

# 47<sup>th</sup> ANNUAL REPORT

## 2022-23



### **STAR DELTA TRANSFORMERS LIMITED**

CIN: L31102MP1977PLC001393

REGT. OFFICE: 92-A, INDUSTRIAL AREA, GOVINDPURA, BHOPAL-462023 (M.P) INDIA

TEL.: (0) 0755-2586680, 4261016, 2587343, 4261003, FAX: (0755)2580059

Email Id: [Star.delta@rediffmail.com](mailto:Star.delta@rediffmail.com), Website: [www.stardeltatransformers.com](http://www.stardeltatransformers.com)

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<b>BOARD OF DIRECTORS</b>	<ol style="list-style-type: none"> <li>1. Mr. Kishore Gupta (Chairman &amp; Managing Director) (DIN: 00014205)</li> <li>2. Mr. Rakesh Gupta (Whole Time Director &amp; CFO) (DIN: 00014139)</li> <li>3. Mr. Mayank Gupta (Executive Director) (DIN: 00244850)</li> <li>4. Mrs. Shalini Mathur (Women Independent Director) (DIN: 08386168)</li> <li>5. Mr. Ajay Gupta (Independent Director) (DIN: 03644871)</li> <li>6. Mr. Ankur Chouksey (Independent Director) (DIN: 08703922)</li> </ol>
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## CORPORATE INFORMATION

<b>REGISTERED OFFICE</b>	92-A, Industrial Area, Govindpura, Bhopal-462023 (M.P) INDIA
<b>STATUTORY AUDITORS</b>	M/s. A.K. Khabya & Co., Chartered Accountants, Bhopal.
<b>SECRETARIAL AUDITORS</b>	M/s. Piyush Bindal & Associates, Company Secretaries, Bhopal
<b>COST AUDITORS</b>	M/s. Sanjay Kasliwal and Associates, Cost Accountants, Bhopal
<b>COMPANY SECRETARY &amp; COMPLIANCE OFFICER</b>	Ms. Itisha Agarwal
<b>AUDIT COMMITTEE</b>	<ol style="list-style-type: none"> <li>1. Mr. Ajay Gupta (Chairman)</li> <li>2. Mr. Rakesh Gupta (Member)</li> <li>3. Mr. Ankur Chouksey (Member)</li> </ol>
<b>NOMINATION AND REMUNERATION COMMITTEE</b>	<ol style="list-style-type: none"> <li>1. Mr. Ajay Gupta (Chairman)</li> <li>2. Mrs. Shalini Mathur (Member)</li> <li>3. Mr. Ankur Chouksey (Member)</li> </ol>
<b>STAKEHOLDERS' RELATIONSHIP COMMITTEE</b>	<ol style="list-style-type: none"> <li>1. Mr. Ankur Chouksey (Chairman)</li> <li>2. Mrs. Shalini Mathur (Member)</li> <li>3. Mr. Rakesh Gupta (Member)</li> </ol>
<b>CORPORATE SOCIAL RESPONSIBILITY COMMITTEE</b>	<ol style="list-style-type: none"> <li>1. Mr. Kishore Gupta (Chairman)</li> <li>2. Mr. Rakesh Gupta (Member)</li> <li>3. Mrs. Shalini Mathur (Member)</li> </ol>
<b>REGISTRAR AND SHARE TRANSFER AGENT</b>	Link Intime India Private Limited ("Link Intime") Address: C-101, 1st Floor, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai-400 083. E-mail ID: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> Phone: 1800 1020 878 Fax: 022 - 4918 6060
<b>BANKERS</b>	HDFC Bank

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## **NOTICE OF 47<sup>th</sup> (FORTY- SEVENTH) ANNUAL GENERAL MEETING**

### **Dear Members,**

Notice is hereby given that the 47<sup>th</sup> (Forty- Seventh) Annual General Meeting of Star Delta Transformers Limited will be held on Friday, **September 29, 2023 at 12.30 p.m.**, at the Registered office of the Company at 92 A, Industrial Area, Govindpura, Bhopal 462023 (M. P.) to transact the following business:

### **AS ORDINARY BUSINESS:**

**Item No. 1: Adoption of Audited Standalone Financial Statements of the Company for Financial year ended March 31, 2023 together with the reports of Board of Directors and the Auditor's thereon;**

To review, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year Ended March 31, 2023 together with the reports of the Board of Directors of the Company and the Statutory Auditors thereon, including Annexures thereto.

**Item No. 2. Re-appointment of Mr. Mayank Gupta (DIN: 00244850), as a Director liable to retire by rotation, who has offered himself for re-appointment:**

To appoint a Director in place of Mr. Mayank Gupta (DIN: 00244850), who retires by rotation and, being eligible, offers himself for re-appointment, as a Director of the Company.

The Shareholders are requested to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Shareholders of the Company be and is hereby accorded to the re-appointment of Mr. Mayank Gupta (DIN: 00244850), as a Director, who shall be liable to retire by rotation."

### **AS SPECIAL BUSINESS**

**Item No. 3. To ratify/confirm the remuneration payable to Cost auditors for the financial year ending March 31, 2024;**

To Consider and, if thought fit, to pass the following resolution as a **"Ordinary Resolution"**:

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 [including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force] based on the recommendation of the Audit Committee and of the Board of Directors, remuneration of ₹ 30250/- (Rupees Thirty thousand two hundred and fifty) per annum plus out of pocket expenses that may be incurred by M/s Sanjay Kasliwal and Associates, Cost Accountant, Bhopal (Firm Registration Number: 100888), the “Cost Auditors” appointed by the Board of Directors of the Company, for the Financial Year ending March 31, 2024, be and is hereby ratified and approved.”

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

**Item No. 4. Re-appointment of Mrs. Shalini Mathur (DIN: 08386168) as a “Women Independent Director” of the Company for her 2<sup>nd</sup> Consecutive Term with effect from March 12<sup>th</sup>, 2024.**

To Consider and, if thought fit, to pass the following resolution, with as a **“Special Resolution”**

**“RESOLVED THAT** in pursuance of the provisions of Sections 149, 152, 160 and 161 and other applicable provision, if any, of the Companies Act 2013 (“the Act”), read with Schedule IV to the Act and Companies (Appointment and Qualification of Directors) Rules, 2014 and such other Rules framed thereunder, as may be applicable, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations, 2015”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the provisions of Articles of Association of the Company, the tenure of Mrs. Shalini Mathur (DIN: 08386168) who was appointed as Non-Executive Women Independent Director of the Company to hold office for a term of 5 (Five) consecutive years commencing from March 11, 2019 upto March 11, 2024 (both days inclusive), is expiring on March 11, 2024 and who being eligible to be appointed as Director and has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI (LODR) Regulations, 2015 and on recommendation of Nomination and Remuneration committee of the Company, be and is hereby Re-appointed as a “Women Independent Director” of the Company for her 2<sup>nd</sup> Consecutive Term with effect from March 12, 2024 not liable to retire by rotation and to hold office for a term of 5 (Five) consecutive years commencing from March 12, 2024 upto March 11, 2029 (both days inclusive).”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby severally authorized to execute and issue any letters, papers, documents and/or such other papers, as may be necessary in connection with the Re-appointment of Mrs. Shalini Mathur (DIN: 08386168) and to do all such acts, deeds matters and things as may be necessary and expedient to give effect to this resolution.”

**“RESOLVED FURTHER THAT** this Resolution will come in effect from 12 March 2024.”

**Item No. 5: Fixing Of Minimum Remuneration For Mr. Kishore Gupta (Din: 00014205) Managing Director Of The Company In The Event Of Inadequacy Or Absence Of Profit**

To Consider and, if thought fit, to pass the following resolution as a **“Special Resolution”**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and such other Rules framed thereunder, as may be applicable, the applicable and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015"), as amended from time to time, provisions of Articles of Association of the Company and pursuant to recommendation of Nomination and Remuneration committee of the Company, the Consent of the Members of the Company be and is hereby accorded for Fixing the minimum remuneration of Mr. Kishore Gupta (Din: 00014205) as a Chairman and Managing Director of the Company for a term of 2 (Two) consecutive years commencing from March 26, 2023 upto March 25, 2025 (both days inclusive), on such terms and conditions and Terms of Remuneration as set out in this resolution and the explanatory statement annexed hereto forming part of this resolution notwithstanding if the said limits of remuneration are in excess of the limits prescribed under Sections 197, Schedule V and any other applicable provisions and Rules, if any, of the Companies Act, 2013. "

**"RESOLVED FURTHER THAT** notwithstanding anything contained in section 197, 198 and Schedule V of the Act or any amendment(s) or re-enactment(s) thereof or any revised/new schedule thereof, in the event of absence of profit or inadequate profits in any financial year, the salary, perquisite, benefits, allowances and performance linked bonus, if any, as mentioned in the explanatory statement annexed hereto forming part of this resolution shall be paid as minimum remuneration to Mr. Kishore Gupta (DIN: 00014205), without obtaining any further approval of the members for the period commencing from March 26, 2023 upto March 25, 2025 (both days inclusive)."

**"RESOLVED FURTHER THAT** pursuant to the Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) 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 pay annual remuneration (including the salary, perquisite, benefits, allowances and performance linked bonus, if any, any fees or compensation payable) as mentioned in the explanatory statement annexed hereto forming part of this resolution to Mr. Kishore Gupta (DIN: 00014205), Managing Director of the Company and being promoter of the Company, as minimum remuneration notwithstanding that the said limits of annual remuneration are in excess of the limits prescribed under Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby severally authorized to execute and issue any letters, papers, documents and/or such other papers, as may be necessary in connection with the fixing of remuneration of Mr. Kishore Gupta (DIN: 00014205), and to do all such acts, deeds matters and things as may be necessary and expedient to give effect to this resolution."

**Item No. 6: Fixing Of Minimum Remuneration For Mr. Rakesh Gupta (DIN: 00014139) Whole Time Director and CFO Of The Company In The Event Of Inadequacy Or Absence Of Profit**

To Consider and, if thought fit, to pass the following resolution as a **“Special Resolution”**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 and such other Rules framed thereunder, as may be applicable, the applicable and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015"), as amended from time to time, provisions of Articles of Association of the Company and pursuant to recommendation of Nomination and Remuneration committee of the Company, the Consent of the Members of the Company be and is hereby accorded for Fixing the minimum remuneration of Mr. Rakesh Gupta (Whole time Director & CFO)(DIN:00014139) for a term of 2 (Two) consecutive years commencing from September 29 , 2023 upto September 28 , 2025 (both days inclusive), on such terms and conditions and Terms of Remuneration as set out in this resolution and the explanatory statement annexed hereto forming part of this resolution notwithstanding if the said limits of remuneration are in excess of the limits prescribed under Sections 197, Schedule V and any other applicable provisions and Rules, if any, of the Companies Act, 2013. "

**"RESOLVED FURTHER THAT** notwithstanding anything contained in section 197, 198 and Schedule V of the Act or any amendment(s) or re-enactment(s) thereof or any revised/new schedule thereof, in the event of absence of profit or inadequate profits in any financial year, the salary, perquisite, benefits, allowances and performance linked bonus, if any, as mentioned in the explanatory statement annexed hereto forming part of this resolution shall be paid as minimum remuneration to Mr. Rakesh Gupta (Whole time Director & CFO)(DIN:00014139), without obtaining any further approval of the members for the period commencing from September 29 , 2023 upto September 28 , 2025 (both days inclusive)."

**"RESOLVED FURTHER THAT** pursuant to the Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) 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 pay annual remuneration (including the salary, perquisite, benefits, allowances and performance linked bonus, if any, any fees or compensation payable) as mentioned in the explanatory statement annexed hereto forming part of this resolution to Mr. Rakesh Gupta (Whole time Director & CFO)(DIN:00014139), and being promoter of the Company, as minimum remuneration notwithstanding that the said limits of annual remuneration are in excess of the limits prescribed under Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby severally authorized to execute and issue any letters, papers, documents and/or such other papers, as may be necessary in connection with the fixing of remuneration of Mr. Rakesh Gupta (Whole time Director & CFO)(DIN:00014139), and to do all such acts, deeds matters and things as may be necessary and expedient to give effect to this resolution."

**Item No. 7: Appointment of Shashendra Lahri (DIN: 02704101) as an "Independent Director" of the Company.**

To Consider and, if thought fit, to pass the following resolution as a **"Special Resolution"**:

**"RESOLVED THAT** in pursuance of the provisions of Sections 149, 152, 160 and 161 and other applicable provision, if any, of the Companies Act, 2013 ("the Act"), read with Schedule IV to the Act and Companies (Appointment and Qualification of Directors) Rules, 2014 and such other Rules framed thereunder, as may be applicable, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the provisions of Articles of Association of the Company,

Mr. Shashendra Lahri (DIN: 02704101) who was appointed as an Additional Director (Non-Executive, Independent Director) of the Company with effect from August 11, 2023 and who hold office till the date of this Annual General Meeting under section 161 of the Act, and who being eligible to be appointed as Director has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI (LODR) Regulations, 2015, and in respect of whom the Company has received a notice in writing from a member under section 160 of the Act, Proposing his candidature for the office of the Independent Director and on recommendation of Nomination and Remuneration committee of the Company, be and is hereby appointed as an "Independent Director" of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, commencing from August 11<sup>th</sup> 2023 to August 10<sup>th</sup>, 2028 (both days inclusive)."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby severally authorized to execute and issue any letters, papers, documents and/or such other papers, as may be necessary in connection with the appointment of Mr. Shashendra Lahri (DIN: 02704101) and to do all such acts, deeds matters and things as may be necessary and expedient to give effect to this resolution."

**Star Delta Transformers limited**  
**CIN: L31102MP1977PLC001393**  
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**Bhopal-462023 (M.P) INDIA**  
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**Fax: (0755)2580059**  
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**Website: [www.stardeltatransformers.com](http://www.stardeltatransformers.com)**

**By order of the Board of Directors**  
**For Star Delta Transformers limited**

**Kishore Gupta**  
**Chairman & Managing Director**  
**DIN: 00014205**

**Place: Bhopal**  
**Date: August 11, 2023**

**Notes:**

1. The respective Explanatory Statements, pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item Nos. 3 to 7 of the accompanying Notice are annexed hereto.

2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and to vote instead of himself. The proxy need not be a member of the company. The instrument appointing the proxy should be deposited at the registered office of the company not less than forty-eight (48) hours before the commencement of meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholders. The holder of proxy shall prove his identity at the time of attending the Meeting.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.

**3.** 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 Meeting.

**4.** Directors have not recommended any Dividend on Equity Shares for the financial year ended March 31<sup>st</sup>, 2023.

**5.** Disclosure pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS-2), in respect of the persons seeking appointment /re-appointment as Director and/or relating to remuneration of Directors is incorporated in the annexure to the notice.

**6.** Members/Proxies/Authorized Representatives are requested to hand over the Attendance Slip, duly signed in accordance with the specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in electronic mode are requested to write the Client ID and DP ID number and those who hold shares in physical mode are requested to write their folio number in the attendance slip. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.

**7.** SEBI vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, amended Regulation 40 of Listing Regulations pursuant to which from 1st April, 2019, onwards securities can be transferred only in dematerialized form. However, it is clarified that, members can continue holding shares in physical form. Transfer of securities in demat form will facilitate convenience and ensure safety of transactions for investors.

Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares.

SEBI vide Press Release dated 27th March, 2019 has clarified that the share transfer deed(s) once lodged prior to the deadline of 31st March, 2019 and returned due to deficiency in documents submitted, may be re-lodged for transfer.

**8.** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar.

**9.** Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their DPs with whom they are maintaining their demat accounts. Members holding shares in Physical mode are requested to advise any change in their address or bank mandates to the Company/RTA.

**10.** Members can avail of the nomination facility by filing Form SH-13, as prescribed under section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company.

**11.** Documents open for inspection:

A. During the period beginning 24 (twenty-four) hours before the time fixed for the AGM, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company provided that not less than 3 (three) days of advance notice in writing is given to the Company;

B. Relevant documents referred to in the accompanying Notice and the statement pursuant to Section 102 (1) of the Companies Act, 2013 are available for inspection at the Registered Office



of the Company during business hours on all days except Saturdays, Sundays and public holidays up to the date of the AGM; and

C. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

D. Members desiring any information on the Accounts are requested to write to the company at least 10 days prior to the date of the meeting to enable the management to keep the information ready.

**12.** In order to implement the Green Initiatives of the Government, whereby Companies have now been allowed to send/ serve notice(s) / document(s) / Annual Report(s) etc. to their members through electronic mode, your Company hereby requests all its members to register their email ID with the Registrar and Transfer Agent (in case of Physical holding) and with the Depository Participant (in case of Dematerialized holding), if not yet provided, to promote Green Initiative.

**13.** As a measure of austerity, copies of the Annual Report will not be distributed at the AGM. Members are, therefore, requested to bring their copies of the Annual Report to the AGM.

**14.** Members may also note that this annual report will also be available on the Company's website <https://www.stardeltatransformers.com/investers>

**15.** With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the company to consolidate their holdings in one folio.

**16.** Members wishing to claim dividends, which had remained unpaid are requested to contact the Registrar and Share Transfer Agents/Company. Members are requested to note that the amount of dividend which remains unclaimed for a period of 7 years from the date of such transfer will be transferred to the Investor Education and Protection Fund as per the Companies Act, 1956/ Companies Act 2013. Kindly note that the once the amount is transferred to the IEPF, **no claims shall lie against the Company.** The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 as available on [www.iepf.gov.in](http://www.iepf.gov.in).

**17. The Register of members and the Share Transfer Books of the company will remain closed from Saturday, September 23<sup>rd</sup>, 2023 to Friday, September 29<sup>th</sup>, 2023 (both days inclusive) for the purpose of Annual General Meeting.**

**18.** The Company's Registrar and Transfer Agents (RTA) is LINK INTIME INDIA PVT. LTD., C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai MH 400083.

**19.** Members may cast their votes through electronic means by using an electronic voting system from a place other than the venue of AGM ("Remote E-voting") in the manner provided below, during the e-voting period.

**20. The Remote E-voting period commences on Tuesday, September 26<sup>th</sup>, 2023 (9:00 am) and ends on Thursday, September 28<sup>th</sup> 2023 (5:00 pm). During the aforesaid period, Members of the company may opt to cast their votes through Remote E-voting. At the end of the Remote E-voting period, facility will be blocked.**

**21.** A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on **Friday, September 22<sup>nd</sup>, 2023(the “Cut Off Date”)** only shall be entitled to vote through **Remote E-voting** and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date.

**22.** At the venue of meeting, voting shall be done through ballot papers (“Polling Paper”) and the members attending the meeting who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper.

**23.** Members who have cast their votes by remote e-voting prior to the meeting may attend the meeting, but shall not be entitled to cast their vote again.

**24.** The Board of Directors has appointed CS Piyush Bindal, Practising Company Secretary, proprietor of M/s. Piyush Bindal & Associates (Membership No. 6749; CP No. 7442), Address- S-12, 2<sup>nd</sup> Floor, Gurukripa Plaza, Zone-II, M.P Nagar Bhopal - 462011 as the scrutiniser to the remote e-voting process, and voting at the venue of the Annual General Meeting in a fair and transparent manner.

**25.** Attendance slip, proxy form and the route map showing directions to reach the venue of the 47<sup>th</sup> AGM is given along with this Annual Report as per the requirement of the Secretarial Standards - 2 on General Meetings.

**26.** Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc., to their Depository Participant (“DP”) in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

**27.** As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No.SH13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. Members who are either not desiring to register Nomination or would want to opt out, are requested to fill and submit Form No. ISR-3. The said forms can be downloaded from the RTA’s website and are also available on company’s website. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.

**28.** The format of the Register of Members prescribed by the MCA under the Act requires the Company/ Registrars and Share Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividends, etc. Form No. ISR-1 for capturing additional details is available on the Company’s website. Members holding shares in physical form are requested to submit the filled-in Form No. ISR1 to the RTA in physical mode. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.

## **29. Registrar and Share Transfer Agent**

The Company’s Registrar and Share Transfer Agent for its share registry work is Link Intime India Private Limited.

M/s. Link Intime India Private Limited (“Link Intime”)

Address: C-101, 1st Floor, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai-400 083.