

**ANNUAL REPORT &
ACCOUNTS 2022-2023**



Hindustan Motors Limited

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HINDUSTAN MOTORS LIMITED

ANNUAL REPORT

Year Ended March 31, 2023

Board of Directors

Shri A. Sankaranarayanan
Shri Raj Kamal Johri
Shri Uttam Bose
Smt. Mou Mukherjee
Shri Om Prakash Gupta
Shri Sourav Daspatnaik

Chief Executive Officer

Shri Prakash Sahu

Chief Financial Officer

Shri Mahesh Kumar Kejriwal

Company Secretary

Mrs. Vishakha Gupta

Bankers

UCO Bank
ICICI Bank

Statutory Auditors

Messrs. Ray & Ray
Chartered Accountants

Share Transfer Agents

KFin Technologies Limited
Plot 31-32, Karvy Selenium, Tower B,
Gachibowli, Financial District, Nanakramguda,
Serilingampally
Hyderabad – 500 032
Phone : (040) 67161517
Fax : 040 – 2342 0814
E-mail: einward.ris@kfintech.com
suresh.d@kfintech.com
Kolkata Office : (033) 6628-5900

Registered Office

'Birla Building', 13th Floor
9/1, Rajendra Nath Mukherjee Road
Kolkata 700 001
Tel : +91 33 2242 0932; 4082 3700; 2220 0600
Fax : +91 33 2248 0055
E-mail : hmcosecy@hindmotor.com
Website : www.hindmotor.com
CIN : L34103WB1942PLC018967

Notice to the Shareholders

NOTICE is hereby given that the 81st Annual General Meeting (AGM) of Hindustan Motors Limited will be held on Thursday, 24th August, 2023 at 2:00 PM (IST) through Video Conferencing / Other Audio Visual Means (VC/OAVM) to transact the following business:-

AS ORDINARY BUSINESS:

- (1) To receive, consider and adopt the Audited Standalone Financial Statements of the Company together with the Directors' Report and also the Auditors' Report thereupon for the financial year ended 31st March, 2023.
- (2) To appoint a Director in place of Shri Uttam Bose (DIN-02340000) who retires by rotation and being eligible offers himself for re-appointment.

AS SPECIAL BUSINESS:

To consider and, if thought fit, to pass the following as **Special Resolutions** :

- (3) **"RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and other applicable provisions, if any, and subject to approvals/permissions as may be required, consent be and is hereby accorded to the Board of Directors of the Company ("the Board" which expression shall also include a committee thereof) to sell, lease or otherwise dispose of the whole or substantially the whole or part of land situated at Village Aankhi, Tahsil Jambusar, District Bharuch in the State of Gujarat at once or in trenches to such person or persons and for such consideration and in such manner and on such terms and conditions as the Board or any committee of the Board constituted by the Board of Directors for this purpose in its absolute discretion and as may deem fit and proper.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid, the Board/Committee be and is hereby authorized to do and perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and expedient including finalising the terms and conditions, method and modes of disposal of the land as aforesaid, determining the exact effective date, filing applications, making representations and finalizing and executing necessary documents including agreements, deed of assignment/conveyance and other documents including the power to delegate and to settle any question or difficulty that may arise with regard to implementation of the aforesaid resolution.

RESOLVED FURTHER THAT the Board/Committee of Directors be and are hereby authorized to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/authorized representative(s) of the Company to give effect to the aforesaid resolution."

- (4) **"RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and other applicable statutory provisions, if any, and subject to approvals/permissions as may be required, consent be and is hereby accorded to the Board of Directors of the Company ("the Board" which expression shall also include a committee thereof) to sell, lease or dispose of the whole or part of Plant and Machineries lying at Uttarpara Plant to such person or persons and for such consideration and in such manner and on such terms and conditions as the Board in its absolute discretion may deem fit and proper.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid, the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and expedient including finalising the terms and conditions, method and modes of disposal of the plant and machineries, as aforesaid, determining the exact effective date, filing applications, including the power to delegate and to settle any question or difficulty that may arise with regard to implementation of the aforesaid resolution.

RESOLVED FURTHER THAT the Board/Committee of Directors be and are hereby authorized to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/authorized representative(s) of the Company to give effect to the aforesaid resolution."

- (5) **“RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder including any statutory modification(s) or re-enactment thereof and Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members be and is hereby accorded to Mr. Raj Kamal Johri (DIN: 06804524), Independent Director of the Company, who will be attaining the age of 75 years on 29th August, 2023, to continue as an Independent Director of the Company.”

Registered Office :
 'Birla Building'
 9/1, Rajendra Nath Mukherjee Road
 Kolkata - 700 001

8th May, 2023

By Order of the Board
 For HINDUSTAN MOTORS LTD

Vishakha Gupta
Company Secretary
 M.No. A54948

NOTES :

Notes for e-AGM Notice

In view of the circulars bearing no.20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 05th May, 2022 and 10/2022 dated 28th December, 2022 (“MCA Circular”) (“MCA Circulars”) and circular dated May 12, 2020 and January 15, 2021 issued by the Securities and Exchange Board of India (“SEBI Circulars”) and in compliance with the provisions of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), the 81st AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of members at the venue of the Annual General Meeting (AGM).

- In compliance with applicable provisions of the Companies Act, 2013 read with aforesaid MCA circulars the 81st Annual General Meeting of the company being conducted through Video Conferencing (VC) hereinafter called as “E-AGM”.
- E-AGM: Company has appointed M/s KFin Technologies Limited, Registrars and Transfer Agents, to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.
- Since AGM will be held through VC/OAVM, the Route Map is not required and hence, not annexed to this Notice.
- Pursuant to the provisions of the circulars of MCA on the VC/OVAM(e-AGM):
 - Members can attend the meeting through log in credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required
 - Appointment of proxy to attend and cast vote on behalf of the member is not available.
 - Body Corporates are entitled to appoint authorised representatives to attend the e-AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
- Up to 1000 members will be able to join on a FIFO basis to the e-AGM.
- No restrictions on account of FIFO entry into e-AGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
- The attendance of the Members (members logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- All investor related communication may be addressed to KFin Technologies Limited at the following address:

KFin Technologies Limited

Unit: Hindustan Motors Limited
Selenium Tower B Plot No. 31 & 32
Gachibowli, Financial District,
Nanakramguda Serilingampally Mandal
Hyderabad – 500 032
Toll free number - 1800-309-4001
E-mail: einward.ris@Kfintech.com
Website: www.kfintech.com

10. In compliance with above mentioned circulars of MCA and SEBI, the Notice calling this AGM along with the Annual Report for FY 2022-23 is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Depository Participants or the Company's RTA. Members may kindly note that the Notice of AGM and Annual Report for FY 2022-23 will also be available on the Company's website viz. www.hindmotor.com and website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited (www.bseindia.com and www.nseindia.com).
11. SEBI has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical mode can submit their PAN to the Company/RTA.

Members are requested to send their queries, if any, on the financial statements/operations of the Company, via email to the Company Secretary at hmcosecy@hindmotor.com at least 7 days before the AGM, so that the answers to the queries can be compiled in advance.
12. The documents referred to in this Notice are available for inspection electronically without any fee by the Members on all business days (except Saturday, Sunday and Public Holidays) up to the date of AGM. The Register of Directors, Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements, in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection electronically by the members during the AGM. Members seeking to inspect such documents may send request from their email id registered with the Company/RTA to the Company Secretary at hmcosecy@hindmotor.com
13. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI LODR, the Company is providing to its members facility to exercise their right to vote on the Resolutions as set out in notice of AGM by electronic means ("e-voting"). Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("remote e-voting"). The facility for voting through electronic voting system will also be available during the AGM ("InstaPoll") and members attending the AGM, who have not cast their vote(s) by remote e-voting, will be able to cast their vote at the meeting through InstaPoll. The Company has engaged the services of KFin Technologies Limited (RTA) as the agency to provide e-voting facility at the AGM.
14. **The remote e-voting facility will be available during the following period:**

Commencement of remote e-voting	From 9.00 a.m. on 21st August, 2023
End of remote e-voting	Up to 5.00 p.m. on 23rd August, 2023

Remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by KFin Technologies Limited upon expiry of aforesaid period.
15. Persons whose name appears in the Register of Member/list of Beneficial Owners as on 17th August, 2023 (end of day), being the **Cut-off date** shall be entitled to cast their vote by remote e-voting on the resolutions set forth in this Notice or participating at the AGM and vote through InstaPoll. Any person, who is not a Member as on the Cut-off date, should treat this Notice for information purpose only.
16. The Board of Directors has appointed Shri Anjan Kumar Roy, FCS, a Company Secretary in practice (C.P.No.4557) as Scrutinizer to

scrutinize the remote e-voting and InstaPoll process in a fair and transparent manner and he has communicated his willingness to get appointed and will be available for the said purpose.

17. After conclusion of e-voting at the AGM, Scrutinizer will scrutinize the votes cast via InstaPoll and remote e-voting, and make a consolidated Scrutinizer's Report submission to the Chairman /Director.
18. The result of e-voting (remote e-voting and InstaPoll) will be declared within two working days of the conclusion of AGM and the same, along with the consolidated Scrutinizer's Report, will be placed on Company's website viz. www.hindmotor.com and on the website of RTA viz. <https://evoting.kfintech.com>. The result will be simultaneously communicated to the stock exchanges viz. NSE and BSE.
19. The resolutions as set out in the notice of AGM shall be deemed to be passed on the date of AGM, subject to receipt of requisite number of votes in favour of the resolution(s).
20. Pursuant to SEBI circular no.SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on "e-Voting Facility provided by Listed Entities", individual shareholders holding equity shares in dematerialised form can cast their vote, by way of single login credential, through their demat account/websites of Depositories /Depository Participants.

The members are advised to update their mobile number and E-mail ID in their demat accounts in order to access e-voting facility

The process and manner of remote e-Voting, attending AGM through VC / OAVM and e-Voting at AGM is as under:

PROCEDURE TO CAST VOTE THROUGH REMOTE E-VOTING

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Entities", e-Voting process has been enabled for all Individual members holding shares in demat mode, by way of single login credential, through their demat accounts/websites of Depositories/ Depository Participants (DPs), in order to increase the efficiency of the voting process. They can cast vote on the resolutions, without registering with e-Voting Service Provider (ESP) viz. KFin Technologies Limited ("KFin").

1. **Individual members holding shares in demat mode:** Access to Depositories e-Voting system and process to caste vote
2. **Members other than "Individuals holding shares of the Company in demat mode":** Access to KFin e-Voting system and process to caste vote.

1. **Individual members holding shares in demat mode :** Access to Depositories e-Voting system and process to cast vote

National Securities Depository Limited (NSDL)	Central Depository Services (India) Limited (CDSL)
1. User already registered for IDeAS facility: (i) URL: https://eservices.nsdl.com (ii) Click on the "Beneficial Owner" icon under 'IDeAS' section. (iii) On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" (iv) Click on company name: "Hindustan Motors Limited" or e-Voting service provider "K-Fintech" and then you will be re-directed to K-Fintech's e-Voting page to cast vote during the remote e-Voting period.	1. User already registered for Easi / Easiest: (i) Visit URL: https://web.cdslindia.com/myeasi/home/login <p style="text-align: center;">OR</p> www.cdslindia.com and click on "Login" and select "New System Myeasi" (ii) Enter your user id and password. (iii) Post successful authentication, please click on 'E-voting' (iv) You will be requested to select the name of the Company: "Hindustan Motors Limited" or KFin and then you will be re-directed to KFin's e-Voting page to cast the vote during the remote e-Voting period.

National Securities Depository Limited (NSDL)	Central Depository Services (India) Limited (CDSL)
<p>2. User not registered for IDeAS facility:</p> <p>(i) To register click on link: https://eservices.nsdl.com and select “Register Online for IDeAS”</p> <p style="text-align: center;">OR</p> <p>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>(ii) Proceed with completing the required fields.</p> <p>(iii) Follow steps given in point no. 1 above</p> <p>3. Alternatively, by directly accessing the e-Voting website of NSDL:</p> <p>(i) Open URL: https://www.evoting.nsdl.com/</p> <p>(ii) Click on the icon “Login” available under ‘Shareholder/ Member’ section.</p> <p>(iii) On the Login page, enter your User ID (i.e. your 16 character demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>(iv) Post successful authentication, click on company name: “Hindustan Motors Limited” or e-Voting service provider “K-Fintech” and then you will be re-directed to K-Fintech’s e-Voting page to cast vote during the remote e-Voting period.</p>	<p>2. User not registered for Easi/Easiest:</p> <p>(i) To register click on the link: https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>(ii) Proceed with completing the required fields.</p> <p>(iii) Follow steps given in point no. 1 above</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL:</p> <p>(i) Open URL: www.cdslindia.com and select “E Voting”</p> <p>(ii) Provide BO ID/ demat account number and PAN</p> <p>(iii) System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>(iv) You will be requested to select the name of the Company: “Hindustan Motors Limited” or KFin and then you will be re-directed to KFin’s e-Voting page to cast the vote during the remote e-Voting period.</p>
<p>Procedure to login through demat account/website of Depository Participant (DP)</p>	<p>(i) You can also login using the credentials of your demat account through your DP registered with NSDL/CDSL for remote e-Voting facility.</p> <p>(ii) Once logged-in, you will be able to see “e-Voting” option. Once you click on “e-Voting” option and after successful authentication, you will be re-directed to e-voting module of NSDL/CDSL.</p> <p>(iii) Click on options available against company name: “Hindustan Motors Limited” or e-Voting service provider: Kfin and you will be re-directed to e-Voting website of KFin for casting your vote during the remote e-Voting period.</p>

Note: After successful login, as explained above, the individual members holding shares in demat mode, are requested to follow steps (f) to (k) mentioned under point no. 2(I)(A) below, to cast their vote.

Members who are unable to retrieve User ID/ Password are advised to use “Forget User ID”/“Forget Password” option available the websites of Depositories/DP.

Members facing any technical issue on NSDL website	Members facing any technical issue on CDSL website
<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800-1020-990/ 1800-224-430</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43.</p>

- 2. All Members other than ‘Individuals holding shares of the Company in demat mode’ Access to KFin e-Voting system and process to caste vote.**

- I. (A) Members whose e-mail addresses are registered with the Company/Depository Participant(s) and have received email from KFin with login credentials. Please follow the below process:**
- (a) **Launch internet browser by typing the URL: <https://evoting.kfintech.com>**
 - (b) Enter the login credentials (User ID and password given in the e-mail). The E-Voting Event Number + Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use the existing password for logging in. If required, please visit <https://evoting.kfintech.com/> or contact at **040- 67162222/1800-309-4001** (from 9:00 a.m. to 6:00 p.m.) for your existing password.
 - (c) After entering these details appropriately, click on **“LOGIN”**.
 - (d) You will now reach Password Change Menu wherein you are required to mandatorily change your password upon logging in for the first time. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - (e) You need to login again with the new credentials.
 - (f) On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Name of the Company viz. Hindustan Motors Limited
 - (g) On the voting page, enter the number of shares held by you as on the Cut-off date under either **“FOR”** or **“AGAINST”** or alternatively, you may partially enter any number under **“FOR”/“AGAINST”**, but the total number under **“FOR”/“AGAINST”** taken together should not exceed your total shareholding as on the cut-off date. You may also choose to **“ABSTAIN”** and vote will not be counted under either head.
 - (h) Members holding shares under multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.
 - (i) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as **“ABSTAINED”**.
 - (j) You may then cast your vote by selecting an appropriate option and click on **“SUBMIT”**.
 - (k) A confirmation box will be displayed. Click **“OK”** to confirm, else **“CANCEL”** to modify.
 - (l) Once you confirm, you will not be allowed to modify your vote.
- (B) Member whose e-mail address is not registered/updated with the Company/KFin Technologies Limited/Depository Participant(s). Please follow the below process to generate your login credentials :**
- (a) Members holding shares in physical mode, who have not registered/ updated their email addresses with the Company, are requested to register/ update the same by clicking on <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> or by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at hmcosecy@hindmotor.com or to KFin at inward.ris@Kfintech.com.
 - (b) Members holding shares in dematerialized mode who have not registered their e-mail addresses with their Depository Participant(s) are requested to register/update their email addresses with the Depository Participant(s) with whom they maintain their demat accounts. For the limited purpose of receiving the login credentials for this AGM you can also use the link <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> to register their e-mail address.
 - (c) After due verification, the Company/KFin Technologies Limited will forward your login credentials to your registered email address.
 - (d) Follow the instructions at I (A) (a) to (l) to cast your vote.

- II. You can also update your mobile number and e-mail id in the “user profile details” in your e-voting login on <https://e-voting.kfintech.com> which may be used for sending further communication.
- III. Once the vote on a resolution has been cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
- IV. Any person who becomes a member of the Company after dispatch of the Notice of the AGM and holding shares as on the Cut-off Date may obtain the User ID and password from KFin Technologies Limited in the manner as mentioned below:
- (a) If the mobile number of the member is registered against Folio No./DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number Folio No. or DP ID Client ID to +91-9212993399
Example for NSDL: MYEPWD <SPACE> IN12345612345678 Example for CDSL: MYEPWD <SPACE> 1402345612345678
Example for Physical: MYEPWD <SPACE> XXXX1234567890
- (b) If e-mail address or mobile number of the member is registered against Folio No./DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- (c) Member may send an e-mail request to <https://evoting.kfintech.com> requesting User ID and Password. After due verification of the request, user id and password will be sent to the members.
- V. In case of any query/grievance, in respect of e-voting - Members may refer to the Help & FAQs section/E-voting user manual available at the “Downloads” section of KFin’s website: <https://evoting.kfintech.com> or contact Mr. Rajkumar Kale, AGM, KFin Technologies Limited, Unit: Hindustan Motors Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500 032 | Phone No.: +91-040-67162222 | Toll- free No.: 040- 67162222/ 1800-309-4001 | E-mail: evoting@Kfintech.com.

PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM AND VOTING AT AGM :

The Company is providing VC/OAVM facility to its Members for participating at the AGM.

- a) Members will be able to attend the AGM through VC at <https://emeetings.Kfintech.com> by using their e-voting login credentials provided in the email received from the Company/KFin.
Members are requested to follow the procedure given below :
- i. Launch internet browser (chrome/Firefox/safari) by typing the URL: <https://emeetings.Kfintech.com>
- ii. Enter the login credentials
- iii. After logging in, click on “Video Conference” option
- iv. Then click on camera icon appearing against AGM event of Hindustan Motors Limited, to attend the AGM.
- b) Members will be allowed to attend the AGM through VC/OAVM on first come, first served basis.
- c) Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.Kfintech.com> and clicking on the ‘Speaker Registration’ option available on the screen after log in. The Speaker Registration will be open from 20th August, 2023 (9:00 a.m. IST) till 23rd August, 2023 (5:00 p.m. IST). Only those members who have registered themselves as speaker will be allowed to express their views or ask questions at the AGM. The Company reserves the right to restrict the number of questions and speakers, depending upon availability of time as appropriate for smooth conduct of the AGM. Members are requested to wait for their turn to be called by the Chairperson of the Meeting during the Question and Answer Session. Due to inherent limitation of transmission and coordination during the AGM, the Company may have to dispense with or curtail the Question and Answer Session. Hence, Members are encouraged to get themselves registered in advance to ask questions/queries etc. at the AGM.
- d) Facility to join the meeting shall be opened 30 minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.

e) **Voting at AGM (“InstaPoll”) :**

- Facility to cast vote through InstaPoll will be made available on Video Conferencing screen and will be activated once the InstaPoll is announced at the AGM.
- Member can opt for only single mode of voting per EVENT, i.e., through remote e-voting or voting at the AGM (InstaPoll). If a member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as “INVALID”.
- In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.

f) Members who need assistance before or during the AGM can contact KFin at evoting@KFintech.com or call at 1800-309-4001. Kindly quote your name, DP ID-Client ID/Folio no. and E-voting Event Number in all your communications.

GENERAL NOTES

1. Members who have shareholdings in multiple accounts in identical names or joint accounts in the same order are requested to send all the share certificate(s) to the Registrar and Share Transfer Agents, KFin Technologies Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana for consolidation of all such shareholdings into one account to facilitate better service.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 18th August, 2023 at 9.00 AM and closed on Thursday, the 24th August, 2023 (both days inclusive).
3. (a) Members are requested to notify change of address, if any, with PINCODE to the Company or to its Registrar and Share Transfer Agents quoting reference of their folio number and in case their Shares are held in dematerialised form, this information should be passed on to their respective Depository Participants.
(b) In case the mailing address mentioned in this Annual Report is without the PINCODE, members are requested to kindly inform their PINCODE immediately.
4. A member desirous of getting any information on the accounts or operations of the Company or share related matter is requested to forward his/her query (ies) to the Company at least seven days prior to the meeting so that the required information can be made available at the meeting.
5. The shares of the Company are in compulsory demat segment. Those members, who still continue to hold shares in physical form, are requested to get their shares dematerialised at the earliest.
6. Securities and Exchange Board of India has made it mandatory for every participant in the securities/capital market to furnish income tax Permanent Account Number (PAN). Accordingly, all the members (including joint holders) holding shares in physical form are requested to submit copy of their PAN Card duly attested by the Notary Public/Gazetted Officer/Bank Manager under their official seal stating their full name and address, registration number to the Registrar and Share Transfer Agents, KFin Technologies Limited.
7. The Ministry of Corporate Affairs (MCA) has taken a “Green Initiative in Corporate Governance” allowing paperless compliances by Companies through electronic mode. Companies are now permitted to send various notices /documents to its members through electronic mode to the registered e-mail addresses of members. Keeping in view the underlying theme and the circular issued by MCA, the Company proposes to send all documents to members like General Meeting Notices (including AGM), Audited Financial Statements, Directors’ Report, Auditors’ Report etc. to the members through e-mail. Members holding shares in dematerialized form are requested to register their e-mail ID with their Depository Participants and members holding shares in physical form are requested to register their e-mail ID with Registrar and Share Transfer Agents of the Company i.e., KFin Technologies Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana for sending documents through e-mail.
8. The Notice of the 81st AGM and instruction for e-voting, is being sent by electronic mode to all the members whose email addresses are registered with the Company/Depository Participant(s) for communication purpose.