



**31ST ANNUAL REPORT
OF
HAZOOR MULTI PROJECTS
LIMITED

2022-23**

CORPORATE INFORMATION

BOARD OF DIRECTORS			
Mr. Pawankumar Nathmal Mallawat	-	Chairman & Executive Director	
Mr. Dineshkumar Laxminarayan Agrawal	-	Director & CFO	
Mr. Akshay Pawan Kumar Jain	-	Whole Time Director	
Ms. Pratima Prem Mohan Srivastava (Appointed w.e.f 25.08.2023)	-	Additional Non-Executive Independent Director	
Ms. Madhuri Purshottam Bohra	-	Non-Executive Independent Director	
Mr. Harsh Harish Sharma	-	Non-Executive Independent Director	
Mr. Raviprakash Narayan Vyas (Resigned w.e.f 25.08.2023)	-	Non-Executive Independent Director	
COMPANY SECRETARY & COMPLIANCE OFFICER		AUDIT COMMITTEE	
CS Bhavesh Ramesh Pandya (Resigned w.e.f. 02.08.2023)	Madhuri Purshottam Bohra	-	Chairman
CS Swaminath Chhotelal Jaiswar (Appointed w.e.f 09.08.2023)	Pratima Prem Mohan Srivastava	-	Member
	Pawankumar Nathmal Mallawat	-	Member
STATUTORY AUDITOR			
VMRS & Co.	NOMINATION & REMUNERATION COMMITTEE		
Chartered Accountants	Madhuri Purshottam Bohra	-	Chairman
Shah Arcade 1, A Wing, 1 st Floor,	Pratima Prem Mohan Srivastava	-	Member
Rani Sati Marg, Malad (E),	Harsh Harish Sharma	-	Member
Mumbai-400097			
Ph. No. 022-28884504	STAKEHOLDERS RELATIONSHIP COMMITTEE		
	Madhuri Purshottam Bohra	-	Chairman
	Pratima Prem Mohan Srivastava	-	Member
	Pawankumar Nathmal Mallawat	-	Member
SECRETARIAL AUDITORS		CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	
Ranjit Binod Kejriwal	Pawankumar Nathmal Mallawat	-	Chairman
Company Secretaries, Surat			
REGISTER SHARE & TRANSFER AGENT		BANKERS TO THE COMPANY	
Link Intime India Private Limited	Pawankumar Nathmal Mallawat	-	Chairman
C-101,247 Park, L.B.S. Marg,	Akshay Pawan Kumar Jain	-	Member
Vikhroli (W), Mumbai-400083	Harsh Harish Sharma	-	Member
Email Id: mumbai@linkintime.co.in ,			
Website: www.linkintime.co.in	ICICI Bank		
Ph. No.: +91-022-49186000			
Tele Fax: +91-022-49186060			
REGISTERED OFFICE		BOOK CLOSURE	
C-45, 4th Floor, Plot -210, C Wing, Mittal Tower, Barrister Rajani Patel Marg, Nariman Point, Mumbai, Maharashtra, 400021	Date: 15 th September, 2023 to 21 st September, 2023 (Both Days Inclusive)		
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Venue: IMC Chamber of Commerce & Industry, Kilachand Conference Room, 2 nd Floor, IMC Bldg., IMC Marg, Churchgate-400020			

Chairman's Message:

Dear Stakeholders,

Considering the ongoing business environment, I am immensely proud of our team who maintained steadfast commitment towards execution and pursuing growth. We achieved major milestones in several of our projects.

Even as some uncertainties linger at the present juncture, looking forward, we are confident of unlocking further opportunities for profitable growth. We believe that HMPL has the ability to seize opportunities which shall come on way. We will continue to perform better and the management endeavors to take your company to greater heights and emerge stronger in the years ahead. Despite the challenges arising from the pandemic, we had a reasonably good year.

Against such a challenging backdrop, HMPL's business remained resilient, shouldered by our diverse business segment and experienced Board & Management team. As a result of war and pandemic, crude oil prices have increased, fueling inflation. This has severely impacted businesses, trade, manufacturing, infrastructure, and employment opportunities. Adding to this, a shortage of raw materials and strained supply lines contributed to inflationary pressures. Amidst such a market scenario, your Company couldn't remain unaffected. Due to soaring inflation, the price of the raw material and other input costs increased manifold. There were logistical bottlenecks, supply chain constraints, and a few other short-term operational hurdles for the Company to address. Believing in its capability to steer through obscurities, your Company persevered these challenges only to emerge even stronger. Keeping the focus on Building for Tomorrow, your Company managed to remain resilient and committed to its collective goals.

Government of India has launched major initiatives to upgrade and strengthen National Highways through various phases of the National Highways Development Project. Infrastructure forms a crucial role in fuelling India's vision of being a USD 5 trillion economy by 2024-25. Various Government initiatives and key strategies will drive the growth of infrastructure sector. The future of the sector looks bright. India's infrastructure segment is all set for explosive growth.

We are happy to report that the company registered strength growth in revenue from operation in FY 2022-23 reaching Rs.- 77580.71 Lacs (589.89%) increase over Rs. 11,245.35 Lacs in FY 2021-22. The company is set for even stronger growth in FY 2023-24. For the company FY 24 comes with new hope and new opportunities. We intend to build our strength and expand our footprint in road construction business. The company has completed 95% of work of construction of Rehabilitation & up gradation of Wakan Pali –Khopoli Road (SH-88), 40km. in the state of Maharashtra and also 98% of Construction of Access Controlled Nagpur – Mumbai Super Communication Expressway in the State of Maharashtra on EPC Mode for Package -11 (Section – village Kokamthan to village Derde Korhale) District Ahmednagar.

Building for Tomorrow As we move forward, we are prioritizing our strategy around three broad areas - continued focus on the road sector, moving up the value chain, diversifying into other sectors within the infrastructure space, and maintaining steady growth. As part of our efforts to improve profitability and deleverage the balance sheet, we maintain strict cost controls. In the coming years, we will focus on exploring and tapping into these new business opportunities that will contribute to the top line of our company. Additionally, we are leveraging digitalization to enhance efficiency in our processes and expect this to be one of our key drivers in the future. With our capabilities and rich market experience, we are optimistic about the future. To conclude, I would like to thank all of our stakeholders, including employees and associates as our joint efforts help us continue on our growth journey. We are entering the new fiscal with optimism that together we can overcome any challenge to ensure growth and sustainability.

It is a pleasure to once again connect with you and report the performance and exceptional progress that HMPL has made through the year. I am grateful to the team at HMPL for their exceptional resilience, commitment, and ambition. We would like to thank our customers, Stakeholders and business associates for their continued support.

Finally, we owe thanks to you, our shareholders, for your continued confidence in HMPL.

I end this letter to you with hope in my heart that my next letter to you will be in better times.

Best regards,

Sd/-

Pawankumar Nathmal Mallawat
(Chairperson)



HAZOOR MULTI PROJECTS LIMITED

CIN: L99999MH1992PLC269813

Regd Off: C-45, 4th Floor, Plot -210, C Wing, Mittal Tower, Barrister Rajani Patel Marg, Nariman Point, Mumbai, Maharashtra, 400021

Website: www.hazoomultiproject.com, E mail: hmpl.india@gmail.com, Ph.: 022-22000525

NOTICE OF 31st ANNUAL GENERAL MEETING

Notice is hereby given of the 31st Annual General Meeting of the members of **Hazoor Multi Projects Limited** will be held on Thursday, the 21st day of September, 2023 at IMC Chamber of Commerce & Industry, Kilachand Conference Room, 2nd Floor, IMC Bldg., IMC Marg, Churchgate-400020, Maharashtra at 10.00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended on 31st March, 2023, together with the Reports of the Board of Directors and Auditors' there on.

"RESOLVED THAT the Audited Balance Sheet and Profit and loss account and Cash Flow Statement for the year ended 31st March, 2023 along with the Director's Report, be and are hereby considered, adopted and approved".

2. To appoint a Director in place of Mr. Pawankumar Nathmal Mallawat, Executive Director (DIN:01538111), liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, seeks re- appointment.

"RESOLVED THAT in accordance with the provision of Section 152 (6) and all other applicable provisions, if any, of the Companies Act, 2013, Mr. Pawankumar Nathmal Mallawat, Executive Director (DIN:01538111), who retires by rotation at this annual general meeting, be and is hereby reappointed as director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **Re-appointment of Mr. Dineshkumar Laxminarayan Agrawal (DIN: 05259502) as an Executive Director.**

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 of Mr. Dineshkumar Laxminarayan Agrawal (DIN:05259502) as an Executive Director for the period of 5 years commencing from 25th August, 2023 to 24th August, 2028 of the Company as recommended by the Nomination & Remuneration Committee and 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 appointment in such manner as may be agreed between the Board and Mr. Dineshkumar Laxminarayan Agrawal."

"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."

4. **To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2022-23 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013.**

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 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of Rs. 55,000/- P.A. (Rupees Fifty-Five Thousand Only) excluding applicable Tax payable to M/s N. Ritesh & Associates, Cost Accountants, Mumbai, for conducting cost audit of the Company for the financial year 2022-23, as approved by the Board of Directors of the Company, be and is hereby ratified."

5. **To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2023-24 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013.**

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 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of Rs. 55,000 /- P.A.(Rupees Fifty-Five Thousand Only) excluding applicable Tax payable to M/s N. Ritesh & Associates, Cost Accountants, Mumbai, for conducting cost audit of the Company for the financial year 2023-24, as approved by the Board of Directors of the Company, be and is hereby ratified.”

6. Appointment of Ms. Pratima Prem Mohan Srivastava (DIN: 01192980) as an Independent Director.

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 Sections 149, 152, 161, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, Ms. Pratima Prem Mohan Srivastava (DIN:01192980), who was appointed as an Additional Director (Independent) of the Company with effect from August 25, 2023 and is recommended by Nomination and Remuneration Committee and Board of Directors for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the company who has submitted a declaration that she meets the criteria for the independence as provided in section 149(6) of the Companies Act, 2013 for a period of 5 years commencing from August 25, 2023 to August 24, 2028, and whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

7. Remuneration given to Mr. Pawankumar Nathmal Mallawat (DIN : 01538111) an Executive Director of the Company:

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

“RESOLVED THAT in partial modification of resolution passed in this regard by the members of the Company at Extra Ordinary General Meeting held on 10th February, 2022 and pursuant to the provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('the Act'), the consent and ratification of the members be and is hereby accorded for revision in remuneration of Mr. Pawankumar Nathmal Mallawat (DIN : 01538111), Executive Director.

RESOLVED FURTHER THAT the remuneration payable to Mr. Pawankumar Nathmal Mallawat (DIN: 01538111), Executive Director, shall be as under:

Remuneration: 5% of the Net Profit P.A. inclusive of all perquisite.

RESOLVED FURTHER THAT the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT where in any financial year, during the currency of the tenure of Mr. Pawankumar Nathmal Mallawat as Executive Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, perquisites and allowances as specified above as minimum remuneration, subject to the limits and conditions prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.

RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his appointment as Executive Director of the Company, as approved by the resolution passed at the Extra Ordinary General Meeting of the Company held on 10th February, 2022 shall remain unchanged.

RESOLVED FURTHER THAT the Board of Director or the Company Secretary thereof be and are hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of attachment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution.”

8. To Approve Limits Of Loans, investments or guarantees given By The Company Under Section 186 Of Companies Act, 2013:

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

“RESOLVED THAT pursuant to provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) and rules made thereunder (including any Statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Members be and is hereby accorded to the Board of Directors of the Company to:

- a) give any loan to any person(s) or other body corporate(s);
- b) give any guarantee or provide security in connection with a loan to any other body-corporate(s) / person (s); and
- c) acquire by way of subscription, purchase or otherwise, securities of any other body-corporate(s);

exceeding sixty percent of aggregate of Company’s paid up share capital, free reserves and securities premium or one hundred percent of its free reserves and securities premium account, whichever is higher, as the Board of Director may think fit, provided that the total amount of loans or Investment made, guarantees given, and securities provided shall not at any time exceed Rs. 1000.00 Crores (Rupees One Thousand Crores Only).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to decide and finalize the terms and conditions for the Loans provided, guarantees given and Investments made from time to time within the limit as prescribed herein above and to obtain approvals statutory, contractual or otherwise and also to delegate all or any of the above powers to the Board of Directors or the Managing Director or any director or the principle Officer of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

9. To Give Loans and Advances under Section 185 Of The Companies, Act, 2013:

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 Section 185 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017 (“said Section”), approval of shareholders of the Company be and is hereby accorded for making of loan(s) to, and/or giving of guarantee(s), and/or providing of security (ies) in connection with any loan taken/ to be taken by:

- (a) any director of company, or of a company which is its holding company or any partner or relative of any such director; or
- (b) any firm in which any such director or relative is a partner; or
- (c) any person in whom any of the director of the company is interested of an aggregate outstanding amount not exceeding Rs.500.00 Crores (Rupees Five Hundred Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalise and agree the terms and conditions of the aforesaid loan/guarantee/security, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

Place: Mumbai	By order of the Board
Date: 25/08/2023	For Hazoor Multi Projects Limited
	SD/-
	Swaminath Chhotelal Jaiswar
	Company Secretary & Compliance Officer

Notes:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Annual General Meeting ("Meeting") is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, DULY COMPLETED, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING (ON OR BEFORE 19TH SEPTEMBER, 2023 10:00 A.M. IST). A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. A PROXY FORM FOR THE AGM IS ENCLOSED.
3. Pursuant to Section 113 of the Companies Act, 2013, corporate members intending to send their authorized representative to attend the meeting are requested to send to the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Karta in case of HUF, partners/proprietors in case of firm attending and voting should affix the respective stamp of HUF or firm on the attendance sheet, polling paper or Proxy form.
5. Relevant documents referred to in the above Notice are open for inspection at the Registered Office of the Company during the business hours on any working day (except Sunday and holidays) between 10.00 a.m. and 4.00 p.m. up to the date of the Annual General Meeting.
6. Members/Proxy holders/ Authorized representatives are requested to bring their copy of Annual Report and Attendance slip sent herewith, duly filled-in for attending the Annual General Meeting.
7. Members are requested to write their DP – ID and Client – ID Numbers in the Attendance Slip for attending the Meeting.
8. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting and the business set out in the Notice will be transacted through such voting. Information and instructions including details of user id and password relating to e-voting are sent herewith in the e-voting communication. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. Members who have cast their vote(s) by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. The Register of Contracts & arrangements in which director are interested, maintained under section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
11. The Register of Members and the Share Transfer Books of the Company will remain closed from 15th September, 2023 to 21st September, 2023 (both days inclusive).
12. The Shareholders are requested to direct change of address notifications and updates details to their respective Depository Participant(s).
13. Equity shares of the Company are under compulsory demat trading by all Investors.
14. Notice of this Meeting and the Annual Reports and instructions for e-voting along with the Attendance Slip and Proxy form, will be sent via email to all those members who have registered their email ids with the Company or the Registrar and Transfer Agent or the Depositories or the Depository Participants unless a member has requested for a physical copy of Documents. For members who have not registered their email addresses, physical copies of the Documents are being sent by the permitted mode.
15. Members may also note that the Notice of the 31st AGM and the Annual Report 2022-23 will be available on Company's website, www.hazoomultiproject.com. And on website of BSE Limited at www.bseindia.com and on the website of CDSL at <https://www.evotingindia.com>.
16. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving

all communication from the company electronically and quicker response to their queries to RTA or Company.

17. Members seeking any information/document as referred in the notice are requested to write to the Company on or before 19th September, 2023 through email at hmpl.india@gmail.com. The same will be addressed by the Company suitably.
18. Members are requested to contact our Registrar and Transfer Agent for any query related to shares and other inquiry at following address:

Link Intime India Private Limited
C-101,247 Park, L.B.S. Marg,
Vikhroli (W), Mumbai-400083
Email Id: mumbai@linkintime.co.in ,
Website: www.linkintime.co.in
Ph. No.:+91-022-49186000
Tele Fax:+91-022-49186060

19. Please Quote Folio No. / DP ID & CL ID for any communication for your shareholding.
20. The shareholder needs to furnish the printed Attendance slip along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license to enter the AGM hall.
21. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/re- appointment at the AGM, is furnished as annexure to the Notice. The directors have furnished consent / declaration for their appointment/ re-appointment as required under the Companies Act, 2013 and the Rules there under.
22. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 14th September, 2023.
23. The route map of the venue of the Annual General Meeting is appended to this Report. The prominent land mark near the venue is The Ambassador Hotel, Marine Drive, Mumbai.

24. Information and other instructions relating to e-voting are as under:

- I. Pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by CDSL. The facility available for voting through polling paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise the right at the AGM through polling paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.
- II. The members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'polling paper'.
- III. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again. However, in case Members cast their vote both by polling paper and by remote e-voting, then voting done through remote e-voting shall prevail and voting done by polling paper will be treated as invalid.
- IV. Shri Ranjit Binod Kejriwal, Practicing Company Secretary has been appointed to act as the Scrutinizer for conducting the remote e-voting process as well as the voting through Poll Paper, in a fair and transparent manner.
- V. Voting rights shall be reckoned on the paid up value of shares registered in the name of the member as on the cut-off date i.e. September 14, 2023.
- VI. A person, whose name is recorded in the register of members as on the cut-off date, i.e. September 14, 2023 only shall be entitled to avail the facility of remote e-voting / as well as voting through the polling process at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- VII. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. September 14, 2023, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the polling process at the AGM by following the procedure mentioned in this part.
- VIII. The Remote e-voting period will commence on Monday, 18th September, 2023 at 9.00 a.m. and will end on Wednesday,

20th September, 2023 at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. September 14, 2023, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be automatically disabled for voting thereafter.

- IX.** Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- X.** The Scrutinizer, after scrutinizing the votes cast at the meeting (polling paper) and through remote e-voting, will, not later than two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company. The results shall be communicated to the Stock Exchanges.
- XI.** Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 21, 2023.

XII. Instructions to Members for e-voting are as under:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 18th September, 2023 at (9:00AM IST) and ends on 20th September, 2023 (5:00 PM IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 14th September, 2023 of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed Entities in India. This necessitates registration on various ESPs and maintenance of multiple User IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
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<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting