

НУБТ ШП

ANNUAL REPORT

2020-2021



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CORPORATE INFORMATION

BOARD OF DIRECTORS

HEMANT M. SHAH, Executive Chairman
 ABHIJIT DATTA
 SUNIL C. SHAH
 PRITI K. SHAH (upto May 25, 2021)
 KARTIK RUPAREL (from September 15, 2020)
 KETAKI R. SHAH (from September 15, 2020)
 VYOMESH M. SHAH (VIMAL M. SHAH), Managing Director

COMMITTEES OF THE BOARD

AUDIT AND COMPLIANCE COMMITTEE

ABHIJIT DATTA, Chairman
 SUNIL C. SHAH
 KARTIK RUPAREL (from September 15, 2020)
 VYOMESH M. SHAH

NOMINATION AND REMUNERATION COMMITTEE

ABHIJIT DATTA, Chairman
 SUNIL C. SHAH
 KARTIK RUPAREL (from June 29, 2021)
 HEMANT M. SHAH
 PRITI K. SHAH (upto May 25, 2021)

STAKEHOLDERS' RELATIONSHIP COMMITTEE

SUNIL C. SHAH, Chairman
 HEMANT M. SHAH
 PRITI K. SHAH (upto May 25, 2021)
 KETAKI R. SHAH (from June 29, 2021)

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

HEMANT M. SHAH, Chairman
 SUNIL C. SHAH
 VYOMESH M. SHAH

RISK MANAGEMENT COMMITTEE

ABHIJIT DATTA, Chairman
 HEMANT M. SHAH
 VYOMESH M. SHAH

CHIEF FINANCIAL OFFICER

SUNIL MAGO

COMPANY SECRETARY

AMIT VYAS (upto April 30, 2020)
 SADANAND LAD (from July 30, 2020)

STATUTORY AUDITORS

M. H. DALAL & Associates, Chartered Accountants
 (upto July 30, 2020)
 JBTM & Associates LLP, Chartered Accountants
 (from July 30, 2020)

COST AUDITOR

D. C. DAVE & CO., Cost Accountants
 (for Financial Year 2020-2021)
 SHEKHAR JOSHI & CO., Cost Accountants
 (for Financial Year 2021-2022)

INTERNAL AUDITOR

PROTUNE KS AIYAR CONSULTANTS PRIVATE LIMITED,
 Chartered Accountants

SECRETARIAL AUDITOR

MIHEN HALANI & ASSOCIATES, Practicing Company Secretaries

REGISTERED OFFICE

'HUBTOWN SEASONS',
 CTS NO. 469-A,
 OPP. JAIN TEMPLE,
 R. K. CHEMBURKAR MARG,
 CHEMBUR (EAST), MUMBAI 400071
 CIN : L45200MH1989PLC050688
 Phone : 022 25265000
 Fax : 022 25265099
 Investor E-mail : investorcell@hubtown.co.in
 Website : www.hubtown.co.in

REGISTRAR & TRANSFER AGENT

LINK INTIME INDIA PRIVATE LIMITED
 C-101, 247 PARK
 LAL BAHADUR SHASTRI MARG
 VIKHROLI (WEST), MUMBAI 400 083
 Phone : 022 49186270
 Fax : 022 49186060
 e-mail : rnt.helpdesk@linkintime.co.in
 Website : www.linkintime.co.in

BANKERS

CANARA BANK
 IDBI BANK
 UNION BANK OF INDIA
 UNITED BANK OF INDIA

33rd ANNUAL GENERAL MEETING

WEDNESDAY, SEPTEMBER 29, 2021 AT 10.30 A.M.
 THROUGH VIDEO CONFERENCING OR OTHER AUDIO VISUAL MEANS

HUBTOWN LIMITED**NOTICE OF 33RD ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT THE THIRTY THIRD ANNUAL GENERAL MEETING OF THE MEMBERS OF HUBTOWN LIMITED WILL BE HELD ON WEDNESDAY, SEPTEMBER 29, 2021 AT 10.30 A.M. THROUGH VIDEO CONFERENCING ('VC') OR OTHER AUDIO VISUAL MEANS ('OAVM') TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and the Auditors thereon; and
 - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of the Auditors thereon.
2. To appoint a Director in place of Mr. Vyomesh M. Shah (DIN: 00009596), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

To consider and if thought fit, to pass, with or without modification(s), the following resolutions:

As a Special Resolution:**3. REAPPOINTMENT OF MR. HEMANT M. SHAH AS WHOLETIME DIRECTOR DESIGNATED AS AN EXECUTIVE CHAIRMAN OF THE COMPANY**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), as amended from time to time ("Act") and pursuant to Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time ("Regulations"), based on the recommendation of the Nomination and Remuneration Committee, consent of the members of the Company be and is hereby accorded to the re-appointment of Mr. Hemant M. Shah [DIN : 00009659] as Whole-time Director designated as an Executive Chairman of the Company for a period of three years, with effect from January 1, 2022 to December 31, 2024, on the terms and conditions including remuneration as set out in the Statement annexed hereto, with authority to the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Hemant M. Shah;

RESOLVED FURTHER THAT approval of members of the Company be and is hereby accorded for payment of annual remuneration to Mr. Hemant M. Shah as Whole-time Director designated as an Executive Chairman of the Company, together with other executive director who is promoter of the Company, exceeding 5% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT where in any financial year during the currency of tenure of Mr. Hemant M. Shah as an Executive Chairman, the Company has no profit or its profits are inadequate, the remuneration, perquisites and other allowances payable shall be governed by the limits prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

As a Special Resolution:**4. REAPPOINTMENT OF MR. VYOMESH M. SHAH AS A MANAGING DIRECTOR OF THE COMPANY**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), as amended from time to time ("Act") and pursuant to Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time ("Regulations"), based on the recommendation of the Nomination and Remuneration Committee, consent of the members of the Company be and is hereby accorded to the re-appointment of Mr. Vyomesh M. Shah [DIN : 00009596] as Managing Director of the Company for a period of three years, with effect from January 1, 2022 to December 31, 2024, on the terms and conditions including remuneration as set out in the Statement annexed hereto, with authority to the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Vyomesh M. Shah;

RESOLVED FURTHER THAT approval of members of the Company be and is hereby accorded for payment of annual remuneration to Mr. Vyomesh M. Shah as Managing Director of the Company, together with other executive director who is promoter of the Company, exceeding 5% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

NOTICE (CONTD.)

RESOLVED FURTHER THAT where in any financial year during the currency of tenure of Mr. Vyomesh M. Shah as Managing Director, the Company has no profit or its profits are inadequate, the remuneration, perquisites and other allowances payable shall be governed by the limits prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

As an Ordinary Resolution:

5. PAYMENT OF COMMISSION TO NON-EXECUTIVE DIRECTORS:

"RESOLVED THAT pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the said Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 17(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded to the payment and distribution of a sum not exceeding 1% of the net profit of the Company calculated in accordance with the provisions of Section 198 of the Act, subject to a maximum amount of ₹ 20,00,000/- (Rupees Twenty Lakh only) per financial year for three financial years commencing from 2021-2022 to 2023-2024, by way of commission to the Non-Executive Directors of the Company in such proportion as may be decided by the Board of Directors from time to time;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

As an Ordinary Resolution:

6. RATIFICATION OF REMUNERATION PAYABLE TO THE COST AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2021-2022:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment or modification or re-enactment thereof, for the time being in force), the remuneration of the Cost Auditor, M/s. Shekhar Joshi & Co., Cost Accountants (Firm Registration No. 100448) of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses to conduct the audit of the cost records of the Company for the financial year ending March 31, 2022, as recommended by the Audit and Compliance Committee and approved by the Board of Directors, be and is hereby ratified;

RESOLVED FURTHER THAT the Board of Directors and/or Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution."

As a Special Resolution:

7. ISSUANCE OF REDEEMABLE NON-CONVERTIBLE DEBENTURES ON A PRIVATE PLACEMENT BASIS:

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 as amended and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment, modification, variation or re-enactment to any of the foregoing and other applicable guidelines, directions or laws, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include any committee(s) constituted / to be constituted by the Board, from time to time, to exercise its powers conferred by this resolution), to issue Redeemable Non-convertible Debentures ('NCDs') secured or unsecured, in one or more series for an amount not exceeding ₹5,000/- Crore (Rupees Five Thousand Crore only) on a private placement basis through issue of private placement offer letter, on such terms and conditions and to such person(s) as the Board may, from time to time determine and consider proper and most beneficial to the Company including without limitation, as to when the said NCDs are to be issued, the consideration for the issue, mode of payment, coupon rate, redemption period, utilization of issue proceeds and all other matters connected therewith or incidental thereto;

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorized to finalise, settle and execute such documents / agreements including but not limited to the listing agreement / affidavits / declarations / undertakings as may be necessary in connection therewith and to do all such acts, deeds, matters and things as may be considered necessary or expedient, including appointment of intermediaries, arrangers, Registrars, Depositories, Trustees, Legal Advisors, Bankers and other appropriate entities and also to delegate all or any of the above powers to any officers / one or more directors/managing director or any other principal officer of the Company on such conditions as the Board may deem fit."

By Order of the Board
For **Hubtown Limited**

Sadanand Lad

Company Secretary

Membership No. : A19899

June 29, 2021
Mumbai

NOTICE (CONTD.)

Notes:

1. In view of the COVID-19 pandemic situation, the Ministry of Corporate Affairs ("MCA") has vide General Circular Nos. 02/2021 dated January 13, 2021 and 20/2020 dated May 5, 2020 read together with MCA General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020 and 39/2020 dated December 31, 2020 (all the MCA circulars shall collectively be referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 (all the SEBI circulars shall collectively be referred to as "SEBI Circulars") permitted the holding of Annual General Meeting ("AGM") through Video Conferencing / Other Audio Visual Means ("VC / OAVM"), without the physical presence of Members at a common venue.
2. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM. The procedure for participating in the meeting through VC/OAVM is explained at Note No. 19 below and is also available on the website of the Company at www.hubtown.co.in.
3. A Statement pursuant to Section 102 of the Act relating to item nos. 3 to 7 of the Notice of this 33rd AGM is annexed hereto. Also, relevant details in respect of the Directors seeking re-appointment/appointment at the AGM, in terms of Regulation 36(3) of the SEBI Listing Regulations and Clause 1.2.5 of Secretarial Standard – 2 on General Meetings are also annexed to this Notice.
4. Since this AGM is being held pursuant to the aforesaid 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 this 33rd AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. Institutional / Corporate members (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization, etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the Scrutinizer by e-mail through their registered e-mail address to the Company at investorcell@hubtown.co.in and to its Registrar and Transfer Agent (RTA) at instameet@linkintime.co.in.
6. 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 herein below in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 members on 'first come first serve' basis. This will not include large members (i.e. members holding 2% or more), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit and Compliance Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis.
7. The attendance of the members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, 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 RTA, Link Intime India Private Limited for assistance.
9. The Register of Members and Share Transfer books of the Company will remain closed from Thursday, September 23, 2021 to Wednesday, September 29, 2021 (both days inclusive), for the purpose of AGM.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act and all other documents referred to in the Notice will be available electronically for inspection by the members without any fee from the date of circulation of this Notice upto the date of AGM i.e. September 29, 2021. Members seeking to inspect such documents can send an e-mail to investorcell@hubtown.co.in.
11. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the RTA of the Company or to the Company at investorcell@hubtown.co.in along with the copy of the signed request letter mentioning the name and address of the member, self-attested copy of the PAN card, and self-attested copy of any document (e.g.: Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the member. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, members may write to the Company's RTA or to the Company at investorcell@hubtown.co.in.
12. Pursuant to the provisions of Sections 101 and 136 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and in terms of Regulation 36 of the SEBI Listing Regulations, 2015, as amended, electronic copy of the Notice and Annual Report 2020-21 is being sent to the members whose e-mail IDs are registered with the Company/ Depository Participant(s) (in case of shares held in demat form) or with Link Intime India Private Limited (in case of shares held in physical form).

NOTICE (CONTD.)

As per the MCA General Circular 20/2020 dated May 5, 2020, the Annual Report 2020-21 will be sent through electronic mode to only those members whose e-mail IDs are registered with the Registrar and Transfer Agent of the Company/ Depository Participants.

Members may also note that the Notice of the 33rd Annual General Meeting and the Annual Report 2020-21 will be available on the Company's website www.hubtown.co.in websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively.

13. 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. The said form can be downloaded from the Company's website www.hubtown.co.in. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in electronic form and to the Company's RTA in case the shares are held in physical form.
14. Members who would like to ask any question on the financial statements are requested to send their questions through e-mail at investorcell@hubtown.co.in on or before Wednesday, September 22, 2021 to enable the Company to answer their queries satisfactorily.
15. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM and also depending upon the time available for the AGM.
16. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in dematerialized form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company at investorcell@hubtown.co.in or the Company's RTA.
17. In case of joint holders, those members 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.
18. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, the members are provided with the facility to cast their vote electronically, through the e-voting services provided by Link Intime India Private Limited (LIPL), on all resolutions set forth in this Notice.
19. **I. Information and other instructions relating to e-voting are as under:**
 - I. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020 and May 5, 2020, the Company is pleased to provide the members, the facility to exercise their right to vote at the 33rd AGM by electronic means and the business may be transacted through e-voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Link Intime India Private Limited (LIPL).

The facility for e-voting shall also be made available at the AGM and the members attending the AGM who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through e-voting.
 - II. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Wednesday, September 22, 2021, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of 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.
 - III. A person who has acquired shares and has become a member of the Company after the dispatch of the Notice of the AGM but prior to the cut-off date i.e. Wednesday, September 22, 2021, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
 - IV. The remote e-voting will commence on Sunday, September 26, 2021, at 9.00 a.m. and will end on Tuesday, September 28, 2021, at 5.00 p.m. During this period, the members of the Company holding shares either in physical mode or in demat mode as on the cut-off date i.e. Wednesday, September 22, 2021, 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 disabled for voting by LIPL thereafter.
 - V. 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.
 - VI. The Member(s) who have cast their vote by remote e-voting prior to the AGM, may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
 - VII. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date i.e. Wednesday, September 22, 2021.

NOTICE (CONTD.)

- VIII. The Board of Directors of the Company has appointed M/s. Miheh Halani & Associates, Practicing Company Secretaries, to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

IX. **Information and other instructions relating to remote e-voting are as under:**

Pursuant to SEBI circular No. SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated December 9, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their respective demat account / website of Depositories / DPs in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider.

Accordingly, Members are advised to update their mobile number and email ID in their demat accounts to access e-voting facility.

Login method for Members holding securities in demat mode / physical mode is given below:

| Type of Members | Login Method |
|---|---|
| Members holding securities in demat mode with NSDL | <p>1. User already registered for NSDL IDeAS facility</p> <ol style="list-style-type: none"> Please visit the e-Services website of NSDL at the URL: https://eservices.nsdl.com. Once the home page of e-Services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section. On the new screen, please 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. On the e-voting page, you will see Company's name or e-voting service provider's name. Click on Company name or that of the e-voting service provider. You will be re-directed to e-voting service provider's website for casting your vote during the remote e-voting period or for joining virtual Meeting and voting during the Meeting. <p>2. User not registered for NSDL IDeAS facility</p> <ol style="list-style-type: none"> Option to register is available at the link https://eservices.nsdl.com. Select 'Register Online for IDeAS' or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. Visit the e-voting website of NSDL and follow the steps given in point 1 under this section. <p>3. Alternatively by directly accessing the e-voting</p> <ol style="list-style-type: none"> Open web browser by typing the URL viz. https://www.evoting.nsdl.com. 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 held with NSDL starting with IN – DP ID and Client ID), password/OTP and a verification code as shown on the screen. After successful authentication, you will be redirected to NSDL's website wherein you can see e-voting page. Click on the Company name or e-voting service provider name and you will be redirected to e-voting service provider website (LinkIntime) for casting your vote during the remote e-voting period or for joining virtual Meeting and voting during the Meeting. |

NOTICE (CONTD.)

| Type of Members | Login Method |
|---|--|
| Members holding securities in demat mode with CDSL | <p>1. Existing users who have opted for Easi / Easiest</p> <ol style="list-style-type: none"> Please visit the e-Services website of CDSL at the URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com, thereafter, please click on New System 'Myeasi'. On the new screen, please enter your User ID and Password for accessing Easi / Easiest. After successful login of Easi / Easiest you will also be able to see the e-voting menu. The menu will have links of e-voting service provider i.e. Link Intime, NSDL, CDSL and KFinTech. Click on e-voting service provider's name to cast your vote. <p>2. If the user is not registered for Easi/Easiest</p> <ol style="list-style-type: none"> An option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. Then visit the e-voting website of CDSL and follow the steps given in point 1 under this section. <p>3. Alternatively by directly accessing the e-voting page</p> <ol style="list-style-type: none"> You can directly access e-voting page by providing demat Account Number and PAN from the link www.cdslindia.com. The system will authenticate user details by sending OTP on registered mobile and email ID as recorded in the demat Account. After successful authentication, you will enter the e-voting module of CDSL. Click on the e-voting link available against Company's name or e-voting service provider's name and you will be re-directed to the e-voting page of service provider to cast your vote. |
| Members (holding securities in demat mode) and login through their DPs | <ol style="list-style-type: none"> Members can also login using the login credentials of his/her demat account through their DP registered with NSDL/CDSL for e-voting facility. After logging in to the DPs portal, you will be able to see e-voting option. Upon clicking on e-voting option, you will be redirected to respective depository's website after successful authentication to the e-voting feature. Click on the Company's name or e-voting service provider's name and you will be redirected to e-voting service provider's website for casting your vote during the remote e-voting period or for joining virtual Meeting and voting during the Meeting. |
| Members holding securities in Physical mode and e-voting service provider is Link Intime India Private Limited | <ol style="list-style-type: none"> Open the internet browser and launch the URL: https://instavote.linkintime.co.in Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details:- <ol style="list-style-type: none"> User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. <ul style="list-style-type: none"> Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above |

NOTICE (CONTD.)

| Type of Members | Login Method |
|-----------------|---|
| | <ol style="list-style-type: none"> 3. Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). 4. Click "confirm" (Your password is now generated). 5. Click on 'Login' under 'SHARE HOLDER' tab. 6. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'. 7. After successful login, you will be able to see the notification for e-voting. Select 'View' icon. 8. E-voting page will appear on the screen. 9. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). 10. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes'; else to change your vote, click on 'No' and accordingly modify your vote. 11. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, Members can login any number of times till you have voted on the resolution(s) for a particular "Event". |

- X. If members holding securities in **Physical mode** have forgotten the password, please follow the procedure given below:
- a. Click on '**Login**' under '**SHAREHOLDER**' tab and further Click '**forgot password?**'
 - b. Enter User ID, select Mode and enter image verification code (CAPTCHA). Click on "SUBMIT".
 - c. In case Member is having valid email address, password will be sent to his/ her registered e-mail address. Else, Member can set the password of his/her choice by providing the information about the particulars of the security question & answer, PAN, DOB/ DOI, dividend bank details, etc. and confirm. (The password should contain minimum 8 characters, with at least one special character, at least one numeral, at least one alphabet and at least one capital letter).
- Important note:**
- Please note that these details can only be used for voting on the resolutions contained in this Notice.
 - It is strongly recommended not to share password with any other person and take utmost care to keep it confidential.
- XI. If Members holding securities in **dematerialised mode** are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot Password options available at the Depository's /DP's website.

Important note:

- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- During the voting period, Members can login any number of times till they have voted on the resolution(s) for a particular "Event".

Contact details of helpdesk of Depositories:

Members may contact the respective helpdesk, as per the details given below:

| Login type | Helpdesk details |
|--|---|
| Members holding securities in demat mode with NSDL | <ol style="list-style-type: none"> i. Please send a request at evoting@nsdl.co.in; or ii. Please call at toll free no.: 1800 1020 990 and 1800 22 44 30. |
| Members holding securities in demat mode with CDSL | <ol style="list-style-type: none"> i. Please send a request at helpdesk.evoting@cdslindia.com or iii. Please contact at 022- 23058738 or 022-23058542-43. |