CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF LCC PROJECTS LIMITED HELD ON WEDNESDAY, 18TH DECEMBER, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 'B' WING,15TH FLOOR, PRIVILON BUILDING, VIKRAM NAGAR AMBLI-BOPAL ROAD, BEHIND ISKCON TEMPLE, AHMEDABAD, AHMEDABAD-380058, GUJARAT, INDIA AT 11.00 AM

APPOINTMENT OF MR. ARJAN SUJA RABARI (DIN: 07794582) AS CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY.

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act"), and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee, and subject to the approval of members, the approval of the Board of Directors (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee thereof, constituted/ to be constituted by the Board) be and is hereby accorded for appointment of Mr. Arjan Suja Rabari (DIN: 07794582) as Chairman and Managing Director of the Company for a period of five (5) years with effect from December 18, 2024, on such terms and conditions including salary, perquisites and commission (hereinafter referred to as "**remuneration**") as set out hereunder, with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

Terms and Conditions of Remuneration:

Remuneration:

A. Salary

Up to Rupees 1.00 crores per month, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

B. Perquisites, allowances and benefits:

a. Leave Travel Concession: Once for self and family every year to anywhere in India or abroad, incurred in accordance with the policy of the Company.

b. Encashment of leave at the end of the tenure.

c. Insurance premium for medical and hospitalization and Personal Accident insurance cover.

d. Medical reimbursement: Reimbursement of medical expenses incurred whether in India or abroad for self and family including hospitalization, surgical charges, nursing charges and domiciliary charges as per the rules of the Company.

e. Club Fees: Fees of clubs subject to a maximum of two clubs.

f. Use of Car with Driver: One car with driver with reimbursement of running and maintenance expenses.

g. Other Perquisites and Amenities: Any other perquisites and/or amenities as per the policy applicable to the senior executives of the Company and/or which may become applicable in the future and/or any other perquisites and/or amenities as the board may from time to time decide.

h. Any other one time, periodic retirement allowances / benefits as may be decided by the board at the time of retirement.

Provided however that, perquisites and amenities shall be valued, wherever applicable, as per the Income Tax Act, 1961 read with relevant rules issued thereunder.

RESOLVED FURTHER THAT subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Arjan Suja Rabari as set out above, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Arjan Suja Rabari (DIN: 07794582) will be executed and this resolution along with the resolution and its explanatory statement to be placed before the Members of the Company be considered as Memorandum setting out terms and conditions of appointment and remuneration of Mr. Arjan Suja Rabari (DIN: 07794582) as Chairman and Managing Director of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine, vary, alter, enhance or widen the scope of and modify the terms and conditions of the said appointment and/or his managerial remuneration (including without limitation fixed pay, variable pay, incentives and any other benefits, perquisites, retirement benefits, increments etc. required to be included in the computation of remuneration in accordance with Schedule V of the Act) and/or any other term in appointment letter with the Company (collectively referred to as 'Variation') during his tenure, as may be agreed to between the Board and Mr. Arjan Suja Rabari (DIN: 07794582), subject to such approvals of applicable authorities, as may be required under the applicable laws to such Variations but without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end and intent that the members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution subject to his annual managerial remuneration not exceeding the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013 for the relevant financial year;

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

MANY HANDS ONE VISION

//CERTIFIED TO BE TRUE//
FOR, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
MANAGING DIRECTOR
(DIN: 07794599)

PLACE: AHMEDABAD
DATE: 18/12/2024

LCC PROJECTS LIMITED
(Formerly known as LCC Projects Private Limited)
Registered & Corporate Office:
'B'Wing, 15 Floor, Privilon Building, Vikram Nagar, Ambli-Bopal Road, B/h Iskcon Temple, Ahmedabad-380058, Gujarat, India.
CIN : U45500GJ2017PLC100301
079-48484453 admin@lccprojects.com www.lccprojects.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF LCC PROJECTS LIMITED HELD ON WEDNESDAY, 18TH DECEMBER, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 'B' WING,15TH FLOOR, PRIVILON BUILDING, VIKRAM NAGAR AMBLI-BOPAL ROAD, BEHIND ISKCON TEMPLE, AHMEDABAD, AHMEDABAD-380058, GUJARAT, INDIA AT 11.00 AM

APPOINTMENT OF MR. LALJIBHAI ARJANBHAI AHIR (DIN: 07794599) AS MANAGING DIRECTOR OF THE COMPANY.

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act"), and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee, and subject to the approval of members, the approval of the Board of Directors (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee thereof, constituted/ to be constituted by the Board) be and is hereby accorded for appointment of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) as Managing Director of the Company for a period of five (5) years with effect from December 18, 2024, on such terms and conditions including salary, perquisites and commission (hereinafter referred to as "**remuneration**") as set out hereunder, with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

Terms and Conditions of Remuneration:

Remuneration:

A. Salary

Up to Rupees 1.00 crores per month, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

B. Perquisites, allowances and benefits:

a. Leave Travel Concession: Once for self and family every year to anywhere in India or abroad, incurred in accordance with the policy of the Company.

b. Encashment of leave at the end of the tenure.

c. Insurance premium for medical and hospitalization and Personal Accident insurance cover.

d. Medical reimbursement: Reimbursement of medical expenses incurred whether in India or abroad for self and family including hospitalization, surgical charges, nursing charges and domiciliary charges as per the rules of the Company.

e. Club Fees: Fees of clubs subject to a maximum of two clubs

f. Use of Car with Driver: One car with driver with reimbursement of running and maintenance expenses.

g. Other Perquisites and Amenities: Any other perquisites and/or amenities as per the policy applicable to the senior executives of the Company and/or which may become applicable in the future and/or any other perquisites and/or amenities as the board may from time to time decide.

h. Any other one time, periodic retirement allowances / benefits as may be decided by the board at the time of retirement.

Provided however that, perquisites and amenities shall be valued, wherever applicable, as per the Income Tax Act, 1961 read with relevant rules issued thereunder.

RESOLVED FURTHER THAT subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Laljibhai Arjanbhai Ahir as set out above, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) will be executed and this resolution along with the resolution and its explanatory statement to be placed before the Members of the Company be considered as Memorandum setting out terms and conditions of appointment and remuneration of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) as Managing Director of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine, vary, alter, enhance or widen the scope of and modify the terms and conditions of the said appointment and/ or his managerial remuneration (including without limitation fixed pay, variable pay, incentives and any other benefits, perquisites, retirement benefits, increments etc. required to be included in the computation of remuneration in accordance with Schedule V of the Act) and/or any other term in appointment letter with the Company (collectively referred to as 'Variation') during his tenure, as may be agreed to between the Board and Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599), subject to such approvals of applicable authorities, as may be required under the applicable laws to such Variations but without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end and intent that the members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution subject to his annual managerial remuneration not exceeding the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013 for the relevant financial year;

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

//CERTIFIED TO BE TRUE//
FOR, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Chairman and Managing Director

ARJAN SUJA RABARI
CHAIRMAN AND MANAGING DIRECTOR
(DIN: 07794582)

PLACE: Ahmedabad
DATE: 18/12/2024

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF LCC PROJECTS LIMITED AT THEIR EXTRA-ORDINARY GENERAL MEETING HELD ON THURSDAY, DECEMBER 19, 2024 AT THE REGISTERED OFFICE SITUATED AT 'B' WING, 15TH FLOOR, PRIVILON BUILDING, VIKRAM NAGAR AMBLI-BOPAL ROAD, BEHIND ISKCON TEMPLE, AHMEDABAD, AHMEDABAD-380058, GUJARAT AT 11:00 A.M.

Item No. 1

APPOINTMENT OF MR. ARJAN SUJA RABARI (DIN: 07794582) AS CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY.

"**RESOLVED THAT**, pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act"), and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and Board of Directors, the approval of the members be and is hereby accorded for appointment of Mr. Arjan Suja Rabari (DIN: 07794582) as Chairman and Managing Director of the Company for a period of five (5) years with effect from December 18, 2024, on such terms and conditions including salary, perquisites and commission (hereinafter referred to as "**remuneration**") as set out hereunder, with the power to the Board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

Terms and Conditions of Remuneration:

Remuneration:

A. Salary

Up to Rupees 1.00 crores per month, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

B. Perquisites, allowances and benefits:

a. Leave Travel Concession: Once for self and family every year to anywhere in India or abroad, incurred in accordance with the policy of the Company.

b. Encashment of leave at the end of the tenure.

c. Insurance premium for medical and hospitalization and Personal Accident insurance cover.

d. Medical reimbursement: Reimbursement of medical expenses incurred whether in India or abroad for self and family including hospitalization, surgical charges, nursing charges and domiciliary charges as per the rules of the Company.

e. Club Fees: Fees of clubs subject to a maximum of two clubs.

f. Use of Car with Driver: One car with driver with reimbursement of running and maintenance expenses.

g. Other Perquisites and Amenities: Any other perquisites and/or amenities as per the policy applicable to the senior executives of the Company and/or which may become applicable in the future and/or any other perquisites and/or amenities as the board may from time to time decide.

h. Any other one time, periodic retirement allowances / benefits as may be decided by the board at the time of retirement.

Provided however that, perquisites and amenities shall be valued, wherever applicable, as per the Income Tax Act, 1961 read with relevant rules issued thereunder.

RESOLVED FURTHER THAT, subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Arjan Suja Rabari as set out above, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT, in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Arjan Suja Rabari (DIN: 07794582) will be executed and this resolution along with the resolution and its explanatory statement to be placed before the Members of the Company be considered as Memorandum setting out terms and conditions of appointment and remuneration of Mr. Arjan Suja Rabari (DIN: 07794582) as Chairman and Managing Director of the Company;

RESOLVED FURTHER THAT, the Board be and is hereby authorized to determine, vary, alter, enhance or widen the scope of and modify the terms and conditions of the said appointment and/ or his managerial remuneration (including without limitation fixed pay, variable pay, incentives and any other benefits, perquisites, retirement benefits, increments etc. required to be included in the computation of remuneration in accordance with Schedule V of the Act) and/or any other term in appointment letter with the Company (collectively referred to as **'Variation'**) during his tenure, as may be agreed to between the Board and Mr. Arjan Suja Rabari (DIN: 07794582), subject to such approvals of applicable authorities, as may be required under the applicable laws to such Variations but without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end and intent that the members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution subject to his annual managerial remuneration not exceeding the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013 for the relevant financial year;

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

//CERTIFIED TO BE TRUE//
FOR, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
MANAGING DIRECTOR
(DIN: 07794599)

PLACE: AHMEDABAD
DATE: 19/12/2024

LCC PROJECTS LIMITED
(Formerly known as LCC Projects Private Limited)
Registered & Corporate Office:
'B'Wing, 15 Floor, Privilon Building, Vikram Nagar, Ambli-Bopal Road, B/h Iskcon Temple, Ahmedabad-380058, Gujarat, India.
CIN : U45500GJ2017PLC100301
079-48484453 admin@lccprojects.com www.lccprojects.com

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

Item No. 1

APPOINTMENT OF MR. ARJAN SUJA RABARI (DIN: 07794582) AS CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY.

The Board of Directors of the Company, in their Meeting held on December 18, 2024, has changed the designation of and appointed Mr. Arjan Suja Rabari (DIN: 07794582) as Chairman & Managing Director, for a period of 5 (five) years with effect from December 18, 2024, on terms and conditions including remuneration as approved by the Board which is set out hereunder.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Arjan Suja Rabari (DIN: 07794582), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

The Board has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), as amended, the appointment of Mr. Arjan Suja Rabari (DIN: 07794582) as Chairman & Managing Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is carrying on the Business of Construction primarily involved in Infrastructure development projects of the Government.

Date or expected date of commencement of commercial production: The Company is already in operation.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(Rupees in lakhs)

Particulars	Standalone		Consolidated	
	F.Y 2023-24	F.Y. 2022-23	F.Y 2023-24	F.Y. 2022-23
Revenue from Operations	2,40,265.04	1,22,652.16	2,43,891.17	1,22,526:74
Other Income	1,519.60	1,064.37	1,087.90	937.27
Total Income	**2,41,784.64**	**1,23,716.53**	**2,44,979.07**	**1,23,464.02**
Less: Total Expenses before Depreciation, Finance Cost and Tax	2,14,541.07	1,11,025.48	2,17,292.76	1,10,686.28
Profit before Depreciation, Finance Cost and Tax	**27,243.56**	**12,691.05**	**27,686.31**	**12,777.73**
Less: Depreciation	1,838.32	701.19	1,905.46	708.72
Less: Finance Cost	4,917.44	2,803.52	4,988.73	2,891.58
Profit Before exceptional item and Tax	**20,487.80**	**9,186.34**	**20,794.20**	**9,177.43**
Less: Exceptional item	3,551.91	-	3,551.91	-
Less: Tax Expenses	5,019.73	2,354.97	5,042.59	2,355.71
Profit after Tax	**11,897.44**	**6,821.78**	**12,199.71**	**6,821.67**

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any foreign entity.

Information about the appointee:

Background Details:

Mr. Arjan Suja Rabari is founding member of the Company. He has an experience of more than 20 years in construction sector. He is actively involved in all the functions of the organization like technical, project, and business development work etc. He has inspired others to strive for the best and beyond the best performance in a unique way. He started with ground zero and reached new heights of success and has set an example for generations to come. His dynamic and effective leadership has led the Company, to the top position. He makes dream comes true by making the Company India's fastest growing company. With his unflinching commitment and efforts to quality in planning, work execution and timely completion, the firm has metamorphosed into LCC Projects Private Limited, in the year 2017. His philosophy of work is giving equal opportunity to grow everyone who is associated directly or indirectly with this esteem organisation. He has strong belief in ethical way of working and hard work to get success and proved in last two decades.

Past Remuneration: Rs. 10.20 crores per annum for F.Y. 2023-24

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Arjan Suja Rabari has an experience of more than 20 years in construction business. He is actively involved in all the functions of the organization like technical, project, and business development work etc. He is actively involved in all the functions of the organization like technical, project, and business development work etc. He has inspired others to strive for the best and beyond the best performance in a unique way. He started with ground zero and reached new heights of success, and has set an example for generations to come. His dynamic and effective leadership has led the Company, to the top position. He makes dream comes true by making the Company India's fastest growing company. With his unflinching commitment and efforts to quality in planning, work execution and timely completion, the firm has metamorphosed into LCC Projects Private Limited, in the year 2017. His philosophy of work is giving equal opportunity to grow everyone who is associated directly or indirectly with this esteem organisation. He has strong belief in ethical way of working and hard work to get success and proved in last two decades.

Remuneration proposed:

Up to Rupees 1.00 crore per month subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Arjan Suja Rabari (DIN: 07794582), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Arjan Suja Rabari (DIN: 07794582) has pecuniary relationship to the extent he is Promoter and Chairman & Managing Director - Shareholder of the Company.

In compliance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act, as amended, the terms of appointment and remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of five years w.e.f. December 18, 2024 until revised further.

Except Mr. Arjan Suja Rabari (DIN: 07794582), Ms. Maya Arjan Rabari (DIN: 10834742) and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The Board of Directors is of the view that the change in designation and appointment of Mr. Arjan Suja Rabari (DIN: 07794582) as the Chairman & Managing Director will be beneficial to the operations of the Company and accordingly recommends the Special Resolutions at Item No. 1 of the accompanying Notice for approval by the Members of the Company.

III. Other information:

(1) Reasons of loss or inadequate profits: The proposed Remuneration is not falling within the limits specified under the section 197 of the Companies Act. However the same is in line with the Industry Standards for the managerial personal falling under the same cadre.

(2) Steps taken or proposed to be taken for improvement : Since company already a profit making company, the same is not applicable.

(3) Expected increase in productivity and profits in measurable terms: The same is not applicable.

The statement of additional information required to be disclosed as per Secretarial Standard II issued by ICSI is provided below;

Name	**Mr. Arjan Suja Rabari**
Date of Birth	01/06/1978
Qualification	H.S.C.
Experience - Expertise in specific functional areas - Job profile and suitability	Mr. Arjan Suja Rabari has over 20 years of experience in construction business. He is the Promoter and founder of the Company. He is associated with the company since 2017 as a director and promoter of the Company. Mr. Arjan Suja Rabari is actively involved in all the functions of the organization like technical, project, and business development work etc. He has inspired others to strive for the best and beyond the best performance in a unique way. He started with ground zero and reached new heights of success, and has set an example for generations to come. His dynamic and effective leadership has led the Company, to the top position. He makes dream comes true by making the Company India's fastest growing company. With his unflinching commitment and efforts to quality in planning, work execution and timely completion, the firm has metamorphosed into LCC Projects Private Limited, in the year 2017. His philosophy of work is giving equal opportunity to grow everyone who is associated directly or indirectly with this esteem organisation. He has strong

Name	Mr. Arjan Suja Rabari
	belief in ethical way of working and hard work to get success and proved in last two decades.
No. of Shares held	13940000 Equity Shares
Terms & Conditions	Refer Explanatory Statement for Item No. 1 of this Notice
Remuneration Last Drawn	Rs. 10.20 crores per annum for F.Y. 2023-24
Remuneration sought to be paid	Refer Explanatory Statement for Item No. 1 of this Notice
Number of Board Meetings attended during the Year (FY 2023-24)	50
Date of Original Appointment	28/12/2017
Date of Appointment in current terms	18/12/2024
Directorships held in public companies including deemed public companies	Public companies – NIL Deemed public companies - 3
Names of listed entities in which the person holds the directorship	Nil
Names of listed entities from which the person has resigned in the past three years	Nil
Memberships / Chairmanships of committees of public companies*	Nil
Inter-se Relationship with other Directors.	Mr. Arjan Suja Rabari, Chairman & Managing Director of the Company has inter se relation with Ms. Maya Arjan Rabari (DIN: 10834742), Non-Executive Non-Independent Director of the Company as her father.

*Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

The Board recommends the matter and the resolution set out under Item No. 1 for the approval of the Members by way of passing Special Resolution.

Certified to be true
For, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
MANAGING DIRECTOR
DIN: 07794599

Date: 19/12/2024
Place: Ahmedabad

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF LCC PROJECTS LIMITED AT THEIR EXTRA-ORDINARY GENERAL MEETING HELD ON THURSDAY, DECEMBER 19, 2024 AT THE REGISTERED OFFICE SITUATED AT 'B' WING, 15TH FLOOR, PRIVILON BUILDING, VIKRAM NAGAR AMBLI-BOPAL ROAD, BEHIND ISKCON TEMPLE, AHMEDABAD, AHMEDABAD-380058, GUJARAT AT 11:00 A.M.

Item No. 2

APPOINTMENT OF MR. LALJIBHAI ARJANBHAI AHIR (DIN: 07794599) AS MANAGING DIRECTOR OF THE COMPANY.

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act"), and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and Board of Directors, the approval of the members be and is hereby accorded for appointment of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) as Managing Director of the Company for a period of five (5) years with effect from December 18, 2024, on such terms and conditions including salary, perquisites and commission (hereinafter referred to as "**remuneration**") as set out hereunder, with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

Terms and Conditions of Remuneration:

Remuneration:

A. Salary

Up to Rupees 1.00 crore per month, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

B. **Perquisites, allowances and benefits:**

a. Leave Travel Concession: Once for self and family every year to anywhere in India or abroad, incurred in accordance with the policy of the Company.

b. Encashment of leave at the end of the tenure.

c. Insurance premium for medical and hospitalization and Personal Accident insurance cover.

d. Medical reimbursement: Reimbursement of medical expenses incurred whether in India or abroad for self and family including hospitalization, surgical charges, nursing charges and domiciliary charges as per the rules of the Company.

e. Club Fees: Fees of clubs subject to a maximum of two clubs.

f. Use of Car with Driver: One car with driver with reimbursement of running and maintenance expenses.

g. Other Perquisites and Amenities: Any other perquisites and/or amenities as per the policy applicable to the senior executives of the Company and/or which may become applicable in the future and/or any other perquisites and/or amenities as the board may from time to time decide.

h. Any other one time, periodic retirement allowances / benefits as may be decided by the board at the time of retirement.

Provided however that, perquisites and amenities shall be valued, wherever applicable, as per the Income Tax Act, 1961 read with relevant rules issued thereunder.

RESOLVED FURTHER THAT subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Laljibhai Arjanbhai Ahir as set out above, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) will be executed and this resolution along with the resolution and its explanatory statement to be placed before the Members of the Company be considered as Memorandum setting out terms and conditions of appointment and remuneration of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) as Managing Director of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine, vary, alter, enhance or widen the scope of and modify the terms and conditions of the said appointment and/ or his managerial remuneration (including without limitation fixed pay, variable pay, incentives and any other benefits, perquisites, retirement benefits, increments etc. required to be included in the computation of remuneration in accordance with Schedule V of the Act) and/or any other term in appointment letter with the Company (collectively referred to as **'Variation'**) during his tenure, as may be agreed to between the Board and Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599), subject to such approvals of applicable authorities, as may be required under the applicable laws to such Variations but without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end and intent that the members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution subject to his annual managerial remuneration not exceeding the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013 for the relevant financial year;

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

//CERTIFIED TO BE TRUE//
FOR, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
MANAGING DIRECTOR
(DIN: 07794599)

PLACE: AHMEDABAD
DATE: 19/12/2024

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

Item No. 2

APPOINTMENT OF MR. LALJIBHAI ARJANBHAI AHIR (DIN: 07794599) AS MANAGING DIRECTOR OF THE COMPANY.

The Board of Directors of the Company, in their Meeting held on December 18, 2024, has changed the designation of and appointed Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) as Managing Director, for a period of 5 (five) years with effect from December 18, 2024, on terms and conditions including remuneration as approved by the Board which is set out hereunder.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

The Board has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), as amended, the appointment of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) as Managing Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is carrying on the Business of Construction primarily involved in Infrastructure development projects of the Government.

Date or expected date of commencement of commercial production: The Company is already in operation.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(Rupees in lakhs)

Particulars	Standalone		Consolidated	
	F.Y 2023-24	F.Y. 2022-23	F.Y 2023-24	F.Y. 2022-23
Revenue from Operations	2,40,265.04	1,22,652.16	2,43,891.17	1,22,526.74
Other Income	1,519.60	1,064.37	1,087.90	937.27
Total Income	**2,41,784.64**	**1,23,716.53**	**2,44,979.07**	**1,23,464.02**
Less: Total Expenses before Depreciation, Finance Cost and Tax	2,14,541.07	1,11,025.48	2,17,292.76	1,10,686.28
Profit before Depreciation, Finance Cost and Tax	**27,243.56**	**12,691.05**	**27,686.31**	**12,777.73**
Less: Depreciation	1,838.32	701.19	1,905.46	708.72
Less: Finance Cost	4,917.44	2,803.52	4,988.73	2,891.58
Profit Before exceptional item and Tax	**20,487.80**	**9,186.34**	**20,794.20**	**9,177.43**
Less: Exceptional item	3,551.91	-	3,551.91	-
Less: Tax Expenses	5,019.73	2,354.97	5,042.59	2,355.71
Profit after Tax	**11,897.44**	**6,821.78**	**12,199.71**	**6,821.67**

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any foreign entity.

Information about the appointee:

Background Details:

Mr. Laljibhai Arjanbhai Ahir is founding member of the Company. He has an experience of more than 10 years in construction sector. Apart from other routine business operation, he is actively involved in financial and banking activities, ensuring the company's financial health, operational efficiency, and strategic growth. Despite starting at a young age, he has demonstrated maturity and a strong sense of responsibility in managing the company. With over a decade of experience, he is completely dedicated to the Company and serves as a crucial link between the many hands that work together towards the shared vision of the company. His commitment, passion, resilience, empathy, and confidence set an inspiring example for generations to come. His visionary approach and business acumen have driven the company towards growth under his leadership. He is a strategic thinker who can anticipate and adapt to the ever-changing market dynamics. His leadership has helped company to achieve new heights, and his contributions have been pivotal in positioning the company as a market leader in the construction industry.

Past Remuneration: Rs. 10.20 crores per annum for F.Y. 2023-24

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Laljibhai Arjanbhai Ahir has an experience of more than 10 years in construction business. Apart from other routine business operation, he is actively involved in financial and banking activities, ensuring the company's financial health, operational efficiency, and strategic growth. Despite starting at a young age, he has demonstrated maturity and a strong sense of responsibility in managing the company. With over a decade of experience, he is completely dedicated to the Company and serves as a crucial link between the many hands that work together towards the shared vision of the company. His commitment, passion, resilience, empathy, and confidence set an inspiring example for generations to come. His visionary approach and business acumen have driven the company towards growth under his leadership. He is a strategic thinker who can anticipate and adapt to the ever-changing market dynamics. His leadership has helped company to achieve new heights, and his contributions have been pivotal in positioning the company as a market leader in the construction industry.

Remuneration proposed:

Up to Rupees 1.00 crore per month subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) has pecuniary relationship to the extent he is Promoter and Managing Director - Shareholder of the Company.

In compliance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act, as amended, the terms of appointment and remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of five years w.e.f. December 18, 2024 until revised further.

Except Mr. Laljibhai Arjanbhai Ahir himself and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The Board of Directors is of the view that the change in designation and appointment of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) as Managing Director will be beneficial to the operations of the Company and accordingly recommends the Special Resolution at Item No. 2 of the accompanying Notice for approval by the Members of the Company.

III. Other information:

(1) Reasons of loss or inadequate profits: The proposed Remuneration is not falling within the limits specified under the section 197 of the Companies Act. However, the same is in line with the Industry Standards for the managerial personal falling under the same cadre.

(2) Steps taken or proposed to be taken for improvement: Since company already a profit making company, the same is not applicable.

(3) Expected increase in productivity and profits in measurable terms: The same is not applicable.

The statement of additional information required to be disclosed as per Secretarial Standard II issued by ICSI is provided below;

Name	Mr. Laljibhai Arjanbhai Ahir
Date of Birth	23/05/1990
Qualification	H.S.C.
Experience - Expertise in specific functional areas - Job profile and suitability	Mr. Laljibhai Arjanbhai Ahir has over 10 years of experience in construction business. He is the Promoter and founder of the Company. He is associated with the company since 2017 as a director and promoter of the Company. Mr. Laljibhai Arjanbhai Ahir is founding member of the Company. Apart from other routine business operation, he is actively involved in financial and banking activities, ensuring the company's financial health, operational efficiency, and strategic growth. Despite starting at a young age, he has demonstrated maturity and a strong

Name	Mr. Laljibhai Arjanbhai Ahir
	sense of responsibility in managing the company. With over a decade of experience, he is completely dedicated to the Company and serves as a crucial link between the many hands that work together towards the shared vision of the company. His commitment, passion, resilience, empathy, and confidence set an inspiring example for generations to come. His visionary approach and business acumen have driven the company towards growth under his leadership. He is a strategic thinker who can anticipate and adapt to the ever-changing market dynamics. His leadership has helped company to achieve new heights, and his contributions have been pivotal in positioning the company as a market leader in the construction industry.
No. of Shares held	13940000 Equity Shares
Terms & Conditions	Refer Explanatory Statement for Item No. 1 of this Notice
Remuneration Last Drawn	Rs. 10.20 crores per annum for F.Y. 2023-24
Remuneration sought to be paid	Refer Explanatory Statement for Item No. 1 of this Notice
Number of Board Meetings attended during the Year (FY 2023-24)	50
Date of Original Appointment	28/12/2017
Date of Appointment in current terms	18/12/2024
Directorships held in public companies including deemed public companies	Public companies – NIL Deemed public companies - 3
Names of listed entities in which the person holds the directorship	Nil
Names of listed entities from which the person has resigned in the past three years	Nil
Memberships / Chairmanships of committees of public companies*	Nil

Name	Mr. Laljibhai Arjanbhai Ahir
Inter-se Relationship with other Directors.	Mr. Laljibhai Arjanbhai Ahir, Managing Director of the Company has no inter se relation with other Directors of the Company.

*Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

The Board recommends the matter and the resolution set out under Item No. 2 for the approval of the Members by way of passing Special Resolution.

Certified to be true
For, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
MANAGING DIRECTOR
DIN: 07794599

Date: 19/12/2024
Place: Ahmedabad

MANY HANDS ONE VISION

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE MEMBERS OF LCC PROJECTS LIMITED AT THEIR ANNUAL GENERAL MEETING HELD ON FRIDAY, AUGUST 07, 2026 AT THE REGISTERED AND CORPORATE OFFICE SITUATED AT LCC CORPORATE HOUSE, B/S GTPL HOUSE, SINDHU BHAVAN ROAD, BODAKDEV, AHMEDABAD-380054, GUJARAT, INDIA AT 11:00 A.M.

Item No. 2

REVISION IN REMUNERATION PAYABLE TO MR. ARJAN SUJA RABARI (DIN: 07794582), CHAIRMAN AND MANAGING DIRECTOR:

"**RESOLVED THAT** in partial modification to the resolution passed by the members of the Company at the Extra Ordinary General Meeting (EGM) held on December 19, 2024 and pursuant to the provisions of Section 197, 198 and other applicable provisions of the Companies Act, 2013 ("the Act"), and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and Board of Directors, the approval of the members be and is hereby accorded for revision in remuneration of Mr. Arjan Suja Rabari (DIN: 07794582), Chairman and Managing Director of the Company, liable to retire by rotation, effective from 1st April, 2026 to remaining period of his tenure ending on December 17, 2029.

RESOLVED FURTHER THAT the remuneration payable to Mr. Arjan Suja Rabari (DIN: 07794582), Chairman and Managing Director of the Company shall be as under:

Terms and Conditions of Remuneration:

Remuneration: a Remuneration of up to Rupees 240.00 million (Indian Rupees Two Hundred Forty Million Only) per annum, inclusive of salary, perquisites, allowances and other benefits, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time.

RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his appointment as Chairman and Managing Director of the Company, as approved by the resolution passed at the Extra Ordinary General Meeting of the Company held on December 19, 2024 shall remain unchanged.

RESOLVED FURTHER THAT in the event, the Company has no profits or its profits are inadequate during the aforesaid tenure, the managerial remuneration aforesaid consisting of salary and all perquisites, allowances and other benefits shall be paid to Mr. Arjan Suja Rabari, Chairman and Managing Director as the minimum remuneration as per applicable provisions of the Companies Act, 2013.

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

//CERTIFIED TO BE TRUE//
FOR, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
MANAGING DIRECTOR
(DIN: 07794599)

PLACE: AHMEDABAD, GUJARAT
DATE: 07/08/2026

MANY HANDS ONE VISION

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

Item No. 2

REVISION IN REMUNERATION PAYABLE TO MR. ARJAN SUJA RABARI (DIN: 07794582), CHAIRMAN AND MANAGING DIRECTOR:

Members approved appointment & remuneration of Mr. Arjan Suja Rabari as Chairman and Managing Director at EGM held December 19, 2024, for a period of five years effective from December 18, 2024. Nomination and Remuneration Committee and Board of Directors, at their meetings held on August 01, 2026, recommended revision in remuneration of Mr. Arjan Suja Rabari effective from 1st April, 2026 to remaining period of his tenure ending on December 17, 2029.

Further, in accordance with the provisions of Section 197 of the Companies Act, 2013, as amended from time to time, read with Schedule V thereto, in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Arjan Suja Rabari (DIN: 07794582) shall be the remuneration as approved under the resolution, subject to the applicable limits, conditions and other requirements prescribed under Section 197 and Schedule V to the Companies Act, 2013.

The Board has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is carrying on the Business of Construction primarily involved in Infrastructure development projects of the Government.

Date or expected date of commencement of commercial production: The Company is already in operation.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(Rupees in millions)

Particulars	Standalone		Consolidated	
	F.Y 2025-26	F.Y 2024-25	F.Y 2025-26	F.Y 2024-25
Revenue from Operations	34,571.83	28,621.53	36,002.52	29,182.94
Other Income	432.54	253.89	392.02	227.19
Total Income	**35,004.38**	**28,875.42**	**36,394.54**	**29,410.13**
Less: Total Expenses before Depreciation, Finance Cost and Tax	32,725.37	27,050.76	31,185.92	25,400.55

Particulars	Standalone		Consolidated	
	F.Y 2025-26	F.Y 2024-25	F.Y 2025-26	F.Y 2024-25
Profit before Depreciation, Finance Cost and Tax	**5,031.53**	**3,948.71**	**5,208.63**	**4,009.57**
Less: Depreciation	441.93	263.72	453.63	273.57
Less: Finance Cost	934.33	798.30	961.70	801.48
Profit Before exceptional item and tax	**31,349.11**	**25,988.73**	**3,793.30**	**2,934.53**
Profit/(Loss) from associate and joint venture accounted for using the Equity Method (net)	-	-	-1.31	0.78
Less: Exceptional item	8.23	-	8.34	-
Less: Tax Expenses	894.31	689.49	919.24	699.05
Profit after Tax	**2,752.72**	**2,197.20**	**2,864.41**	**2,236.25**

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any foreign entity.

Information about the appointee:

Background Details:

Mr. Arjan Suja Rabari is founding member of the Company. He has an experience of more than 20 years in construction sector. He is actively involved in all the functions of the organization like technical, project, and business development work etc. He has inspired others to strive for the best and beyond the best performance in a unique way. He started with ground zero and reached new heights of success and has set an example for generations to come. His dynamic and effective leadership has led the Company, to the top position. He makes dream comes true by making the Company India's fastest growing company. With his unflinching commitment and efforts to quality in planning, work execution and timely completion, the firm has metamorphosed into LCC Projects Private Limited, in the year 2017. His philosophy of work is giving equal opportunity to grow everyone who is associated directly or indirectly with this esteem organisation. He has strong belief in ethical way of working and hard work to get success and proved in last two decades.

Past Remuneration:

The details of remuneration paid to Mr. Arjan Suja Rabari (DIN: 07794582) during the preceding three financial years are as follows:

Financial Year	Remuneration Paid/Payable (Rs. In millions)
2025-26	120.00
2024-25	120.00

2023-24	102.00

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Arjan Suja Rabari has an experience of more than 20 years in construction business. He is actively involved in all the functions of the organization like technical, project, and business development work etc. He is actively involved in all the functions of the organization like technical, project, and business development work etc. He has inspired others to strive for the best and beyond the best performance in a unique way. He started with ground zero and reached new heights of success and has set an example for generations to come. His dynamic and effective leadership has led the Company, to the top position. He makes dream comes true by making the Company India's fastest growing company. With his unflinching commitment and efforts to quality in planning, work execution and timely completion, the firm has metamorphosed into LCC Projects Private Limited, in the year 2017. His philosophy of work is giving equal opportunity to grow everyone who is associated directly or indirectly with this esteem organisation. He has strong belief in ethical way of working and hard work to get success and proved in last two decades.

Remuneration proposed:

A Remuneration of up to Rupees 240.00 million (Indian Rupees Two Hundred Forty Millions Only) per annum, inclusive of salary, perquisites, allowances and other benefits, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Arjan Suja Rabari (DIN: 07794582), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Arjan Suja Rabari (DIN: 07794582) has pecuniary relationship to the extent he is Promoter and Chairman & Managing Director - Shareholder of the Company.

In compliance with the provisions of Sections 197, 198 and other applicable provisions of the Act, as amended, the terms of revised remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid and effective from 1st April, 2026 for remaining period of this tenure.

Except Mr. Arjan Suja Rabari (DIN: 07794582), Ms. Maya Arjan Rabari (DIN: 10834742) and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

III. Other information:

(1) Reasons of loss or inadequate profits: The proposed remuneration is considered reasonable and appropriate having regard to the responsibilities, duties and contribution of the Director, the prevailing industry standards and remuneration levels for managerial personnel holding similar positions and responsibilities.

(2) Steps taken or proposed to be taken for improvement: The Company is a profit-making entity and continues to undertake various measures for maintaining and improving its operational and financial performance. Accordingly, no specific corrective measures are warranted at present, and the same is not applicable in the context of the proposed remuneration.

(3) Expected increase in productivity and profits in measurable terms: The same is not applicable.

The statement of additional information required to be disclosed as per Secretarial Standard II issued by ICSI is provided below;

Name	Mr. Arjan Suja Rabari
Date of Birth	01/06/1978
Qualification	H.S.C.
Experience - Expertise in specific functional areas - Job profile and suitability	Mr. Arjan Suja Rabari has over 20 years of experience in construction business. He is the Promoter and founder of the Company. He is associated with the company since 2017 as a director and promoter of the Company. Mr. Arjan Suja Rabari is actively involved in all the functions of the organization like technical, project, and business development work etc. He has inspired others to strive for the best and beyond the best performance in a unique way. He started with ground zero and reached new heights of success and has set an example for generations to come. His dynamic and effective leadership has led the Company, to the top position. He makes dream comes true by making the Company India's fastest growing company. With his unflinching commitment and efforts to quality in planning, work execution and timely completion, the firm has metamorphosed into LCC Projects Private Limited, in the year 2017. His philosophy of work is giving equal opportunity to grow everyone who is associated directly or indirectly with this esteem organisation. He has strong belief in ethical way of working and hard work to get success and proved in last two decades.
No. of Shares held	11,15,20,000 Equity Shares
Terms & Conditions	Refer Explanatory Statement for Item No. 2 of this Notice
Remuneration Last Drawn	Rs. 120.00 million during F.Y. 2025-26
Remuneration sought to be paid	Refer Explanatory Statement for Item No. 2 of this Notice
Number of Board Meetings attended during the Year (FY 2025-26)	14

Name	Mr. Arjan Suja Rabari
Date of Original Appointment	28/12/2017
Date of Appointment in current terms	18/12/2024
Directorships held in public companies including deemed public companies	Public companies – NIL Deemed public companies - 4
Names of listed entities in which the person holds the directorship	Nil
Names of listed entities from which the person has resigned in the past three years	Nil
Memberships / Chairmanships of committees of public companies*	Nil
Inter-se Relationship with other Directors.	Mr. Arjan Suja Rabari, Chairman & Managing Director of the Company has inter-se relation with Ms. Maya Arjan Rabari (DIN: 10834742), Non-Executive Non-Independent Director of the Company as her father.

*Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

The Board recommends the matter and the resolution set out under Item No. 2 for the approval of the Members by way of passing Special Resolution.

Certified to be true
For, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
Managing Director
DIN: 07794599

Date: 07/08/2026
Place: Ahmedabad, Gujarat

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE MEMBERS OF LCC PROJECTS LIMITED AT THEIR ANNUAL GENERAL MEETING HELD ON FRIDAY, AUGUST 07, 2026 AT THE REGISTERED AND CORPORATE OFFICE SITUATED AT LCC CORPORATE HOUSE, B/S GTPL HOUSE, SINDHU BHAVAN ROAD, BODAKDEV, AHMEDABAD-380054, GUJARAT, INDIA AT 11:00 A.M.

Item No. 3

REVISION IN REMUNERATION PAYABLE TO MR. LALJIBHAI ARJANBHAI AHIR (DIN: 07794599), MANAGING DIRECTOR OF THE COMPANY.

"**RESOLVED THAT** in partial modification to the resolution passed by the members of the Company at the Extra Ordinary General Meeting(EGM) held on December 19, 2024 and pursuant to the provisions of Section 197, 198 and other applicable provisions of the Companies Act, 2013 ("the Act"), and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and Board of Directors, the approval of the members be and is hereby accorded for revision in remuneration of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599), Managing Director of the Company, liable to retire by rotation, effective from 1st April, 2026 to remaining period of his tenure ending on December 17, 2029.

RESOLVED FURTHER THAT the remuneration payable to Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599), Managing Director of the Company shall be as under:

Terms and Conditions of Remuneration:

Remuneration: a Remuneration of up to Rupees 240.00 million (Indian Rupees Two Hundred Forty Million Only) per annum, inclusive of salary, perquisites, allowances and other benefits, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time..

RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his appointment as Managing Director of the Company, as approved by the resolution passed at the Extra Ordinary General Meeting of the Company held on December 19, 2024 shall remain unchanged.

RESOLVED FURTHER THAT in the event, the Company has no profits or its profits are inadequate during the aforesaid tenure, the managerial remuneration aforesaid consisting of salary and commission shall be paid to Mr. Laljibhai Arjanbhai Ahir, Managing Director as the minimum remuneration as per applicable provisions of the Companies Act, 2013.

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

//CERTIFIED TO BE TRUE//
FOR, LCC PROJECTS LIMITED
LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
MANAGING DIRECTOR
(DIN: 07794599)

PLACE: AHMEDABAD, GUJARAT
DATE: 07/08/2026

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

Item No. 3

REVISION IN REMUNERATION PAYABLE TO MR. LALJIBHAI ARJANBHAI AHIR (DIN: 07794599), MANAGING DIRECTOR OF THE COMPANY.

Members approved appointment & remuneration of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) as Managing Director at EGM held Dec 19, 2024, for a period of five years effective from December 18, 2024. Nomination and Remuneration Committee and Board of Directors, at their meetings held on August 01, 2026, recommended revision in remuneration of Mr. Mr. Laljibhai Arjanbhai Ahir effective from 1st April, 2026 to remaining period of his tenure ending on December 17, 2029.

Further, in accordance with the provisions of Section 197 of the Companies Act, 2013, as amended from time to time, read with Schedule V thereto, in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) shall be the remuneration as approved under the resolution, subject to the applicable limits, conditions and other requirements prescribed under Section 197 and Schedule V to the Companies Act, 2013.

The Board has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is carrying on the Business of Construction primarily involved in Infrastructure development projects of the Government.

Date or expected date of commencement of commercial production: The Company is already in operation.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(Rupees in millions)

Particulars	Standalone		Consolidated	
	F.Y 2025-26	F.Y 2024-25	F.Y 2025-26	F.Y 2024-25
Revenue from Operations	34,571.83	28,621.53	36,002.52	29,182.94
Other Income	432.54	253.89	392.02	227.19
Total Income	**35,004.38**	**28,875.42**	**36,394.54**	**29,410.13**
Less: Total Expenses before Depreciation, Finance Cost and Tax	32,725.37	27,050.76	31,185.92	25,400.55

Particulars	Standalone		Consolidated	
	F.Y 2025-26	F.Y 2024-25	F.Y 2025-26	F.Y 2024-25
Profit before Depreciation, Finance Cost and Tax	**5,031.53**	**3,948.71**	**5,208.63**	**4,009.57**
Less: Depreciation	441.93	263.72	453.63	273.57
Less: Finance Cost	934.33	798.30	961.70	801.48
Profit Before exceptional item and tax	**31,349.11**	**25,988.73**	**3,793.30**	**2,934.53**
Profit/(Loss) from associate and joint venture accounted for using the Equity Method (net)	-	-	-1.31	0.78
Less: Exceptional item	8.23	-	8.34	-
Less: Tax Expenses	894.31	689.49	919.24	699.05
Profit after Tax	**2,752.72**	**2,197.20**	**2,864.41**	**2,236.25**

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any foreign entity.

Information about the appointee:

Background Details:

Mr. Laljibhai Arjanbhai Ahir is founding member of the Company. He has an experience of more than 10 years in construction sector. Apart from other routine business operation, he is actively involved in financial and banking activities, ensuring the company's financial health, operational efficiency, and strategic growth. Despite starting at a young age, he has demonstrated maturity and a strong sense of responsibility in managing the company. With over a decade of experience, he is completely dedicated to the Company and serves as a crucial link between the many hands that work together towards the shared vision of the company. His commitment, passion, resilience, empathy, and confidence set an inspiring example for generations to come. His visionary approach and business acumen have driven the company towards growth under his leadership. He is a strategic thinker who can anticipate and adapt to the ever-changing market dynamics. His leadership has helped company to achieve new heights, and his contributions have been pivotal in positioning the company as a market leader in the construction industry.

Past Remuneration:

The details of remuneration paid to Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) during the preceding three financial years are as follows:

Financial Year	Remuneration Paid/Payable (Rs. In millions)
2025-26	120.00
2024-25	120.00
2023-24	102.00

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Laljibhai Arjanbhai Ahir has an experience of more than 10 years in construction business. Apart from other routine business operation, he is actively involved in financial and banking activities, ensuring the company's financial health, operational efficiency, and strategic growth. Despite starting at a young age, he has demonstrated maturity and a strong sense of responsibility in managing the company. With over a decade of experience, he is completely dedicated to the Company and serves as a crucial link between the many hands that work together towards the shared vision of the company. His commitment, passion, resilience, empathy, and confidence set an inspiring example for generations to come. His visionary approach and business acumen have driven the company towards growth under his leadership. He is a strategic thinker who can anticipate and adapt to the ever-changing market dynamics. His leadership has helped company to achieve new heights, and his contributions have been pivotal in positioning the company as a market leader in the construction industry.

Remuneration proposed:

A Remuneration of up to Rupees 240.00 million (Indian Rupees Two Hundred Forty Million Only) per annum, inclusive of salary, perquisites, allowances and other benefits, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Laljibhai Arjanbhai Ahir (DIN: 07794599) has pecuniary relationship to the extent he is Promoter and Managing Director - Shareholder of the Company.

In compliance with the provisions of Sections 197, 198 and other applicable provisions of the Act, as amended, the terms of revised remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid and effective from 1st April, 2026 for remaining period of this tenure.

Except Mr. Laljibhai Arjanbhai Ahir himself and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

III. Other information:

(1) Reasons of loss or inadequate profits: The proposed remuneration is considered reasonable and appropriate having regard to the responsibilities, duties and contribution of the Director, the prevailing industry standards and remuneration levels for managerial personnel holding similar positions and responsibilities.

(2) Steps taken or proposed to be taken for improvement: The Company is a profit-making entity and continues to undertake various measures for maintaining and improving its operational and financial performance. Accordingly, no specific corrective measures are warranted at present, and the same is not applicable in the context of the proposed remuneration.

(3) Expected increase in productivity and profits in measurable terms: The same is not applicable.

The statement of additional information required to be disclosed as per Secretarial Standard II issued by ICSI is provided below;

Name	Mr. Laljibhai Arjanbhai Ahir
Date of Birth	23/05/1990
Qualification	H.S.C.
Experience - Expertise in specific functional areas - Job profile and suitability	Mr. Laljibhai Arjanbhai Ahir has over 10 years of experience in construction business. He is the Promoter and founder of the Company. He is associated with the company since 2017 as a director and promoter of the Company. Mr. Laljibhai Arjanbhai Ahir is founding member of the Company. Apart from other routine business operation, he is actively involved in financial and banking activities, ensuring the company's financial health, operational efficiency, and strategic growth. Despite starting at a young age, he has demonstrated maturity and a strong sense of responsibility in managing the company. With over a decade of experience, he is completely dedicated to the Company and serves as a crucial link between the many hands that work together towards the shared vision of the company. His commitment, passion, resilience, empathy, and confidence set an inspiring example for generations to come. His visionary approach and business acumen have driven the company towards growth under his leadership. He is a strategic thinker who can anticipate and adapt to the ever-changing market dynamics. His leadership has helped company to achieve new heights, and his contributions have been pivotal in positioning the company as a market leader in the construction industry.
No. of Shares held	11,15,20,000 Equity Shares

Name	Mr. Laljibhai Arjanbhai Ahir
Terms & Conditions	Refer Explanatory Statement for Item No. 3 of this Notice
Remuneration Last Drawn	Rs. 120.00 million during F.Y. 2025-26
Remuneration sought to be paid	Refer Explanatory Statement for Item No. 3 of this Notice
Number of Board Meetings attended during the Year (FY 2025-26)	14
Date of Original Appointment	28/12/2017
Date of Appointment in current terms	18/12/2024
Directorships held in public companies including deemed public companies	Public companies – NIL Deemed public companies - 4
Names of listed entities in which the person holds the directorship	Nil
Names of listed entities from which the person has resigned in the past three years	Nil
Memberships / Chairmanships of committees of public companies*	Nil
Inter-se Relationship with other Directors.	Mr. Laljibhai Arjanbhai Ahir, Managing Director of the Company has no inter se relation with other Directors of the Company.

*Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

The Board recommends the matter and the resolution set out under Item No. 3 for the approval of the Members by way of passing Special Resolution.

Certified to be true
For, LCC PROJECTS LIMITED

LCC PROJECTS LIMITED

Managing Director

LALJIBHAI ARJANBHAI AHIR
Managing Director
DIN: 07794599

Date: 07/08/2026
Place: Ahmedabad, Gujarat