



*In collaboration with the Earth*

ANNUAL REPORT

2021-2022

**31<sup>st</sup> Annual General Meeting**

## **Chairman's Message "Creating Sustainability in Everything"**



I am pleased to present to you our annual report for the year 2021 – 2022. EcoBoard Industries Ltd. had a successful year and closed it with renewed hope and vigour. I hold pride in the fact that we responded to the needs of our customers and created a strong foundation for future growth. We completed our financial restructuring by monetising our non-core assets and repaying our debts from preceding years. We devoted our energy towards the development of new products and their applications while expanding our market base.

With a sense of satisfaction, I would like to share that after years of struggle, EcoBoard® regained our business momentum and earned revenue of INR 35.73 Crores.

Through this year, we continued to focus on designing and manufacturing breakthrough products in both divisions (EcoEnergy division & the EcoBuild division). EcoRak™, which shows huge potential across industries. EcoRak™ directly replaces steel and wood panels to meet internal storage needs.

In continuation to our pioneering innovations including ultra-large wall panels and large structural flooring, we have recently initiated sustainable solutions for cold storage. We are currently executing a project with a multi-national company, converting a G+3 structure into advanced cold storage.

This year, the Indian cinema industry partnered with EcoBoard® to become more environmentally conscious during film production. The film crew of KGF2 used EcoBuild products to construct a prominent set for the movie and the art director praised our products for their realistic appearance and sustainability.

In another breakthrough for our company, EcoBuild products reached foreign shores, taking the agro-fibre from Indian farmers and earning revenue for the country.

**EcoBuild Division:** Through EcoBuild, the sustainable building materials division of EcoBoard®, we are enabling customers to reach their sustainability goals. We continued to be instrumental in substituting high carbon emission products like steel, gypsum, cement, etc. by creating alternative products that have a positive impact on the environment. We introduced a new product in

**EcoEnergy Division:** The alarming speed of climate change has led us to insist on the reduction of petroleum-based energy sources. The Indian Government is also promoting the production and use of Bio-CNG from waste. In the pursuit of sustainable bio-fuels, the demand for our EcoEnergy plants has been on the incline. The decades of CSTR technology expertise we possess in executing CNG projects is generating order for this division.

Both divisions are Carbon Capture and Storage (CCS) positive. Over the last 30 years of our existence, we have contributed to removing around 35 million tonnes of CO2 from the atmosphere.

**EcoYou: Conscious Innovation** Over the last 30+ years, we have been making huge strides in the space of sustainable building materials and our bioenergy division has not been far behind. As we move into a new era of growth and success, we will be consolidating all our offerings under one umbrella — EcoYou. We will continue to serve you through our EcoBuild and EcoEnergy divisions under this new brand. EcoYou encompasses our core value of conscious innovation. It represents our environment-centric approach to research and development. As we gradually transition from EcoBoard® to EcoYou, we remain dedicated to the cause of providing the world with products and solutions that are ecologically and economically sustainable.

I would like to extend my sincere thanks to each of you, our shareholders, for your long-standing support. Finally, on behalf of the Board, I would like to thank our amazing team for their continued hard work and commitment.

Sincerely yours,

**Ramakrishna Raju Gottumukkala**  
**Managing Director & CEO (Chairman)**  
**DIN: 01516984**

## ECOBOARD INDUSTRIES LIMITED

### 31<sup>ST</sup> ANNUAL REPORT 2021-2022

**REGISTERED OFFICE:** 65/1A, Ecohouse, Akarshak Building Opp. Nal Stop, Karve Road Pune MH 411004

**CIN:** L24239MH1991PLC064087

**Email:** cs.ecoboard@gmail.com

**Tel:** (020) 25432345

**Website:** www.ecoboard.in

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#### **BOARD OF DIRECTORS**

Mr. Uttam Kadam Sampatrao,	Independent Director
Mr. Siva Sankar Kalive,	Independent Director
Mr. Veeravenkata Rama Raju Penmetsa,	Independent Director
Mrs. Sujani Venkata Indukuri,	Director
Mr. Praveen Kumar Raju Gottumukkala,	Director & Chief Financial Officer
Mr. Ramakrishna Raju Gottumukkala,	Managing Director & CEO (Chairman)

#### **COMPANY SECRETARY**

Mr. Shilpa Soni  
Mob: 8600300993  
Email: cs.ecoboard@gmail.com

#### **REGISTERED OFFICE**

65/1A, "Ecohouse", Akarshak Building,  
Opp. Nal Stop, Karve Road, Pune – 411 004  
Tel (020) 25432345  
E-mail: [info@ecoboard.in](mailto:info@ecoboard.in),  
Website: [www@ecoboard.in](http://www@ecoboard.in)

#### **REGISTRAR & TRANSFER AGENTS**

**\*New RTA** - M/s. Alankit Assignments Limited  
205-208, Anarkali Complex,  
Jhandewalan Extension, New Delhi – 110 055, India  
Tel +91-11-4254 1234/ 2354 1234  
E-mail: [rta@alankit.com](mailto:rta@alankit.com)

**Old RTA** - M/s. Link Intime India Private Limited  
202-A, 2<sup>nd</sup> Floor, "Akshay Complex"  
Off Dhole Patil Road, Pune – 411 001  
Tel (020) 2616 0084, (020) 2616 3503  
E-mail: [pune@linktime.co.in](mailto:pune@linktime.co.in)

*\*During the Year the company's Registrar & Share Transfer Agent changed from M/s. Link Intime India Private Limited to M/s. Alankit Assignments Limited with effect from 9<sup>th</sup> August, 2022.*

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#### **AUDITORS**

M/S BM Chaturvedi & Co.,  
Chartered Accountants  
32, Jolly Maker Chambers II, Nariman Point,  
Mumbai - 400 021  
Phone: (+9122) 2285 4274/75,

#### **BANKERS**

Union Bank of India (Andhra Bank),  
Pune – Camp (e-AB) Branch [09061],  
598/598A, Sachapir Street, Camp, Pune  
411 001

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#### **BIO SYSTEMS DIVISION (Eco Energy Division)**

65/1A, "Ecohouse," Akarshak Building,  
Opp. Nal Stop, Karve Road, Pune-411004  
Tel. (020) 25432345

#### **FACTORY (Eco build Division)**

Velapur village, Taluka  
Malshiras, Dist. Solapur, Maharashtra  
Tel. (02185)245261/62

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**Note: All correspondence shall be made to registered office Address**

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### **“GO GREEN” INITIATIVE BY THE COMPANY**

As a step towards “ Green Initiative” in the Corporate Governance, Ministry of Corporate affairs has by allowing paperless compliances by the Companies and has issued Circulars stating that service of notice / documents including Annual Report can be sent by e- mail to its members. To support this green initiative of the Government, Members are requested to register their email addresses with Company's Registrar and Transfer Agents, **Alankit Assignments Limited** at the Address:-

**M/s Alankit Assignments Limited**  
**205-208, Anarkali Complex,**  
**Jhandewalan Extension, New Delhi – 110 055, India**  
**Tel +91-11-4254 1234/ 2354 1234**  
**E-mail: rta@alankit.com**

**Also Report any change in the email ID that you have already registered with us.**

# ECOBOARD INDUSTRIES LIMITED

## 31<sup>ST</sup> ANNUAL REPORT 2021-2022

**REGISTERED OFFICE:** 65/1A, Ecohouse, Akarshak Building Opp. Nal Stop, Karve Road Pune MH 411004

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**Email:** cs.ecoboard@gmail.com

**Tel:** (020) 25432345

**Website:** www.ecoboard.in

### NOTICE

Notice is hereby given that the Thirty-First Annual General Meeting (AGM) of the Members of '**Ecoboard Industries Limited**' will be held on **Friday, 02<sup>nd</sup> September, 2022 at 11.00 a.m.** IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following business:

#### ORDINARY BUSINESS:

##### **1. ADOPTION OF FINANCIAL STATEMENTS**

To receive, consider and adopt the Audited Financial statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 including the audited Balance Sheet as at 31<sup>st</sup> March, 2022 and the Statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and the Statutory Auditors thereon, including Annexures thereto;

Shareholders are requested to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT**, the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 together with the reports of Board of Directors and Auditors thereon be and is hereby considered and adopted."

##### **2. APPOINTMENT OF DIRECTOR IN PLACE OF DIRECTOR RETIRING BY ROTATION:**

To appoint a Director in place of Mr. Ramakrishna Raju Gottumukkala (din: 01516984), Managing Director and Chief Executive Officer (CEO) of the Company who retires by rotation; in terms of Section 152 (6) of Companies Act, 2013 and being eligible offers himself for re-appointment;

Shareholders are requested to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** Mr. Ramakrishna Raju Gottumukkala (DIN: 01516984), Managing Director and Chief Executive Officer (CEO) of the Company, who retires by rotation and being eligible offers himself for reappointment be and is hereby re-appointed as Director of the Company liable to retire by rotation."

##### **3. APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:**

To appoint M/S Chaturvedi SK & Fellows as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting to be held in the Financial Year 2022-23.

Shareholders are requested to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to Sections 139, 140, 141, 142 and any other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Audit and Auditors) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby intends to appoint **M/s Chaturvedi S K & Fellows LLP, Chartered Accountants, (Firm Registration No. 112627W/W100843)**, as Statutory Auditors of the Company in place of retiring Statutory Auditor **M/s B. M. Chaturvedi & Co., Chartered Accountants, Mumbai, (Firm Registration No. 114317W)** .

**RESOLVED FURTHER THAT** M/s. Chaturvedi S K & Fellows LLP, Mumbai, (Firm Registration No. 112627W/W100843) Chartered Accountants be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of 31<sup>st</sup> Annual General Meeting (AGM) to be held in the year 2022 till the conclusion of the 36<sup>th</sup> Annual General Meeting to be held in the year 2027 and that they shall conduct the Statutory audit for the year ending 31<sup>st</sup> March, 2023 on such remuneration as may be fixed by the Board of Directors in consultation with them and that such remuneration may be paid on a progressive billing basis to be agreed upon between the Board of Directors and the Auditors.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to file necessary e-forms with ROC and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

**SPECIAL BUSINESS:**

**4. REGULARIZATION OF AN ADDITIONAL DIRECTOR OF THE COMPANY, MRS. VENKATA SUJANI INDUKURI (DIN: 01868347) THE RETIRING DIRECTOR AS NON-EXECUTIVE WOMAN DIRECTOR OF THE COMPANY**

Pursuant to the provisions of Section 152(6), Mrs. Venkata Sujani Indukuri (DIN: 01868347) who was appointed as Non-Executive Director w.e.f. 26<sup>th</sup> August, 2019 in the Board Meeting held on Wednesday, 14<sup>th</sup> August, 2019 was a retiring director and was eligible for re-appointment to the office of a Director at Annual General Meeting held on 03<sup>rd</sup> September, 2021 but the vacancy was not due filled at the time of AGM. Thus the company appointed her as an Additional director in the Board Meeting held on 03<sup>rd</sup> September, 2021.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**

**“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force), Article 68 of Articles of Association of the Company and Regulation 19(4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, regulations, notifications and circulars of Reserve Bank of India and other applicable laws, Mrs. Venkata Sujani Indukuri (DIN: 01868347), who was appointed as an Additional Director of the Company with immediate effect by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing from a member under Section 160 of the Act proposing her candidature for the office of Director be and is hereby appointed as a Non-Executive Director of the Company, whose period of office will be liable to determination by retirement of Directors by rotation.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**5. RE-APPOINTMENT OF MR. RAMAKRISHNA RAJU GOTTUMUKKALA AS MANAGING DIRECTOR (DIN: 01516984) AND CEO OF THE COMPANY**

Mr. Ramakrishna Raju Gottumukkala who had been longest in the office determined to retire by rotation and ceased to be Director from the conclusion of this AGM. Hence, to fill the vacancy caused by his retirement and upon receipt of Notice for his candidature for re-appointment as the Managing Director and CEO of the Company.

Shareholders are requested to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:-**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof ] and such other approvals, permissions and sanctions as may be required, consent of the Company be and is hereby accorded to the re-appointment and terms of remuneration of Mr. Ramakrishna Raju Gottumukkala (DIN: 01516984) as the Managing Director and CEO of the Company for a period of 5 years commencing from 01<sup>st</sup> September, 2022 to 30<sup>th</sup> August, 2027, upon the terms and conditions (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the aforesaid period) as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (hereinafter referred to as ‘the Board’, which term shall be deemed to include the Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and remuneration in such manner as may be agreed to between the Board and Mr. Ramakrishna Raju Gottumukkala.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient and to do any acts, deeds, matters and things to give effect to this resolution.”

**6. TO APPROVE EXISTING AS WELL AS NEW MATERIAL RELATED PARTY TRANSACTIONS WITH WESTERN BIO SYSTEMS INDIA PVT. LIMITED**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:-

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made there under, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with entities falling within the definition of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, in the course of (a) Availing and rendering Services including availing/providing for sharing/usage of each other’s resources viz. Labour; (b) purchase/sale/exchange/transfer/lease of business asset(s) and/or equipments to meet its business objectives/requirements such as raw materials; (c) Availing Loan / Advance and repayment of such Loan / Advance for smooth functioning of the business on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related parties and the Company, for each of the financial years (FY) from FY 2022-23 to FY 2026-27 i.e. five financial years, such that the maximum value of the Related Party Transactions with such parties, in aggregate, does not exceed value as specified under each category for each financial year, provided that the said contract(s)/arrangement(s)/ transaction(s) shall be carried out in the ordinary course of business of the Company and in respect of transactions with related parties under Section 2(76) of the Act, are at arm’s length basis.’

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution

Sr. No.	Name of the Party	Nature of Related Party Transactions (Sale, purchase or supply of any goods or material directly or through an agent)
1.	Western Bio Systems India Pvt. Limited	Business

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects”

**By Order of the Board of Directors**

Sd/-

Mr. Ramakrishna Raju Gottumukkala  
Managing Director & CEO (Chairman)  
DIN: 01516984

Place: Pune

Date: 04<sup>th</sup> August, 2022



## NOTES:

- 1) In view of the continuing Covid-19 pandemic, the Government of India, the Ministry of Corporate Affairs ("MCA") has vide its Circular No. 14/2020 dated 08<sup>th</sup> April, 2020 and Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 (hereinafter collectively referred to as "MCA Circulars") in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19", General Circular No. 20/2020 dated 05<sup>th</sup> May, 2020 General Circular nos. 02/2021 and 21/2021 dated 13<sup>th</sup> January, 2021 and 14<sup>th</sup> December, 2021 respectively in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
- 2) Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
- 3) As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in DEMATERIALIZED FORM with effect from 01<sup>st</sup> April, 2020, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents for assistance in this regard.
- 4) **As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 or 'Declaration to Opt-out' in the attached Form ISR-3. Also as per Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3<sup>rd</sup> November 2021, read with Circular No. SEBI/HO/ MIRSD\_RTA/P/CIR/2021/687 dated 14<sup>th</sup> December 2021, mandated that shareholder holding shares in physical form should submit copies of PAN Card for updations of PAN number and KYC details in Form ISR-1, Bank account details i.e., bank name, branch, account number and IFSC Code supported by self-attested bank statement or original cancelled cheque leaf along with Banker's attestation of the signature in Form ISR-2 and Nomination to the Company/ Registrar and Share Transfer Agent (RTA) Members are requested to submit the said forms to their DP in case the shares are held in electronic form and to RTA in case the shares are held in physical form.**
- 5) Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to [cs.satishkolhe@gmail.com](mailto:cs.satishkolhe@gmail.com) with copies marked to the Company at [cs.ecoboard@gmail.com](mailto:cs.ecoboard@gmail.com) and to its RTA at [rtat@alankit.com](mailto:rtat@alankit.com).
- 6) In case of joint holders, the member whose name appears as the first holder in the order of names as per the register of Members of the Company will be entitled to vote at the AGM.
- 7) In line with the MCA circulars, the notice calling the AGM has been uploaded on the website of the company at [www.ecoboard.in](http://www.ecoboard.in).
- 8) The Notice of the Annual General Meeting along with the Annual Report for the financial year 2021-22 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated 12<sup>th</sup> May, 2020. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2021-22 will also be available on the Company's website at [www.ecoboard.in](http://www.ecoboard.in) along with the updation, if any; websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
- 9) The members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice and will be available to the Members on first come first serve basis.
- 10) Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 11) Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure



Requirements) Regulations, 2015, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be passed in the meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("remote e-voting") and as per MCA Circulars, the Company is offering "remote e-voting facility" 3 days prior to the AGM and "e-voting facility" during the AGM to its members (holding shares in physical or electronic form) in respect of all businesses to be transacted at the AGM.

- 12) In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM. The facility for ballot / polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot / polling paper.
- 13) The shareholders can opt for only one mode of voting i.e. remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote casted through remote e-voting will be considered final and voting through physical ballot will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.
- 14) The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of item nos. 2 to 6 is annexed hereto. The additional and relevant details, pursuant to Regulations 36(3) and regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of auditors seeking appointment/re-appointment of auditors at this Annual General Meeting ("AGM") are also annexed. The Directors have also furnished consent/declaration for their appointment/re- appointment as required under the Companies Act, 2013 and the Rules thereunder.
- 15) All the documents referred to in the Notice calling the AGM and Explanatory Statement is available with the company for inspection by the Members. The same will be shared with the members on receipt of request.
- 16) Only those shareholders of the Company who are holding shares either in physical form or in dematerialized form, as on the cut-off date (i.e., **Tuesday, 23<sup>rd</sup> August, 2022**), shall be entitled to cast their vote through VC/OAVM at the AGM, as the case may be. Any person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
- 17) The register of Members and Share Transfer books of the Company shall remain closed during the Book Closure period i.e., Wednesday, 24<sup>th</sup> August, 2022 to Friday, 02<sup>nd</sup> September, 2022, both days inclusive.
- 18) The members holding shares in the same name of same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.
- 19) Shareholder seeking any information with regard to the accounts is requested to write to the Company at an early date but not later than 10 days before the scheduled date of holding of Annual General Meeting.
- 20) Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
- 21) Instructions for joining the Annual General Meeting through VC/OAVM and e-voting during the AGM are as follows:

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

Pursuant to the provisions of section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars, the Company is providing remote e-voting to its Members in respect of the business to be transacted at the 31<sup>st</sup> AGM and facility for those members participating in the 31<sup>st</sup> AGM to cast vote through e-voting system during the 31<sup>st</sup> AGM.

The remote e-voting period begins on Saturday, 27<sup>th</sup> August, 2022 at 09:00 A.M. and ends on Thursday, 01<sup>st</sup> September, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 23<sup>rd</sup> August, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 23<sup>rd</sup> August, 2022.

#### **How do I vote electronically using NSDL e-Voting system?**





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol> <div><p><b>NSDL Mobile App is available on</b></p><div> App Store</div><div> Google Play</div><div></div><div></div></div>