



AMINES & PLASTICIZERS LTD



ANNUAL REPORT 2022-23

<u>GAS TREATING CHEMICALS & SERVICES</u>	<u>INDUSTRIAL GASES</u>
<u>OIL & GAS</u>	<u>ENGINEERING & PROJECTS</u>
<u>PHARMACEUTICAL INTERMEDIATES</u>	<u>TEXTILE AUXILIARY CHEMICALS</u>

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COMPANY INFORMATION

BOARD OF DIRECTORS
CHAIRMAN AND MANAGING DIRECTOR
HEMANT KUMAR RUIA

EXECUTIVE DIRECTOR
YASHVARDHAN RUIA

DIRECTORS:
Dr. P. H. VAIDYA
A. S. NAGAR
B. M. JINDEL
NIMISHA DUTIA

**PRESIDENT (LEGAL) &
COMPANY SECRETARY**
AJAY PURANIK

CHIEF FINANCIAL OFFICER
PRAMOD SHARMA

BANKER:
STATE BANK OF INDIA
CANARA BANK
HDFC BANK

STATUTORY AUDITOR:
M/S S A R A & ASSOCIATES
Chartered Accountants

AMINES & PLASTICIZERS LTD.

REGISTERED OFFICE:
T-11, 3RD FLOOR, GRAND PLAZA,
PALTAN BAZAR, G. S. ROAD,
GUWAHATI – 781 008. ASSAM.

REGISTRAR & SHARE TRANSFER AGENT:
LINK INTIME INDIA PVT. LTD.
247 PARK, C - 101, LBS MARG,
VIKHHOLI (W), MUMBAI - 400083.

NOTICE

NOTICE is hereby given that the 48th Annual General Meeting (AGM) of the Members of **Amines & Plasticizers Limited** will be held on Friday, 29th September, 2023, at 4.00 PM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt** the Audited Financial Statements (including the Consolidated Financial Statements) for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and the Auditors thereon.
- 2. To declare Dividend** of 25% i.e ₹ 0.50 per Equity Share of face value of ₹ 2/- each for the Financial Year ended March 31, 2023.
- 3. To appoint a Director** in place of Ms. Nimisha Dutia (DIN : 06956876) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. Ratification of Remuneration to Cost Auditors

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 as amended from time to time, M/s A G Anikhindi & Co., Cost Accountants (Firm Registration No. 100049), Kolhapur appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2024 be paid a remuneration of ₹ 215000/- (Rupees Two lakh fifteen thousand only) as also the payment of Goods and Service Tax as applicable and re-imbursement of out of pocket expenses incurred in connection with the aforesaid audit."

5. Revision in Remuneration of Executive Director – Mr. Yashvardhan Ruia (DIN : 00364888):

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

"RESOLVED THAT in modification of the earlier resolution passed by the Shareholders of the Company at the 45th Annual General Meeting (AGM) held on 29th September, 2020 and upon the recommendation of the Nomination and

Remuneration Committee of the Board and in accordance with the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 as amended, read with Rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI (LODR) Regulations, 2015") (including any statutory modification(s) or re-enactment thereof for the time being in force) the consent of the members of the Company be and is hereby accorded for revision in the remuneration payable to Mr. Yashvardhan Ruia, Executive Director of the Company with effect from 1st June, 2023 for the remainder of the tenure of his office i.e. till 31st May, 2025 and the minimum remuneration payable to him in case of absence or inadequacy of profits in any year, with powers to the Board, which shall include any Committee thereof, to alter, amend, vary and modify the terms and conditions of the said appointment and remuneration payable to him from time to time as it deems fit in such manner as may be mutually agreed upon, on such terms and conditions as set below:

Designation : Executive Director

1. Period:

The appointment is effective from 1st June, 2020 for a period of Five years i.e. up to 31st May, 2025.

2. Overall Remuneration:

The remuneration payable to him for a period June 1, 2023 to May 31, 2025 shall be as follows:

- Salary: ₹ 3,00,000/- per month with annual increment of such amount as may be decided by the Board within the overall ceiling as may be permitted under the Act.
- Perquisites : Perquisites are classified into Three categories A, B, C as follows:

CATEGORY 'A'

- House Rent Allowance

Housing I:

House Rent Allowances to the extent 50% of the basic salary in case Mumbai, Kolkata, New Delhi and Chennai and in other cities it will be 40% of the basic salary.

NOTICE

Housing II:

In case the accommodation is owned by the Company, 10% of the salary shall be deducted by the Company.

Housing III:

In case the Company does not provide accommodation, he shall be entitled to house rent allowance subject to the ceiling laid down in Housing I.

- ii) Gas & Electricity expenses at actuals, subject to an overall ceiling of 5% of Annual Salary.
- iii) Bonus @ 20% of the Annual Salary per year.
- iv) Medical Reimbursement – Expenses incurred for self and family subject to a ceiling of one month's salary in a year or two months' salary over a period of two years.
- v) Leave Travel Concession – For self and family once in a year according to the rules of the Company.
- vi) Club fees - Fees of clubs, subject to a maximum of two clubs but this will not include admission and life membership fees.
- vii) Personal Accident Insurance – Premium not to exceed ₹ 15,000/- in a year.

Explanation-Family means the spouse and the dependent children of the Executive Director.

CATEGORY 'B'

The Executive Director shall also be eligible to the following perquisites, which shall not be included in the computation of the ceiling for the purpose of remuneration or minimum remuneration.

- a) Contribution to Provident Fund and Superannuation Fund or Annuity Fund to the extent not taxable under the Income Tax Act, 1961.
- b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- c) Accumulated Leave encashable at the end of the tenure.

CATEGORY 'C'

Provision of Cars for use on Company's business and telephones at residence will not be considered as perquisites.

Mr. Yashvardhan Ruia will not be entitled to any sitting fees for attending meetings of the Board of Directors or Committees thereof. He shall be liable to retire by rotation. The Company shall reimburse to the Executive Director, entertainment, traveling and all other expenses incurred by him for the business of the Company. He is also entitled to any loyalty benefit program, keyman insurance policies as may be decided by the Board from time to time.

Subject to the superintendence and control of the Board of Directors, he shall be responsible for the day-to-day management of the affairs of the Company. The overall remuneration payable shall not exceed ₹ 1 Crore per annum.

Either party giving to the other party three-month's notice in writing can terminate this appointment.

RESOLVED FURTHER THAT the Board be and is hereby authorized at its discretion from time to time to fix the actual remuneration and/or perquisites of Mr. Yashvardhan Ruia and revise such remuneration and/ or perquisites from time to time within the statutory limits and to vary/ modify/ amend the terms and conditions of the reappointment from time to time as may be agreed to by the Board and Mr. Yashvardhan Ruia.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during his tenure, the Company shall pay Mr. Yashvardhan Ruia, the remuneration by way of salary, perquisites, commission or any other allowances as specified above in accordance with the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013 (including any statutory modifications or re-enactments thereof, for the time being in force) or such other limits as may be prescribed by the Government from time to time in this regard, as minimum remuneration for a period not exceeding two years.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e)(ii) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members be and is hereby accorded for payment of aggregate annual remuneration to Mr. Yashvardhan Ruia along with other executive promoter Directors exceeding 5% of net profits of the Company.

NOTICE

RESOLVED FURTHER THAT save and except as aforesaid, the Special Resolution approved and passed by the Members at the 45th AGM of the Company held on 29th September, 2020 with respect to the appointment of Mr. Yashvardhan Ruia, as Executive Director shall continue to remain in force and effect;

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company, be and are hereby severally authorised to make necessary application if any, to such Authorities, as may be required, for seeking its approval to the said appointment and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

6. To re-appoint Mr. Hemant Kumar Ruia (DIN: 00029410) as Chairman & Managing Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 ("the Act") and Rules made thereunder (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force) and subject to such approvals, consents, permissions and sanctions of appropriate and/or concerned authorities and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI (LODR) Regulations, 2015") (including any statutory modification(s) or re-enactment thereof for the time being in force) subject to such other conditions and modifications, as may be prescribed, imposed or suggested by any of such appropriate and/or concerned authorities while granting such approvals, consents, permissions and sanctions and as agreed to by the Board of Directors of the Company without any further approval of the members of the Company (hereinafter referred to as "the Board" which term shall deem to include any Committee which the Board may have constituted or herein after constitute to exercise its powers including the

powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Hemant Kumar Ruia (DIN : 00029410) as the Chairman & Managing Director of the Company for a period of Five (5) years with effect from 1st April, 2024 to 31st March, 2029 with a revised remuneration for a period of Three (3) years from 01st April, 2024 to 31st March, 2027 on such terms and conditions, including expressly the remuneration and the minimum remuneration payable to him in case of absence or inadequacy of profits in any year with powers to the Board to alter, amend, vary and modify the terms and conditions of the said reappointment and remuneration payable to him from time to time as it deems fit in such manner as may be mutually agreed upon, on the terms and conditions as set out below:

Designation: Chairman & Managing Director

1. Period:

The appointment will be effective from 1st April, 2024 for a period of Five years i.e. up to 31st March, 2029.

2. Overall Remuneration:

The remuneration payable to him for a period April 1, 2024 to March 31, 2027 shall be as follows:

- i) Salary: ₹10,00,000/- per month with annual increment of such amount as may be decided by the Board within the overall ceiling as may be permitted under the Act.
- ii) Perquisites : Perquisites are classified into Three categories A,B,C as follows:

CATEGORY 'A'

- i) House Rent Allowance

Housing I:

House Rent Allowances to the extent 50% of the basic salary in case Mumbai, Kolkata, New Delhi and Chennai and in other cities it will be 40% of the basic salary.

Housing II:

In case the accommodation is owned by the Company, 10% of the salary shall be deducted by the Company.

NOTICE

Housing III:

In case the Company does not provide accommodation, he shall be entitled to house rent allowance subject to the ceiling laid down in Housing I.

- ii) Gas & Electricity expenses at actuals, subject to an overall ceiling of 5% of Annual Salary.
- iii) Bonus @ 20% of the Annual Salary per year.
- iv) Medical Reimbursement – Expenses incurred for self and family subject to a ceiling of one month's salary in a year or three months' salary over a period of three years.
- v) Leave Travel Concession – For self and family once in a year according to the rules of the Company.
- vi) Club fees - Fees of clubs, subject to a maximum of two clubs but this will not include admission and life membership fees.
- vii) Personal Accident Insurance – Premium not to exceed ₹ 24,000/- in a year.

Explanation-Family means the spouse and the dependent children of the Chairman and Managing Director.

CATEGORY 'B'

The Chairman and Managing Director shall also be eligible to the following perquisites, which shall not be included in the computation of the ceiling for the purpose of remuneration or minimum remuneration.

- a) Encashment of accumulated Leave at the end of the tenure.

CATEGORY 'C'

Provision of Cars for use on Company's business and telephone at residence will not be considered as perquisites.

In case of loss or inadequacy of profits in any financial year, the Chairman and Managing Director will be entitled to a minimum remuneration by way of salary and perquisites as specified above subject to the limits specified in that regard in Schedule V to the Companies Act, 2013 or as amended from time to time.

Mr. Hemant Kumar Ruia will not be entitled to any sitting fees for attending meetings of the Board of

Directors or Committees thereof. He shall not be liable to retire by rotation. The Company shall reimburse to the Chairman and Managing Director, entertainment, traveling and all other expenses incurred by him for the business of the Company. He is also entitled to any loyalty benefit program, keyman insurance policies as may be decided by the Board from time to time.

Subject to the superintendence and control of the Board of Directors, he shall be responsible for the day-to-day management of the affairs of the Company. The overall remuneration payable shall not exceed ₹ 2.5 Crores per annum.

Either party giving to the other party three-month's notice in writing can terminate this appointment.

RESOLVED FURTHER THAT by virtue of powers vested in him and as required under Section 203 of the Companies Act, 2013, Mr. Hemant Kumar Ruia be also entrusted the role of Chief Executive Officer of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized at its discretion from time to time to fix the actual remuneration and/or perquisites of Mr. Hemant Kumar Ruia and revise such remuneration and/ or perquisites from time to time within the statutory limits and to vary/ modify/ amend the terms and conditions of the reappointment from time to time as may be agreed to by the Board and Mr. Hemant Kumar Ruia.

RESOLVED FURTHER THAT the aforesaid remuneration shall be payable for a period of (Three) 3 years from the date of re-appointment and shall be revised thereafter with the approval of the members of the Company or such Authority as may be required.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e)(ii) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members be and is hereby accorded for payment of aggregate annual remuneration to Mr. Hemant Kumar Ruia along with other executive promoter Directors exceeding 5% of net profits of the Company.

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company, be and are

hereby severally authorised to make necessary application if any to such Authorities, as may be required, for seeking its approval to the said appointment and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

7. Invitation / Renewal of Unsecured Deposits from Members.

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

"RESOLVED THAT pursuant to the provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and other applicable provisions, if any, and subject to such conditions, approvals, permissions, as may be necessary, consent of the members of the Company be and is hereby accorded to invite/ accept/ renew from time to time unsecured deposits from members of the Company, on such terms and conditions as the Board of Directors may think proper and beneficial for the Company, up to a limit not exceeding 35% of the aggregate paid-up share capital, free reserves and securities premium account of the Company, as prescribed under Rule 3(3) of the Companies (Acceptance of Deposits) Rules, 2014.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorised to formulate the Scheme, to file necessary forms and to do compliances as required under the Companies Act, 2013, the Companies (Acceptance of Deposits) Rules, 2014 and other applicable provisions, if any.

8. Borrowing powers of the Board :

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

"RESOLVED THAT in supersession of the Special Resolution passed by the Shareholders by means of Postal Ballot on 23rd March, 2019 under Section 180(1) (c) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof for the time being in force) and subject to such other approvals, sanctions and permissions as may be necessary, consent of the Company be and is hereby accorded

to the Board of Directors of the Company to borrow such sum or sums of monies in any manner or form, from time to time as may be required for the purpose of business of the Company, with or without security, in Indian or in any other currency and upon such terms and conditions as they may think fit, from any one or more of the Company 's Bankers and/or from any one or more other persons, firms, body corporates, or financial institutions whether by way of cash credit, advance or deposit, loans, bill discounting, hundi, bills of exchange, debentures / bonds, promissory notes, external commercial borrowings, and any other instrument issued in accordance with the guidelines or notifications issued by the Reserve Bank of India, Securities and Exchange Board of India, Ministry of Corporate Affairs, or otherwise notwithstanding that monies to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board and outstanding at any time, shall not exceed Rs.250 Crores (Rupees Two hundred and fifty crores only) excluding interest thereon.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approach Bankers/ financial institutions /corporates bodies/ other persons, appoint agencies, financial advisor, legal consultants and to finalise and execute agreements, documents, papers and to do all such acts, deeds, things and matters as may be necessary to give effect to the above resolution and to settle, resolve any matter or difficulty or doubt in relation thereto or otherwise considered necessary or appropriate by the Board."

9. Creation of charge and/or mortgage :

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

"RESOLVED THAT in supersession of the Special Resolution passed by the Shareholders by means of Postal Ballot on 23rd March, 2019 under Section 180(1)(a) and other applicable provisions, if any of the Companies Act, 2013 (including any statutory

modifications or re-enactment thereof for the time being in force) and subject to such other approvals, sanctions and permissions as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors of the Company for mortgaging, hypothecation and / or charging all or any of the immovable and movable properties of the Company, present and future and / or the whole or substantially the whole of the undertaking or undertakings of the Company on such terms and conditions and at such time or times and in such form or manner as the Board may think fit in favour of Bank(s)/Financial Institution(s)/Corporates/Debenture Trustees / other Lenders and / or consents as may be necessary to secure various financial / cash / credit / deposit facilities granted or to be granted to the Company from time to time under one or more sanctions together with interest at agreed rate, additional interest, commitment charges, premium on pre-payment or on redemption, liquidated damages, costs, charges or expenses and all other moneys payable by the Company to Bank(s) and / or

Financial Institution(s)/Trustees / Lenders in terms of the respective loan agreement(s), hypothecation agreement(s), Memorandum of Entry, letter(s) of sanction, trusteeship agreements, memorandum of terms and conditions entered into or to be entered into by the Company in respect of the said facilities.

RESOLVED FURTHER THAT the charge and / or mortgage / or hypothecation to be created by the Company as aforesaid may have such ranking for priority or otherwise as the Board of Directors of the Company may decide and as may be agreed to by the concerned Bank(s) and / or Financial Institution(s)/Trustees / Lenders.

RESOLVED FURTHER THAT the Board of Directors or a Committee of Directors of the Company be and are hereby authorized to finalise and execute agreements, deeds, documents, papers and to do all such acts, things and matters as may be necessary to give effect to the above resolution and to settle, resolve any matter or difficulty or doubt in relation thereto or otherwise considered necessary or appropriate by the Board."

Place: Mumbai
Date : 11/08/2023

By Order of the Board of Directors
For **Amines & Plasticizers Limited**

Sd/-
Ajay Puranik
President (Legal) & Company Secretary
Membership No. F4288

Registered Office :
T-11, 3rd Floor, Grand Plaza,
Paltan Bazar, G. S. Road,
Guwahati – 781 008. Assam.
CIN: L24229AS1973PLC001446
Website: www.amines.com
Email : legal@amines.com
Contact : 022 62211000
Fax – 022 24938162

NOTES

I. General Information :

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts concerning the business under Item No.4 to Item No.9 of the accompanying Notice, is annexed hereto. The Explanatory Statement also contains the relevant details of the Directors as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard – 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI")..
2. The Ministry of Corporate Affairs, Government of India ("MCA") vide General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022, respectively ("MCA Circulars") has allowed conducting of Annual General Meeting ("AGM") by Companies through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility upto September 30, 2023, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No.20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 ("SEBI Circulars") has provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the 48th AGM of the Company is being conducted through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 48th AGM shall be Mumbai.
3. In terms of the MCA Circulars, physical attendance of members has been dispensed with and therefore, there is no requirement of appointment of proxies and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, pursuant to Section 112 and Section 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-Voting, for participation in the 48th AGM through VC/ OAVM facility and e-Voting during the 48th AGM.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 18th September, 2023 to 29th September, 2023 (both days inclusive) for the purpose of AGM.
5. Attendance of the Members participating in the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL ("Depositories"). Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.amines.com, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of Link Intime India Pvt. Ltd at www.linkintime.co.in.
7. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), SS-2 issued by the ICSI and Regulation 44 of Listing Regulations read with MCA Circulars, the Company is providing remote e-Voting facility to its members in respect of the business to be transacted at the 48th AGM and facility for those members participating in the 48th AGM to cast vote through e-Voting system. For this purpose, LinkIntime shall provide facility for voting through remote e-Voting, for participation through VC/ OAVM facility.
8. In case of shareholder's whose e-mail ID is already registered with the Company/ Link Intime India Pvt. Ltd., the Registrar and Transfer Agent ('RTA')/Depositories, log in details for e-voting shall be sent on their registered e-mail address.