

PARAMOUNT COSMETICS (INDIA) LIMITED

THIRTY SEVENTH ANNUAL REPORT 2021-2022

CONTENTS

Particulars	Page No.
CORPORATE INFORMATION	3
NOTICE	4
DIRECTOR'S REPORT	23
MANAGEMENT DISCUSSION AND ANALYSIS	47
REPORT ON CORPORATE GOVERNANCE	49
INDEPENDENT AUDITORS' REPORT	64
BALANCE SHEET	76
STATEMENT OF PROFIT & LOSS ACCOUNT	77
CASH FLOW STATEMENT	78
NOTES ON ACCOUNTS	79

CORPORATE INFORMATION

BOARD OF DIRECTORS

- ➤ Mr. Hiitesh Topiiwaalla Managing Director (DIN 01603345)
- Ms. Aartii Topiwaala Director (DIN - 03487105)
- ➤ Mr. Shishir B. Desai Independent Director (DIN 01453410)
- Mr. V.N. Mehta –Independent Director (DIN: 02800993)

CHIEF FINANCIAL OFFICER

Mr. Rajnish Matta

CHIEF EXECUTIVE OFFICER

Mr. Rajesh Bhan (Resigned w.e.f 02nd May, 2022)

BANKERS

> IDBI Bank Limited

REGISTRAR & SHARE TRANSFER AGENT

BgSE Financials Limited
Stock Exchange Towers, No. 51, 1st
Cross, J.C Road, Bangalore- 560 027
Ph: 080 4132 9661

Email: <u>rta_admin@bfsl.co.in</u> <u>manager_rta@bfsl.co.in</u>

COMPLIANCE OFFICER & COMPANY SECRETARY

> Mrs. Hena Harshal Shah

STATUTORY AUDITORS

M/s. PARY & Co., Chartered Accountants, Surat.

REGISTERED OFFICE

2211/A-1, III Phase, G.I.D.C. Vapi - 396 195 Dist. -Valsad, Gujarat

E-MAIL:

compliance.officer@parammount.com

WEBSITE:

www.parammount.com

CIN:

L24240GJ1985PLC008282

CORPORATE OFFICE

902-904, 9th Floor, Prestige Meridian-1, 29, M. G. Road, Bangalore - 560 001 Ph: +91 80 25320870/71

Email: compliance.officer@parammount.com

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the **Thirty Seventh Annual General Meeting (37**TH) of the Members of **Paramount Cosmetics (India) Limited** ("Company") will be held on Friday, September 30, 2022 at 11:00 AM through Video Conferencing/ Other Audio Visual Means ("OAVM") 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 report of the Board of Directors and Auditors thereon.
- 2. To re-appoint a director in place of Ms. Aartii Topiwaala (DIN 03487105), who retires by rotatingand being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. <u>To consider and approve the Material Related Party Transaction between the Company and Paramount Kum Kum Private Limited:</u>

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

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and Section 2(76), 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws / statutory provisions, if any, the Company's Policy on Material Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, the consent of the members of the Company be and is hereby accorded to authorise the Board of directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s) /Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the explanatory statement, between the Company and Paramount Kum Kum Private Limited, a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and Paramount Kum Kum Private Limited for an aggregate value amount not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores Only) per financial year and will be valid till period of 5 Financial Years from Financial Year 2022-23 till end of the financial year 2026-27 provided that such transaction(s) /contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT any director(s), Managing Director or KMP of the Company be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Managing Director, Chief Financial Officer, Company Secretary or any other officer / authorized representative of the Company, without being required to seek further consent from the members and that the members shall be deemed to have accorded their consent thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the board in connection with any matter referred to

or contemplated in this resolution, be and is hereby approved, ratified and confirmed in all respect and for the purpose of giving effect to this resolution, any director(s) or KMP be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable fit and to settle any question, difficulty, doubt that may arise in this regard."

4. <u>To consider and approve the Material Related Party Transaction between the Company and</u> Farmous Foods Private Limited:

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

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and Section 2(76), 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws / statutory provisions, if any, the Company's Policy on Material Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, the consent of the members of the Company be and is hereby accorded to authorise the Board of directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the explanatory statement, between the Company and Farmous Foods Private Limited, a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and Farmous Foods Private Limited for an aggregate value amount not exceeding Rs. 10,00,00,000/- (Rupees Ten Crores Only) per financial year, and will be valid till period of 5 Financial Years from Financial Year 2022-23 till end of the financial year 2026-27 provided that such transaction(s) /contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT any director(s), Managing Director or KMP of the Company be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Managing Director, Chief Financial Officer, Company Secretary or any other officer / authorized representative of the Company, without being required to seek further consent from the members and that the members shall be deemed to have accorded their consent thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the board in connection with any matter referred to or contemplated in this resolution, be and is hereby approved, ratified and confirmed in all respect and for the purpose of giving effect to this resolution, any director(s) or KMP be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable fit and to settle any question, difficulty, doubt that may arise in this regard."

5. <u>To consider and approve the Material Related Party Transaction between the Company and Infectionshield Biotech Private Limited:</u>

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

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and Section 2(76), 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws / statutory provisions, if any, the Company's Policy on Material Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, the consent of the members of the Company be and is hereby accorded to authorise the Board of directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the explanatory statement, between the Company and Infectionshield Biotech Private Limited, a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and Infectionshield Biotech Private Limited for an aggregate value amount not exceeding Rs. 10,00,00,000/- (Rupees Ten Crores Only) per Financial Year and will be valid till period of 5 Financial Years from Financial Year 2022-23 till end of the financial year 2026-27 provided that such transaction(s) /contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT any director(s), Managing Director or KMP of the Company be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Managing Director, Chief Financial Officer, Company Secretary or any other officer / authorized representative of the Company, without being required to seek further consent from the members and that the members shall be deemed to have accorded their consent thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the board in connection with any matter referred to or contemplated in this resolution, be and is hereby approved, ratified and confirmed in all respect and for the purpose of giving effect to this resolution, any director(s) or KMP be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable fit and to settle any question, difficulty, doubt that may arise in this regard."

6. <u>To Consider and Approve the Material Related Party Transaction Between the Company And Aiyon Products Private Limited:</u>

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

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and

Section 2(76), 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws / statutory provisions, if any, the Company's Policy on Material Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, the consent of the members of the Company be and is hereby accorded to authorise the Board of directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the explanatory statement, between the Company and Aiyon Products Private Limited, a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and Aiyon Products Private Limited for an aggregate value amount not exceeding Rs. 10,00,00,000/- (Rupees Ten Crores Only) per financial year and will be valid till period of 5 Financial Years from Financial Year 2022-23 till end of the financial year 2026-27 provided that such transaction(s) /contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT any director(s), Managing Director or KMP of the Company be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Managing Director, Chief Financial Officer, Company Secretary or any other officer / authorized representative of the Company, without being required to seek further consent from the members and that the members shall be deemed to have accorded their consent thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the board in connection with any matter referred to or contemplated in this resolution, be and is hereby approved, ratified and confirmed in all respect and for the purpose of giving effect to this resolution, any director(s) or KMP be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable fit and to settle any question, difficulty, doubt that may arise in this regard."

7. Alteration of the Object Clause of the Memorandum of Association of the Company:

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

"RESOLVED THAT pursuant to the provisions of sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with applicable Rules and Regulations made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, consent of the members of the company be and is hereby accorded for effecting the alterations in the existing Object Clause of the Memorandum of Association ("the MOA") of the company in the following manner:

Clause III of the MOA be altered by adding sub-clause A (2) and (3) after sub-clause A (1):

2. To do and carry on the business of buying, distributing, reselling, importing, exporting and trading of all kinds of goods finished, semi-finished, raw material items, articles, merchandise, products such as food products, anti-infection products, industrial,

chemical, machinery, equipment's, capital goods or any other items capable of purchasing, selling, importing, exporting and trading and to be appointed as agents/or distributors on commission, allowance, retainer ship.

3. To act as a seller & distributor and to perform all the functions and undertakes all activities concerned therewith.

FURTHER RESOLVED THAT any director(s), Managing Director or KMP of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or incidental in this regard to give effect to the aforesaid resolution including filing of all the necessary e-Forms with the Registrar of Companies, Ahmedabad."

8. Adoption of a new set of Memorandum of Association (MOA) of the Company as per Companies Act, 2013:

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

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and other applicable provisions, including any modification(s) thereto or re-enactment(s) thereof for the time being in force, the consent of the members of the Company be and is hereby accorded to substitute the existing Memorandum of Association of the Company with new sets of Memorandum of Association (MOA) as per the provisions of the Companies Act, 2013.

FURTHER RESOLVED THAT any director(s), Managing Director or KMP of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or incidental in this regard to give effect to the aforesaid resolution including filing of all the necessary e-Forms with the Registrar of Companies, Ahmedabad."

9. Adoption of new set of Articles Of Association (AOA) of the Company as per Companies Act, 2013:

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

"RESOLVED THAT pursuant to the provisions of Section 14 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and other applicable provisions, including any modification(s) thereto or re-enactment(s) thereof for the time being in force, the consent of the members of the Company be and is hereby accorded to substitute the existing Articles of Association of the Company (AOA) with new sets of Articles of Association (AOA) as per the provisions of the Companies Act, 2013.

FURTHER RESOLVED THAT any director(s), Managing Director or KMP, be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or incidental in this regard to give effect to the aforesaid resolution including filing of all the necessary e-Forms with the Registrar of Companies, Ahmedabad."

By Order of the Board Paramount Cosmetics (India) Limited Sd/-Hiitesh Topiiwaalla

Managing Director DIN: 01603345

Place: Bangalore Date: 24.08.2022

NOTES

- 1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, vide its General Circular nos. 14/2020 and 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", General Circular no. 20/2020 dated 5th May, 2020, General Circular nos. 02/2021 and 21/2021 dated 13th January, 2021, 14th December, 2021 and General Circular No. 02/2022 dated 5th May, 2022 respectively in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
- 2. A Pursuant to MCA Circular No. 14/2020 dated 8th April, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this E-AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.
- 3. Since the AGM will be held through VC, the Route Map is not relevant and not annexed to this Notice.
- 4. Corporate members intending to send their authorised representative to attend the Annual General Meeting (AGM) are requested to send Certified Copy of the Resolution authorizing their representative to attend and vote on their behalf at the AGM.
- 5. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 24th September 2022 to Friday, 30th September 2022 (both days inclusive), in termsof Section 91 of Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015.
- 6. In accordance with the Companies Act, 2013, one-third of the directors who are liable to retire by rotation, if eligible, offer themselves for re-appointment at the AGM.
- 7. Members are requested to notify immediately of any change in their address to the Company's Registrar and Share Transfer Agent. Members holding shares in electronic form are advised to notify any change in their address to the concerned depository participant.
- 8. Members are requested to send all correspondence concerning registration of transfers, transmissions, subdivision, consolidation of Shares or any other Share related matters and/orchange in address, furnishing of details of their bank accounts or updation thereof, to Company's Registrar **BgSE Financials Limited,** Stock Exchange Towers, No. 51, 1st Cross, J. C. Road, Bangalore 560027. Ph. No. 080 41329661. E-mail: rta_admin@bfsl.co.in or manager_rta@bfsl.co.in
- 9. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligationand Disclosure Requirement) Regulations 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means (e-voting & remote e-voting).
- 10. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on Friday, 23rd September 2022 i.e. the date prior to the commencement of book closure, are entitled to vote on the Resolutions set forth in this Notice.
- 11. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on Friday, 23rd September 2022, may obtain the User ID and passwordby sending a request at helpdesk.evoting@cdslindia.com or compliance.officer@parammount.com.

- 12. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 9.00 a.m. on Tuesday, 27th September 2022 and will end at 5.00 p.m. on Thursday, 29th September 2022. The e-voting module shall be disabled by CDSL for voting thereafter.
- 13. The facility for voting, through ballot paper, will not be made available at the AGM, as due to Covid-19 pandemic, the AGM will be held through VC/OAVM means and the members attending the AGM if not cast their votes by remote e-voting, may exercise their right and cast their votes through e-voting at the AGM. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. Further, the members may note that there are no such matters at this AGM which requires to be passed through Postal Ballot, thereby they may proceed with voting through e-voting / remote e-voting.
- 14. The Company has appointed M/s Sharma & Pagaria, Chartered Accountants, Surat to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

The Members desiring to vote through electronic mode may refer to the detailed procedure on evoting given hereinafter.

PROCEDURE FOR E-VOTING / REMOTE E-VOTING

CDSL e-Voting System - Remote & Venue Voting Facility.

- 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 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021 and 5th May, 2022, the Company is providing facility of remote E-voting to its Members in respect of the business to be transacted at the EGM/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 facility of casting votes by a member using remote e-voting as well as the venue voting system on the date of the EGM/AGM will be provided by CDSL.
- 2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021, and General Circular No. 02/2022 dated 5th May, 2022, physical attendance of the Members to the EGM/AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
- **3.** Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- 4. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include 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. who are allowed to attend the EGM/AGM without restriction on account of first