

June 04, 2024

To,
BSE Limited
2nd Floor, P.J. Towers,
Dalal Street,
Mumbai-400 001.

SCRIP CODE: 539807

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051.

SYMBOL: INFIBEAM

Sub: Summary of Proceedings with respect to the meetings of the Equity Shareholders and Unsecured Creditors of Infibeam Avenues Limited (“Company”) convened pursuant to the order dated April 29, 2024 passed by the Hon’ble National Company Law Tribunal, Ahmedabad Bench (“NCLT”) in CA(CAA)/13(AHM)2024 (“NCLT Order”)

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and to the order dated April 29, 2024 passed by the Hon’ble National Company Law Tribunal, Ahmedabad Bench (“NCLT”) in CA(CAA)/13(AHM)2024 (“NCLT Order”), we are submitting herewith proceedings of the meetings of Equity Shareholders and Unsecured Creditors of the Company held on Tuesday, June 04, 2024 at 10:00 A.M. and 12:00 Noon respectively through Video Conference (“VC”)/Other Audio-Visual Means (“OAVM”) for approving the Composite Scheme of Arrangement amongst Infibeam Avenues Limited (“**Infibeam**”), Odigma Consultancy Solutions Limited (“**Odigma**”) and Infibeam Projects Management Private Limited (“**IPMPL**”) and their respective shareholders and creditors under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 (hereinafter referred to as the “Act”), and other applicable provisions of the Act, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (“**Scheme**”).

The summary of proceedings of the aforesaid meetings are attached herewith as **Annexure - I** and **Annexure - II**.

The Company provided remote e-voting facility to the Members and Unsecured Creditors on resolutions proposed to be considered at the meeting from Friday, May 31, 2024 (09:00 A.M.) to Monday, June 03, 2024 (05:00 P.M.). The Company also provided e-voting facility to the Members and Unsecured Creditors present at the meeting through VC / OAVM who had not cast their vote earlier.

As per the requirement of Listing Regulations, the detailed results of voting will be intimated separately.

Further, the proceedings of the Meetings are also available on the website of the Company i.e. www.ia.ooo.

This is for your information and records.

Thanking You,

Yours faithfully,

For, Infibeam Avenues Limited

Shyamal Trivedi
Sr. Vice President and Company Secretary

Encl.: As above

INFIBEAM AVENUES LIMITED

Regd. Office: 28th Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT CITY, Gandhinagar,
Taluka & District - Gandhinagar – 382 355, **CIN: L64203GJ2010PLC061366**

Tel: +91 79 67772204 | **Fax:** +91 79 67772205 | **Email:** ir@ia.ooo | **Website:** www.ia.ooo

Summary of Proceedings of the Meeting of the Equity Shareholders of Infibeam Avenues Limited ('Company') held pursuant to the directions of the Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT'), on Tuesday, June 04, 2024

Pursuant to the order dated April 29, 2024 of Hon'ble NCLT, the Meeting of the Equity Shareholders of the Company was held today, i.e., Tuesday, June 04, 2024, at 10:00 a.m. through video conferencing/other audio-visual means ('VC/OAVM') ('Meeting'). The Meeting was conducted in compliance with the provisions of the Companies Act, 2013 ('Act'), read with the applicable general circulars issued by the Ministry of Corporate Affairs for holding general meetings through VC/OAVM, Regulation 44 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), other applicable SEBI Circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2').

Mr. Shyamal Trivedi, Sr. Vice President and Company Secretary, on behalf of the Chairman welcomed all the Members and dignitaries of the Company present in the meeting. He further informed everyone present at the meeting that the meeting was conducted through VC / OAVM in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI") and the orders of the Hon'ble NCLT in this behalf. He further informed that the Members who attended the meeting through Video Conferencing would be counted as present for the purpose of Quorum.

Thereafter, he introduced Dr. Binod Kumar Sinha, as the Chairman and Advocate Mayur Jugtawat as the Scrutinizer appointed by the Hon'ble NCLT, Ahmedabad Bench for the meeting. The Chairman afterwards chaired the meeting.

He further introduced the members of the Board, KMPs, Statutory Auditors and Secretarial Auditors of the Company present in the meeting.

Mr. Shyamal Trivedi, Sr. Vice President and Company Secretary assisted the Chairman in conducting the meeting.

Dr. Binod Kumar Sinha, Chairman of the meeting informed that the meeting was convened pursuant to the order of the Hon'ble NCLT in connection with Composite Scheme of Arrangement amongst Infibeam Avenues Limited, Odigma Consultancy Solutions Limited and Infibeam Projects Management Private Limited and their respective shareholders and creditors under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and other applicable laws including rules and regulations made thereunder.

The requisite quorum being present, the Chairman called the Meeting to order.

Mr. Shyamal Trivedi, Sr. Vice President and Company Secretary informed that the notice of the Meeting and other accompanying documents have been sent by electronic mode to all shareholders of the Company whose e-mail addresses are registered with the Company or Depositories. These documents have also been made available on the Company's website, Link Intime's Instavote website and the website of Stock Exchanges.

With the consent of the Shareholders, the Notice convening the Meeting was taken as read.

He further informed that, the Company had provided the facility to the shareholders to cast vote electronically, to all the persons who were members as on the cut-off date i.e. Tuesday, May 28, 2024 for voting on the resolution set forth in the Notice through remote e-voting from Friday, May 31 2024 (from 09:00 A.M.) to Monday, June 03, 2024 (till 05:00 P.M.) or vote electronically at the meeting. The shareholders who have not cast their votes electronically earlier through remote e-voting, can cast their votes during the course of meeting through the e-voting system provided by Link Intime India Private Limited.

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Since there was no requirement of physical attendance of Shareholders, he informed the Shareholders that the requirement of appointing proxies was not applicable. Further, it was informed to the Shareholders that the documents that were referred to in the Notice were available for inspection in electronic mode for the Shareholders.

The Chairman informed the Shareholders that the following resolution set out in the Notice convening the meeting was put up to the Shareholders for voting during the Meeting:

Item No.	Details of the Resolution
1	To consider and approve the Composite Scheme of Arrangement amongst Infibeam Avenues Limited (“Infibeam” or “Demerged Company” or “Transferor Company”), Odigma Consultancy Solutions Limited (“ODIGMA” or “Resulting Company”) and Infibeam Projects Management Private Limited (“IPMPL” or “Transferee Company”) and their respective shareholders and creditors under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and other applicable laws including rules and regulations made thereunder.

Dr. Binod Kumar Sinha, Chairman of the meeting authorized Mr. Mayur Jugtawat, the Scrutinizer to complete the voting procedure and also authorized him to declare the results of voting after the conclusion of the meeting as per the prescribed timelines.

He further he informed that the members who have not cast their votes through remote e-voting, such members may proceed to cast their votes through e-voting during the meeting. E-voting during the meeting was kept opened for another 15 minutes to enable the members to vote.

The Chairman then thanked the Shareholders for attending and participating at the Meeting.

Advocate Mayur Jugtawat, the Scrutinizer of the meeting informed that the resolution as set forth in the notice will be deemed to be passed today subject to the requisite number of votes.

Thereafter, the voting process was concluded.

The meeting concluded with a vote of thanks.

The meeting commenced at 10:00 a.m. and concluded at 10:28 a.m.

For Infibeam Avenues Limited

Place: Gandhinagar

Date: June 04, 2024

Shyamal Trivedi

Sr. Vice President and Company Secretary

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Summary of Proceedings of the Meeting of the Unsecured Creditors of Infibeam Avenues Limited ('Company') held pursuant to the directions of the Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT'), on Tuesday, June 04, 2024

Pursuant to the order dated April 29, 2024 of Hon'ble NCLT, the Meeting of the Unsecured Creditors ("Creditors") of the Company was held today, i.e. Tuesday, June 04, 2024, at 12:00 Noon through video conferencing/other audio-visual means ('VC/OAVM') ('Meeting'). The Meeting was conducted in compliance with the provisions of the Companies Act, 2013 ('Act'), read with the applicable general circulars issued by the Ministry of Corporate Affairs for holding general meetings through VC/OAVM, applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), other applicable SEBI Circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2').

Mr. Shyamal Trivedi, Sr. Vice President and Company Secretary, on behalf of the Chairman welcomed all the Creditors and dignitaries of the Company present in the meeting. He further informed everyone present at the meeting that the meeting was conducted through VC / OAVM in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI") and the orders of the Hon'ble NCLT in this behalf. He further informed that the Creditors who attended the meeting through Video Conferencing would be counted as present for the purpose of Quorum.

Thereafter, he introduced Dr. Binod Kumar Sinha, as the Chairman and Advocate Mayur Jugtawat as the Scrutinizer appointed by the Hon'ble NCLT, Ahmedabad Bench for the meeting. The Chairman afterwards chaired the meeting.

He further introduced the members of the Board and KMPs of the Company present in the meeting.

Mr. Shyamal Trivedi, Sr. Vice President and Company Secretary assisted the Chairman in conducting the meeting.

Dr. Binod Kumar Sinha, Chairman of the meeting informed that the meeting was convened pursuant to the order of the Hon'ble NCLT in connection with Composite Scheme of Arrangement amongst Infibeam Avenues Limited, Odigma Consultancy Solutions Limited and Infibeam Projects Management Private Limited and their respective shareholders and creditors under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and other applicable laws including rules and regulations made thereunder.

The requisite quorum being present, the Chairman called the Meeting to order.

Mr. Shyamal Trivedi, Sr. Vice President and Company Secretary informed that the notice of the Meeting and other accompanying documents have been sent to all Unsecured Creditors of the Company by electronic mode whose e-mail addresses are registered with the Company and through physical mode whose e-mail address are not registered with the Company. These documents have also been made available on the Company's website, Link Intime's Instavote website and the website of Stock Exchanges.

With the consent of the Creditors, the Notice convening the Meeting was taken as read.

He further informed that the Company had provided the facility to the Creditors to cast vote electronically, to all the persons who were Unsecured Creditors as on the cut-off date i.e. Sunday, March 31, 2024 for voting on the resolution set forth in the Notice through remote e-voting from Friday, May 31, 2024 (from 09:00 A.M.) to Monday, June 03, 2024 (till 05:00 P.M.) or vote electronically at the meeting. The Creditors who have not cast their votes electronically earlier through remote e-voting, can cast their votes during the course of meeting through the e-voting system provided by Link Intime India Private Limited.

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Since there was no requirement of physical attendance of Creditors, he informed the Creditors that the requirement of appointing proxies was not applicable. Further, it was informed to the Creditors that the documents that were referred to in the Notice were available for inspection in electronic mode for the Creditors.

The Chairman informed the Creditors that the following resolution set out in the Notice convening the meeting was put up to the Creditors for voting during the Meeting:

Item No.	Details of the Resolution
1	To consider and approve the Composite Scheme of Arrangement amongst Infibeam Avenues Limited (“Infibeam” or “Demerged Company” or “Transferor Company”), Odigma Consultancy Solutions Limited (“ODIGMA” or “Resulting Company”) and Infibeam Projects Management Private Limited (“IPMPL” or “Transferee Company”) and their respective shareholders and creditors under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and other applicable laws including rules and regulations made thereunder.

Dr. Binod Kumar Sinha, Chairman of the meeting authorized Mr. Mayur Jugtawat, the Scrutinizer to complete the voting procedure and also authorized him to declare the results of voting after the conclusion of the meeting as per the prescribed timelines.

He further informed that the Creditors who have not cast their votes through remote e-voting, such Creditors may proceed to cast their votes through e-voting during the meeting. E-voting during the meeting was kept opened for another 15 minutes to enable the Creditors to vote.

The Chairman then thanked the Creditors for attending and participating in the Meeting.

Advocate Mayur Jugtawat, the Scrutinizer of the meeting informed that the resolution as set forth in the notice will be deemed to be passed today subject to the requisite number of votes.

Thereafter, the voting process was concluded.

The meeting concluded with a vote of thanks.

The meeting commenced at 12:00 noon and concluded at 12:29 p.m.

For Infibeam Avenues Limited

Place: Gandhinagar
Date: June 04, 2024

Shyamal Trivedi
Sr. Vice President and Company Secretary

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