

# KAIZEN AGRO INFRABUILD LIMITED

(Formerly : ANUBHAV INFRASTRUCTURE LIMITED)



June 23, 2025

The Secretary

**The Bombay Stock Exchange**

BSE Limited

25, P.J. Tower, Dalal Street

Mumbai – 400 001

**Sub: Intimation pursuant to Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).**

Ref: Our intimation dated June 16, 2025 informing the receipt of request from few members of 'Promoters/ Promoter Group' seeking reclassification of their shareholding to 'Public' category.

Dear Sir(s),

Apropos the captioned subject, this is to inform that the Board of Directors of the Company in their meeting held on June 23, 2025, have inter-alia considered and approved the request received from certain members of Promoters/ Promoter Group of the Company seeking reclassification of their shareholding from 'Promoters/ Promoter Group' category to 'Public' category.

As required under SEBI Listing Regulations, we enclose herewith extract of Minutes of Meeting of the Board of Directors of the Company held on June 23, 2025, approving such re-classification, for your reference.

You are requested to kindly take the above on your records and disseminate.

Thanking You,

Yours faithfully,

*For Kaizen Agro Infrabuild Limited*

*Nikita Rateria*

Nikita Rateria

**(Company Secretary/Compliance Officer)**

M No. 36115

**CERTIFIED TRUE COPY EXTRACT FROM THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF M/S. KAIZEN AGRO INFRABUILD LIMITED "FORMERLY KNOWN AS ANUBHAV INFRASTRUCTURE LIMITED" HELD AT ITS REGISTERED OFFICE AT CHATTERJEE INTERNATIONAL CENTRE, 33A, CHOWRINGHEE ROAD, 6TH FLOOR, ROOM NO. 6A, RUSSEL STREET, KOLKATA- 700 071 ON MONDAY, JUNE 23, 2025 AT 3:00 P.M.**

**Reclassification of certain "Promoters/ Promoter Group" to "Public" shareholder category**

Board was apprised that the Company had received request letters from certain members of Promoter/ Promoter Group for reclassification to "Public" category in terms of the Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations"), as detailed hereunder:

**Request from Outgoing Promoter/Promoter Group**

The following persons (hereinafter referred to "Outgoing Promoters/ Promoter Group") who are part of the Promoters/ Promoter Group not holding any equity shares of the Company, had vide letter dated June 16, 2025 requested to reclassify as 'Public' category.

**Promoters seeking re-classification:**

Sl No.	Name of the promoter seeking re-classification	No. of shares held	% of Shareholding
1.	Mr. Naresh Kumar Agarwal	-	-
2.	Mr. Dinesh Agarwal	-	-
3.	Mrs. Santosh Devi Agarwal	-	-
4.	Mrs. Pallavi Agarwal	-	-
5.	Mrs. Nitu Kanodia	-	-

Copy of the Request Letters received from the Outgoing Promoters / Promoter Group were tabled at the meeting.

Provisions of Regulation 31A of the Listing Regulations prescribing the process to be followed for reclassification of Promoters/ Promoter Group into 'Public' category and the conditions to be fulfilled by the Outgoing Promoters/ Promoter Group of the Company were briefed to the Board.

Board analysed the request letters received from the Outgoing Promoters vis-à-vis the requirements under Regulation 31A of the Listing Regulations and noted the following:

- Messrs Pallavi Agarwal, Santosh Devi Agarwal, Nitu Kanodia, Naresh Kumar Agarwal and Dinesh Agarwal persons belonging to the promoter and promoter group of the Company since the listing of the Company.
- At the time of classifying promoter and promoter group of the Company referred in table above, as their shareholding in M/s. Kaizen Agro Infrabuild Limited, they held ~NIL
- That the Outgoing Promoters/ Promoter Group are not, directly or indirectly, associated with the business of the Company and do not have any influence over the business and policy decisions made by the Company. Further, they are not involved in the day to day activities of the Company nor are they exercising any control over the affairs of the Company and the conditions for reclassification as laid down under Regulation 31A(3)(b) of the SEBI LODR Regulations are satisfied by these persons.



Further, as confirmed in their respective Request Letters, the aggregate percentage of voting rights held by these persons along with the persons related to them (as defined under sub-clauses (ii), (iii) and (iv) of clause (pp) of sub-regulation (1) of Regulation 2 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018) do not have any rights in the Company.

**Further, as required under Regulation 31A(3)(c) of the SEBI LODR Regulations:**

- The Company is in compliance with requirements of minimum public shareholding as required under Regulation 38 of the SEBI LODR Regulations;
- The trading in equity shares of the Company have not been suspended by the stock exchanges where equity shares of the Company are listed;
- The Company does not have outstanding dues to the SEBI, stock exchanges or the depositories.

**Impact of Reclassification upon the shareholding of Promoters/ Promoter Group**

- As at date, the total Promoters/ Promoter Group holding in the Company is 37.44%
- In the event, the reclassification is approved by the Board of Directors and the Stock Exchange, the total Promoters/ Promoter Group holding in Company will remain same i.e. 37.44%

In view of the rationale provided by the Outgoing Promoters/ Promoter Group and on the confirmation that they satisfy the requirements of Regulation 31A of the Regulations, Board was of the view that the requests made by the Outgoing Promoters for reclassification of their shareholding be accepted and approved, subject to approval of the Stock Exchange/ other regulatory authorities, if any.

The Board was further informed that none of the directors of the Company has any interest in the resolution.

Accordingly, Board considered the matter and passed the following resolutions unanimously.

**"RESOLVED THAT** pursuant to provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations") and other applicable laws and subject to approval of BSE Limited ("BSE") and such other approvals as may be necessary, the consent of the Board be and is hereby accorded to reclassify the following persons from 'promoter/promoter group' category to 'public' category:

Sl No.	Name of the promoters seeking re-classification	No. of shares held	% of Shareholding
1.	Mr. Naresh Kumar Agarwal	-	-
2.	Mr. Dinesh Agarwal	-	-
3.	Mrs. Santosh Devi Agarwal	-	-
4.	Mrs. Pallavi Agarwal	-	-
5.	Mrs. Nitu Kanodia	-	-



# KAIZEN AGRO INFRABUILD LIMITED

(Formerly : ANUBHAV INFRASTRUCTURE LIMITED)



**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution and the reclassification, any of the Directors, the Company Secretary or duly authorized officer of the Company be and are hereby jointly and/or severally authorised and empowered to sign and submit such intimations, disclosures, undertakings, confirmations, documents etc. as may be necessary, make application for reclassification to the Stock Exchange and to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem proper, necessary, or expedient and to settle any question, difficulty or doubt, that may arise in giving effect to aforementioned resolution .

**RESOLVED FURTHER THAT** a copy of the aforesaid resolution certified by any Director or the Company Secretary of the Company be provided to the concerned persons/ authorities as may be necessary "

