

2022

28th ANNUAL REPORT OF LS INDUSTRIES LIMITED

BOARD OF DIRECTORS

Mr. Jeetendra Kumar Yadav	Director
Mrs. Mini Seth (Resigned w.e.f.07/05/2022)	Independent Director
Mr. PrateekPuri	Independent Director
Mr. AnkurMahindru	Independent Director
Mr. Pradeep Kumar Mankotia	Director

KEY MANAGERIAL PERSONNEL

Mr. Shiv Khan, Managing Director
(Resigned w.e.f.13/12/2021)
Mr. Pradeep Kumar Mankotia, CFO
Ms. Saloni, Company Secretary

REGISTERED & CORPORATE OFFICE AND WORKS

Village Bairsen,
P.O. Manjholi, Tehsil Nalagarh,
District solan – 174101
CIN No: L51505HP1993PLC031724
Phones: 9805511297
Email: lsindustries93@gmail.in
Website: www.lsindustrieslimited.com

REGISTRAR & SHARE TRANSFER AGENTS

Beetal Financial & Computer Service Private Limited,
99 Madangir, Behind Local Shopping Centre,
Near Dada HarsukhdasMandir,
New Delhi- 110062
Phone- 91-11-2996 1281-83
Fax- 91-11-2996 1284
Email- beetal@beetalfinancial.com

SECRETARIAL AUDITORS

FCS Sudhakar Jha
M/s Sudhakar & Co.
Practicing Company Secretaries, Delhi

STATUTORY AUDITORS

M/s Mahesh K Gupta & Associates,
Chartered Accountants,
Unit no. 1449, Block D
14th floor CCC, Zirakpur

BANKERS

HDFC Bank
Axis Bank

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LS INDUSTRIES LIMITED

REGD. OFFICE: Village Bairsen P.O Manjholi Tehsil Nalagarh, Solan-174101, Himachal Pradesh

Ph: 01628 - 289842, CIN NO: L51505HP1993PLC031724

Website: www.lsindustrieslimited.com, Email: lsindustries93@gmail.com

NOTICE

NOTICE is hereby given that the 28th Annual General Meeting of the members of **LS INDUSTRIES LIMITED** will be held on Friday, 30th day of September, 2022 at 2.30 P.M. at the Registered Office at Village Bairsen P.O Manjholi Tehsil Nalagarh, Solan-174101, to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2022 and Profit & Loss Account for the year ended on that date together with the reports of the Director's and Auditor's thereon.
2. To appoint a director in place of Mr. Pardeep Kumar Mankotia (DIN:02121556) who retires by rotation and being eligible offers himself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 152 (6) of the Companies Act, 2013, Mr. Pradeep Kumar Mankotia (DIN: 02121556), who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

SPECIAL BUSINESS

3. **TO REGULARIZE THE APPOINTMENT OF ADDITIONAL DIRECTOR MR. JEETENDRA KUMAR YADAV (DIN: 09184532), AND BEING ELIGIBLE, OFFERS HIMSELF FOR APPOINTMENT**

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

“RESOLVED THAT pursuant to the provisions of Section 149 read with the Schedule IV, Sections 150 & 152, & other applicable provisions read with relevant Rules of the Companies Act, 2013 and relevant Regulations of the SEBI (LODR) Regulations, 2015 (including any modification or re-enactment thereof, for the time being in force); and further pursuant to the Articles of Association of the Company and considering the recommendations made by the Nomination and Remuneration Committee and further approval of the Board of Directors thereof; **Mr. Jeetendra Kumar Yadav (DIN:09184532)**, whose term of office as an additional director expires at the conclusion of this Annual General Meeting, be and is hereby appointed as the Director of the Company and shall be liable for rotation.”

“FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all the acts and take such steps as may be necessary, papers or expedient to give effect to these resolutions.”

4. **TO REGULARIZE THE APPOINTMENT OF ADDITIONAL DIRECTOR MS. ANITA (DIN: 09597665), AND BEING ELIGIBLE, OFFERS HIMSELF FOR APPOINTMENT**

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

“RESOLVED THAT pursuant to the provisions of Section 149 read with the Schedule IV, Sections 150 & 152, & other applicable provisions read with relevant Rules of the Companies Act, 2013 and relevant Regulations of the SEBI (LODR) Regulations, 2015 (including any modification or re-enactment thereof, for the time being in force); and further pursuant to the Articles of Association of the Company and considering the recommendations made by the Nomination and Remuneration Committee and further approval of the Board of Directors thereof; the consent of the Members be and is hereby accorded, Ms. Anita (DIN:09597665), be and is hereby appointed as an Non-Executive Independent Director of the Company w.e.f. May 07, 2022 to hold office for a first consecutive term of 5 (Five) years i.e. from May 07, 2022 to May 06, 2027 on such terms and conditions as detailed in the explanatory statement annexed hereto, which is hereby approved and sanctioned, with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and in such manner as may be mutually decided by the Board of Directors and the said Independent Director and whose term of appointment shall not be liable for retire by rotation.”

“**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Regulation 17(6) of the SEBI(LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, **Ms. Anita (Din 09597665)**, may or may not be paid sitting fees as may be decided by the Board within the limits stipulated under the Companies Act, 2013.”

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

5. TO REGULARIZE THE APPOINTMENT OF ADDITIONAL DIRECTOR MR. RAKESH SETHI (DIN:09650924), AND BEING ELIGIBLE, OFFERS HIMSELF FOR APPOINTMENT

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

“**RESOLVED THAT** pursuant to the provisions of Section 149 read with the Schedule IV, Sections 150 & 152, & other applicable provisions read with relevant Rules of the Companies Act, 2013 and relevant Regulations of the SEBI (LODR) Regulations, 2015 (including any modification or re-enactment thereof, for the time being in force); and further pursuant to the Articles of Association of the Company and considering the recommendations made by the Nomination and Remuneration Committee and further approval of the Board of Directors thereof; **Mr. Rakesh Sethi (DIN: 09650924)**, whose term of office as an additional director expires at the conclusion of this Annual General Meeting, be and is hereby appointed as the Director of the Company and shall be liable to retire by rotation.”

“**FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorized to do all the acts and take such steps as may be necessary, papers or expedient to give effect to these resolutions.”

**By order of the Board
For LS Industries Limited
SD/-**

Place: Nalagarh

Date: 02nd September 2022

**(Jeetendra Kumar Yadav)
Director
DIN:09184532**

NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to vote on his/her behalf at the meeting. The proxy need not be a member of the company. The instrument appointing the proxy in order to be effective must be deposited at the Registered Office of the company at least 48 hours before the time for the meeting. The blank Proxy form is enclosed.**
2. The relative explanatory statement pursuant to section 102(1) of the Companies Act, 2013 relating to special business to be transacted at the Annual General Meeting is annexed hereto.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency.
4. Members who cast their votes by remote e-voting may attend the meeting, but will not be entitled to cast their votes at the meeting.
5. Institutional/Corporate Members are requested to send a certified copy of the Board Resolution authorizing their representatives to attend the AGM on its behalf and to vote through remote e-voting.

6. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 24th September, 2022 to Friday, 30th September, 2022 (both days inclusive).
7. The relevant details as required under the Listing Agreement with the Stock Exchange in respect of Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice.
8. Members desiring any information as regards to accounts and operations of the company are requested to write to the company at its Registered Office at least 10 days before the date of Annual General Meeting so as to enable the Management to keep the information ready.
9. The members who have not registered their e-mail addresses so far, are requested to register the same in respect of electronic holdings with the depository through their depository participants. Members who are holding shares in physical form are requested to get their e-mail addresses registered with the Registrar & Transfer Agent, M/s Beetal Financial & Computer Service Private Limited, New Delhi.
10. The members are requested to intimate changes, if any, pertaining to their email address, postal address, Permanent Account Number (PAN), Bank details such as name of the bank, branch detail, bank account no. MICR code, IFSC code etc., to their DP, in case shares are held by them in electronic form and to the company/ Registrar & Transfer Agent, Beetal Financial & Computer Service Private Limited, Delhi in case shares are held by them in physical form.
11. Annual accounts and related documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the company.
12. The Notice of 28th AGM along with the Annual Report 2021-22 is being sent to the members of the company and will also be uploaded on the Company's website www.lsindustrieslimited.com for the download of the members.
13. M/s. **SUDHAKAR & CO.**, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall submit his/her report, on the voting in favour or against, if any, within forty-eight hours from the conclusion of the meeting. The results declared along with the consolidated Scrutinizer's Report shall be placed on the website of the Company - www.lsindustrieslimited.com. The results shall simultaneously be communicated to the Stock Exchanges.
14. A route map showing directions to the venue of the 28th Annual General Meeting is given at the end of this Notice.

The instructions for shareholders voting electronically are as under:

Voting through electronic means;

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency.

The instructions for e-voting are as under:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM:

- i. The voting period begins on Tuesday, 27th September, 2022, 9:00 A.M. and ends on Thursday, 29th November, 2022, 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 23rd September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- ii. 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. 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.
- iii. 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 abovesaid 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
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li data-bbox="581 915 1370 1157">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. <li data-bbox="581 1188 1370 1545">2) After successful login the Easy / 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. <li data-bbox="581 1577 1370 1682">3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration <li data-bbox="581 1713 1370 1955">4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 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.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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Individual Shareholders holding securities in Demat mode with CDSL	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 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	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 and 1800 22 44 30

(i) Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. . If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant “LS Industries Limited” on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password.
- The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; lsindustries93@gmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose email/mobile no. are not registered with the Company/Depositories.

1. For Physical shareholders-please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to lsiindustries93@gmail.com .
 2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
 3. For Individual Demat shareholders –Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
- If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager,(CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai -400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43. Corporate/ Institutional Members.

**By order of the Board
For LS Industries Limited
SD/-**

Place: Nalagarh

Date: 02nd September 2022

**(Jeetendra Kumar Yadav)
Director
DIN:09184532**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

Item No. 3

Mr. Jeetendra Kumar Yadav (DIN: 09184532) was appointed as additional director of the company on dated 10/12/2021 by the board of director of the company and pursuant to Section 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 “(the Act)” and the companies (Appointment and Qualification of

Directors) Rules, 2014 and the other applicable Rules made there-under(including any statutory modification(s) who cease to hold office on the date of this meeting and in respect of whom the company has received a notice under section 160 in writing from the member signifying his intention to propose appointment of Mr. Jeetendra Kumar Yadav (DIN:09184532) as a director.

Mr. Jeetendra Kumar Yadav is not disqualified from being appointed as Director in terms of section 164(2) of the companies act 2013 and has complied with regulation requirement of the said act. The board considered that it is desirable that the company should continue to avail itself of his services and recommend to pass necessary resolution as an **Ordinary Resolution**.

Except Mr. Jeetendra Kumar Yadav (DIN: 09184532) no other director, key managerial personnel or their relatives are concerned are interested in the proposed resolution.

Item No. 4

Ms. Anita (DIN: 09597665) was appointed as additional director of the company on dated 07/05/2022 by the board of director of the company and who cease to hold office under section 161 of the companies act 2013 on the date of this meeting and in respect of whom the company has received a notice under section pursuant to Section 149, 152, 160, 161, & 197(5) read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 “(the Act)” and the companies (Appointment and Qualification of Directors) Rules, 2014 and the other applicable Rules made there-under(including any statutory modification(s) in writing from the member signifying his intention to propose appointment of Ms. Anita as a independent director.

Ms. Anita is not disqualified from being appointed as Director in terms of section 164(2) of the companies act 2013 and has complied with regulation requirement of the said act. The board considered that it is desirable that the company should continue to avail itself of his services and recommend to pass necessary resolution as an **Ordinary Resolution**.

Except Ms Anita, (DIN:09597665), no other director, key managerial personnel or their relatives are concerned or interested in the proposed resolution.

Item No. 5

Mr. Rakesh Sethi (DIN: 09650924) was appointed as additional director of the company on dated 27/05/2022 by the board of director of the company and pursuant to Section 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 “(the Act)” and the companies (Appointment and Qualification of Directors) Rules, 2014 and the other applicable Rules made there-under(including any statutory modification(s) who cease to hold office on the date of this meeting and in respect of whom the company has received a notice under section 160 in writing from the member signifying his intention to propose appointment of Mr. Rakesh Sethi (DIN: 09650924) as a Director.

Mr. Rakesh Sethi is not disqualified from being appointed as Director in terms of section 164(2) of the companies act 2013 and has complied with regulation requirement of the said act. The board considered that it is desirable that the company should continue to avail itself of his services and recommend to pass necessary resolution as an **Ordinary Resolution**.

Except Mr. Rakesh Sethi (DIN: 09650924) no other director, key managerial personnel or their relatives are concerned are interested in the proposed resolution.

Information pursuant to applicable Secretarial Standard and Regulation 36(3) of the SEBI (listing Obligations and Disclosure requirements) Regulations, 2015 regarding the Directors seeking appointment/re-appointment in the Annual General Meeting

Name of the Director	Mr. Rakesh Sethi
Date of Birth	08-08-1968
DIN No.	09650924
Date of Appointment	27/05/2022
Expertise in specific functional area	Finance& Accounting
Qualification	B.Com ACA