shareholders and its employees, his contribution to and role played in the various strategic growth initiatives pursued in terms of new business initiatives is instrumental in long term value creation, the Board of Directors at their meeting held on August 12, 2022, on the basis of the recommendation of the Nomination and Remuneration Committee, approved re-appointment of Mr. Mithiborwala as Managing Director of the Company, for a further period of 5 (five) years, with effect from January 01, 2023, liable to retire by rotation, without any remuneration from the Company and on such terms and conditions as the Board may deem fit, subject to the requisite approval of the Members

Mr. Mithiborwala satisfies all the conditions set out in Part-I of Schedule V to the Companies Act, 2013 ('the Act') as also conditions set out under Section 196(3) of the Act for being eligible for his re-appointment. Mr. Mithiborwala has granted consent for his re-appointment as a Managing Director. He is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

Except for Mr. Karim N. Mithiborwala & Mr. Saleh N. Mithiborwala who are related to each other, and their relatives, none of the other Directors / Key Managerial Personnel of the Company nor their relatives are concerned or interested, financially or otherwise, in this resolution.

The details of Mr. Mithiborwala as required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this notice.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the Members.

Item No. 9

Remuneration of Cost Auditors

The Board of Directors, on the recommendations of the Audit Committee, has approved the appointment of M/s. Tadhani &

Co., Cost Accountants, (Firm Registration No. 101837), as Cost Auditors for conducting cost audit of the relevant cost records of the Company for the financial year ending March 31, 2023, at a remuneration of ₹ 28,200/- (Rupees Twenty-Eight Thousand Two Hundred only) plus taxes as applicable and reimbursement of actual travel and out-of-pocket expenses.

In accordance with Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration so payable to the Cost Auditors is required to be ratified by the members of the Company. Hence, ratification from the Members is sought for the same.

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

The Board recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval of the Members.

By Order of the Board of Directors

Sonam Gupta

Company Secretary & Compliance Officer

Mumbai, August 12, 2022

Registered Address:

Oriental Rail Infrastructure Limited

Survey No. 49, Aghai (Via) Kalyan Railway Station,
Thane, 421 601, Maharashtra, India
CIN: L35100MH1991PLC060686
Tel. No.: +91 22 61389400
Email Id: compliance@orientalrail.co.in



ANNEXURE - 1

Disclosure relating to Directors pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards - 2 on General Meetings

Name of Director	Mrs. Sheetal Nagda	Mr. Vali N. Mithiborwala	Mr. Saleh N. Mithiborwala	Mr. Karim N. Mithiborwala
DIN	07179841	00171255	00171171	00171326
Date of Birth	February 23, 1982	November 06, 1964	March 03, 1968	October 24, 1962
Age	40 years	57 years	54 years	59 years
Date of First Appointment	December 14, 2021	August 18, 2017	October 29, 1997	October 29, 1999
Qualification/Experience (Including expertise in specific functional area)/Brief Resume	Mrs. Sheetal Nagda has an enriching experience of almost 17 years in the field of Education. She holds a degree of Masters of Science in Biochemistry and also holds a degree of B.Ed in Science from Mumbai University. She is certified Global Career Counsellor from University of California. Currently she occupies the position of Biology HOD & Facilitator in Fazlani L'Académie Globale. She started her career as a High School Biology Facilitator in Jamnabai Narsee School, Mumbai.	Mr. Vali N. Mithiborwala has a graduate degree from Mumbai University and has more than thirty two years of rich experience in Veneer and Compreg Board industry. He has entrepreneur skills to conceptualise business and establish it as a successful enterprise. He has held various key positions in the family business and was instrumental in bringing recognition and new heights to the business by introducing innovative technology.	Mr. Saleh N. Mithiborwala holds a Bachelor's degree in Commerce from Mumbai University and has rich experience of more than thirty years. After completing his studies, he joined his family business. His dynamic thinking and Leadership Skills, added value to the Company, its employees and Shareholders.	Mr. Karim Mithiborwala a B.Com (Hons.) from Mumbai University. He is a promoter shareholder and has been working as Managing Director of the Company since 1999. He has an eminent personality and has a vast and rich experience of more than 28 years of experience in the industry. He has held various key positions in the family business and was instrumental in bringing recognition and new heights to the business by introducing innovative technology.
Skills and capabilities required for the role as an Independent Director and manner of meeting requirement	Expertise in financial services sector, accounting & finance, consulting, strategic planning, sustainability, risk & compliance, human capital development and wide management experience	Not applicable	Not applicable	Not applicable
Terms and Condition for appointment	As stated in the resolution and explanatory statement at Item Nos. 5, 6, 7 & 8 of this Notice of the respective Director.			

Name of Director	Mrs. Sheetal Nagda	Mr. Vali N. Mithiborwala	Mr. Saleh N. Mithiborwala	Mr. Karim N. Mithiborwala
Shareholding in the Company	Nil	45,93,000 Equity Shares	85,54,000 Equity Shares	22,18,000 Equity Shares
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Not related to any Director / Key Managerial Personnel	Mr. Vali N. Mithiborwala is brother of Mr. Saleh N. Mithiborwala.	Mr. Saleh N. Mithiborwala is brother of Mr. Vali N. Mithiborwala. & Mr. Karim N. Mithiborwala is brother-in-law of Mr. Saleh N. Mithiborwala	Mr. Karim N. Mithiborwala is brother-in-law of Mr. Saleh Mithiborwala.
No. of Board meetings attended during FY 2021-22	3 out of 3	7 out of 7	7 out of 7	7 out of 7
Names of other Public Limited Companies in which directorships held	Generic Engineering Construction and Projects Ltd	Nil	Nil	Nil
Chairman / Member of the Committee of Directors of other Public Limited Companies in which he is a Director (Statutory Committee)	Generic Engineering Construction and Projects Ltd - Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee	Nil	Nil	Nil