

(Formerly Known As Ambala Cements Limited)

Regd. Office: VILL. JORIAN, DELHI ROAD, YAMUNA NAGAR – 135001, HARYANA

Phone : 01732-650495

E-mail : scanhry@scanprojects.in

CIN : L29253HR1992PLC031576

Website : www.scanprojects.in

REF: SCAN/BSE/COM/ 024 /2023-24

DATE: 25th September 2023

Uploaded on BSE Limited
Website: <http://listing.bseindia.com>

To,
The Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited,
Floor 25, P.J. Towers, Dalal Street, Mumbai - 400001

Furnishing of Information as per
SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015
Scrip Code: 531797, Scrip Id: SCANPRO

Dear Sir/ Madam

SUBJECT: OUTCOME OF THE 31ST ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 25, 2023.

The 31st Annual General Meeting (“AGM”) of the members of SCAN PROJECTS LIMITED (“SCANPRO” or “the Company”) was held on Monday, September 25, 2023 at 02.00 P.M. (IST) at the registered office of the Company and the same concluded at 04:00 P.M. (IST).

The said AGM was held in compliance with the applicable provisions of the Companies Act, 2013 (“the Act”), the Rules made thereunder read with circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India time to time.

We would like to inform that all the Resolutions as set out in the Notice of AGM dated September 01, 2023 were passed by the shareholders with requisite majority.

Please find enclosed the following: -

- (a) Summary of the proceedings of the AGM as required under Regulation 30 of the SEBI Listing Regulations as **Annexure – A.**
- (b) General Information about the Company as per **Annexure – B.**

Thanking you.
Yours Faithfully,
For SCAN PROJECTS LTD

Company Secretary/Compliance officer
Satish Kumar
(M No A24275)

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ANNEXURE – A

SUMMARY OF PROCEEDINGS OF THE 31ST ANNUAL GENERAL MEETING (“AGM”) OF THE COMPANY.

DIRECTORS PRESENT

1. Mr. Sunil Chandra - Managing-Director & Chairman
2. Mr. Akshay Chandra - Whole-time Director
3. Ms. Prakriti Chandra - Director
4. Mr. Ashok Kamboj - I-Director
5. Mr. Jawahar Lal - I-Director

IN PHYSICAL ATTENDANCE :-

1. Mr. Satish Kumar Company Secretary.
2. Mr. Jai Prakash Jagdev, Scrutinizer of the Company.

The Meeting started at 02.00 P.M. (IST), 17 Members attended the meeting physically.

Mr. Sunil Chandra, Chairman of the Company, chaired the meeting.

The Chairman extended a warm welcome to the Directors, Members and invitees present at the meeting.

Mr. Satish Kumar Company Secretary informed that:

- 1.) Mr. Jawahar Lal, Chairman of Audit Committee was present at the meeting to answer shareholders’ queries, if any.
- 2.) Mr. Ashok Kamboj, Chairman of the Stakeholders’ Relationship Committee was authorized by the Chairperson of the Stakeholders’ Relationship Committee to answer shareholders’ query, if any.
- 3.) Mr. Amit Bhatia could not attend the meeting due to his pre-occupation.

Mr. Satish Kumar Company Secretary confirmed the presence of requisite quorum in terms of Section 103 of the Companies Act, 2013 (“the Act”).

Thereafter, the Chairman called the meeting to order.

1. The Company Secretary informed that the Meeting was held physically in terms of compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time.

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2. The Company Secretary informed that the Notice convening the AGM and Annual Report for the Financial Year 2022-23 were sent to all the members and others entitled thereto through e-mail as well as courier on September 1, 2023.
3. The Company Secretary then informed the Members that pursuant to the provisions of the Act, and the Rules framed thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Members of the Company in respect of the Resolutions mentioned in the Notice of the meeting and the same commenced at 10.00 a.m. on September 22, 2023 and ended at 05.00 p.m. on September 24, 2023. He further informed that the Company had engaged the services of Central Depository Services (India) Limited (“CDSL”) as the authorized agency to provide remote e-voting on this AGM and had appointed Mr. Jai Prakash Jagdev, Company Secretaries, as the Scrutinizer for the purpose of scrutinizing the votes cast through remote e-voting as well as the postal ballot on the date of the AGM in a fair and transparent manner.
4. The Chairman delivered his speech.
5. After that, a brief with respect to the items forming part of the Notice of the AGM was presented by Mr. Satish Kumar Company Secretary for the reference of the shareholders:

S. No.	Subject of Resolutions	Type of Resolutions
1	To consider and adopt (a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the reports of Board of Directors and Auditors thereon.	Ordinary Resolution
2	To re-appoint Smt. Prakriti Chandra, Director who retires by rotation at this meeting and, being eligible, offered herself for re-appointment.	Ordinary Resolution
3	To appoint Auditors for the year ended 31st March 2024 and fix their remuneration. M/s Vijay and Satish Bhatia, Chartered Accountants, Yamuna Nagar, who retire on the date of Annual General Meeting and being eligible, offer themselves for re-appointment.	Ordinary Resolution
4	“RESOLVED that pursuant to the provisions of Section 143(8) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), as amended from time to time, the Board be and is hereby authorized to appoint as Branch Auditors of Branch Office of the Company, whether existing or which may be opened/acquired hereafter, outside India, in consultation with the Company’s Auditors, any person(s) qualified to act as Branch Auditors within the provisions of Section 143(8) of the Act and to fix their remuneration.”	Ordinary Resolution
5	“RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of	

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	<p>Directors) Rules, 2014 (including any statutory modifications or reenactments thereof for the time being in force) read with Schedule IV to the Act and Regulation 16 (1) (b), 17 and 25 (2A) of the SEBI (Listing Obligations and Disclosure Requirements) (“SEBI (Listing Regulations)”), Mr. Amit Bhatia (DIN:09021869), who, on the recommendation of the Nomination and Remuneration Committee, was appointed as an Additional Director (Independent) by the Board of Directors at its meeting held on September 01, 2023, in terms of Sections 161 (1) of the Act and whose term of office expires at this Annual General Meeting (AGM) and in respect of whom the Company has received a notice in writing, under Section 160 of the Act, proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria of independence as provided in Section 149 (6) of the Act and Regulation 16 (1) (b) of SEBI (Listing Regulations), be and is hereby appointed as an Independent Director of the Company to hold the office for a term of Five (5) years with effect from September 01, 2023 upto and including August 31, 2028 and that he shall not be liable to retire by rotation.”</p> <p>“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution. ”</p>	<p>Ordinary Resolution</p>
<p>6</p>	<p>Approval for Material Transactions with Related Parties for the Fy 2023-24.</p>	<p>Special Resolution</p>

Thereafter, the Company Secretary informed the Members that the facility for voting through postal ballot are available for 30 minutes after conclusion of the AGM, for Members who had not cast their vote through remote e-voting. On the invitation of the Chairman, Members who had previously registered themselves as speakers, sought clarifications on the queries. The Chairman and Mr. Akshay Chandra, Whole-time Director answered the queries of members to their satisfaction.

Mr. Satish Kumar, Company Secretary informed that Mr. Jai Prakash Jagdev, Scrutinizer, will consider the votes cast through remote e-voting as well as the postal ballot after conclusion of the AGM and will then prepare consolidated report of voting on the resolutions and submit his report.

The Chairman authorized Mr. Satish Kumar, Company Secretary to give answers of any other queries as raised by the Shareholders, if any.

The Chairman, thereafter, thanked all the members for their participation at the 31st AGM.

The 31st AGM concluded at 04:00 P.M. (IST)

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General information about company	
Scrip code	531797
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE393D01015
Name of the company	Scan Projects Limited
Type of meeting	31 st Annual General Meeting
Date of the meeting	25.09.2023
Start time of the meeting	02:00 P M (IST)
End time of the meeting	04:00 P M (IST)