

NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of Alan Scott Enterprises Limited (formerly known Alan Scott Industriess Limited) (“the Company”) will be held on Saturday, September 28, 2024 at 11:00 a.m. through video conferencing (“VC”) or other audio visual means (“OAVM”), to transact the following business (es):

ORDINARY BUSINESS:

1. **Adoption of Accounts:**

- (a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Auditors and Board of Directors;
- (b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the report of the Auditors.

2. **Reappointment of Mr. Darshan Suresh Jain (DIN: 07392244):**

To appoint a Director in place of Mr. Darshan Suresh Jain (DIN: 07392244) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **To consider and approve the appointment of Mr. Kadayam Ramanathan Bharat (DIN: 00584367) as Independent Director of the Company:**

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 Section 149, 150 and 152 of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and provisions of provisions of the SEBI (Listing Obligations and Disclosure Requirements), 2015 and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, Mr. Kadayam Ramanathan Bharat (DIN: 00584367), who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from August 14, 2024 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 14th August 2024 to 13th August 2029 (both days inclusive).”

RESOLVED FURTHER THAT any of the Directors or Chief Financial Officer or Company Secretary of the Company, be and are hereby authorized, jointly and/or severally, to do all acts, deeds and things as may be necessary to give effect to the aforesaid appointment, including but not limited to the furnishing of certified true copies of the resolution.”

4. **To consider and approve the appointment of Mr. Haresh Kantilal Parekh (DIN: 09116527) as Independent Director of the Company:**

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 Section 149, 150 and 152 of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and provisions of provisions of the SEBI (Listing Obligations and Disclosure Requirements), 2015 and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, Mr. Haresh Kantilal Parekh (DIN: 09116527), who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from August 14, 2024 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 14th August 2024 to 13th August 2029 (both days inclusive).”

RESOLVED FURTHER THAT any of the Directors or Chief Financial Officer or Company Secretary of the Company, be and are hereby authorized, jointly and/or severally, to do all acts, deeds and things as may be necessary to give effect to the aforesaid appointment, including but not limited to the furnishing of certified true copies of the resolution.”

5. **Increase in Authorised Share Capital of Company and subsequent alteration 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 **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 13, 61(1)(a) and 64 of the Companies Act, 2013, read with the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable rules and regulations made thereunder, the Articles of Association of the Company and other applicable provisions, if any, (including any statutory modification(s) or reenactments(s) thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to increase the existing authorised share capital of the Company from INR 5,00,00,000/- (Indian Rupees Five Crore only) divided into 5000000 (Fifty Lakh) Equity Shares of INR 10/- (Indian Rupees Ten only) each to INR 10,00,00,000/- (Indian Rupees Ten Crore only) divided into 10000000 (One Crore) Equity Shares of INR 10/- (Indian Rupees Ten only) each.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and the same be replaced as under:

- V. The Authorised Share Capital of the Company is INR 10,00,00,000/- (Indian Rupees Ten Crore only) divided into 10000000 (One Crore) Equity Shares of INR 10/- (Indian Rupees Ten only) each.

RESOLVED FURTHER THAT any of the Directors or Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary for giving effect to the aforesaid resolution including but not limited to furnishing of certified true copies of the aforesaid resolution and submission of necessary e-forms and documents with the Registrar of Companies, Maharashtra, Mumbai.”

6. **Alteration of articles of association of the Company:**

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

“**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 5 and Section 14 of the Companies Act, 2013, read with the relevant rules and regulations made thereunder (including any statutory modification(s) or reenactments(s) thereof for the time being in force), Article 3 of the Articles of Association of the Company be deleted and the same be substituted as under:

3. The Authorised Share Capital of the Company shall be as per Clause V of the Memorandum of Association. Subject to the provisions of the Act and these Articles the shares in the capital of the company shall be under the control of the Directors who may issue allot or otherwise dispose of the same or any of them to such persons in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

RESOLVED FURTHER THAT any of the Directors or Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary for giving effect to the aforesaid resolution including but not limited to furnishing of certified true copies of the aforesaid resolution and submission of necessary e-forms and documents with the Registrar of Companies, Maharashtra, Mumbai.”

By Order of the Board of Directors
For **Alan Scott Enterprises Limited**
(formerly known as Alan Scott Industriess Limited)

Sd/-
Sureshkumar Jain
DIN: 00048463
Designation: Managing Director

Registered Office:

**Unit No. 302, Kumar Plaza, 3rd floor,
Near Kalina Masjid, Kalina Kurla Road,
Santacruz (East), Mumbai,
Maharashtra, India, 400029**

Date : September 05, 2024

Place: Mumbai

Explanatory Statement in respect of the special business pursuant to Section 102 of the Companies Act, 2013

Item No. 3 & 4:

Mr. K.P. Jain and Mr. Manish Dedhia have resigned from the post of independent directors of the Company with effect from close of business hours on August 14, 2024. Their respective resignation has been acknowledged by the Board of Directors of the company.

As per provisions of Section 149 (4) of the Companies Act, 2013, every listed company shall have at least one-third of the total number of directors as Independent Directors. As per SEBI (Listing Obligations and Disclosure Requirements), 2015, where the Company does not have a regular non-executive chairperson, at least half of the Board of Directors shall comprise of Independent Directors. Further, the provisions of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements), 2015 requires the Company to fill in any casual vacancy created in the office of Independent Directors within 3 (Three) months from the date of such casual vacancy and such appointment is required to be approved by shareholders of the company in their immediate next General Meeting.

The Board of Directors on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Kadayam Ramanathan Bharat ('Mr. Bharat') and Mr. Haresh Kantilal Parekh ('Mr. Parekh') as additional non-executive Independent Directors of the company with effect from August 14, 2024 pursuant to Section 161(1) of the Companies Act, 2013, to hold office up to the date of the ensuing Annual General Meeting of the Company.

Requisite consents, disclosures and declarations are received from Mr. Bharat and Mr. Parekh confirming that they are not disqualified from being appointed as an Independent Director and that they meet the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & relevant provisions of SEBI Listing Regulations.

In the opinion of the Board, Mr. Bharat and Mr. Parekh fulfil the conditions for their appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements), 2015 and is independent of the management.

The resolutions set-forth in Item No. 3 & 4 hence seeks the approval of members for appointment of Mr. Bharat and Mr. Parekh, as Non- Executive Independent Directors of the Company commencing from August 14, 2024 up to August 13, 2029, i.e. for a period of 5 consecutive years as their first term pursuant to Section 149 and other applicable provisions of the Act and Rules made there under.

The relevant disclosures pursuant to SEBI (Listing Obligations and Disclosure Requirements), 2015 is enclosed to this notice as an Annexure.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mr. Bharat and Mr. Parekh, to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the resolutions set-forth in Item No. 3 & 4 for approval of the members by way of **Ordinary Resolution**.

Item No. 5:

The Company intends to raise funds for fulfilling its working capital requirements. At present the authorised capital of the Company is INR 5,00,00,000/- (Rupees Five Crore only) divided into 5000000 (Fifty Lakh) Equity Shares of INR 10/- (Rupees Ten only) each which restricts its ability to raise funds.

Your Directors propose to increase the existing authorized share capital of the Company so as to have a provision for issuance of Equity shares of the Company and to have enabling provision for offering the same to its existing or prospective investors in future. The Share capital component of authorized capital is thus sought to be increased to INR 10,00,00,000/- (Rupees Ten Crore only) divided into 10000000 (One Crore) equity shares of INR 10/- (Rupees Ten only) each.

As per the provisions of Sections 13 of the Companies Act, 2013, a Company can alter the Share Capital Clause of its Memorandum of Association only with the consent of Members. The increase of authorised share capital of the Company would require the amendment of Clause V of the Memorandum of Association. The resolution hence seeks approval of Members to increase its Share Capital and to amend the said clause of Memorandum of Association to incorporate the aforesaid alteration.

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at the Registered Office of the Company between 11:00 AM to 5:00 PM on any working day up to the date of the Extra Ordinary General Meeting.

Thus, your Directors recommend the aforementioned resolution as **Ordinary Resolution**.

None of the Directors or their relatives are interested or concerned in the Ordinary Resolution, otherwise than as members.

Item No. 6

In continuation of the explanatory statement provided for Item No. 5, the Article 3 of the Articles of Association is proposed to be substituted in order to align the article with Clause V of the Memorandum of Association.

As per the provisions of Sections 14 of the Companies Act, 2013, a Company can alter the clause 3 of the Articles of Association. The resolution hence seeks approval of Members to alter the Articles of Association in order to align Article 3 of the Articles of Association with Clause V of the Memorandum of Association.

A copy of the Articles of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at the Registered Office of the Company between 11:00 AM to 5:00 PM on any working day up to the date of the Extra Ordinary General Meeting.

Thus, your Directors recommend the aforementioned resolution as **Special Resolution**.

None of the Directors or their relatives are interested or concerned in the Special Resolution, otherwise than as members.

By Order of the Board of Directors
For **Alan Scott Enterprises Limited**
(formerly known as **Alan Scott Industries Limited**)

Sd/-
Suresh Kumar Jain
DIN: 00048463
Designation: Managing Director

Registered Office:
Unit No. 302, Kumar Plaza, 3rd floor,
Near Kalina Masjid, Kalina Kurla Road,
Santacruz (East), Mumbai,
Maharashtra, India, 400029

Date : September 05, 2024

Place: Mumbai

Notes:

1. Ministry of Corporate Affairs (“MCA”) vide its General Circulars Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023, (“MCA Circulars”) has permitted the holding of the annual general meeting through Video Conferencing (“VC”) or through Other Audio-Visual Means (“OAVM”), without the physical presence of the Members at a common venue.
2. 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 AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the 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 AGM without restriction on account of first come first served basis
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013
5. 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 the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 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 National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.thealanscott.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Wednesday, September 25, 2024 at 09:00 A.M. and ends on Friday, September 27, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 20, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 20, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: **Access to NSDL e-Voting system**

- a) **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>(a) Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>(b) If you are 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</p> <p>(c) 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</p>

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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

(d) Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / 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, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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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. NSDL and CDSL

Login type	Helpdesk details
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 022 - 4886 7000 and 022 - 2499 7000
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 toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website ?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to

Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to santosh@knkllp.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their

Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Rimpa Bag at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 alanscottcompliance@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to alanscottcompliance@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM” placed under “Join meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at alanscottcompliance@gmail.com the same will be replied by the company suitably.
6. Details as required in sub-regulation (3) of Regulation 36 of the Listing regulations in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms an integral part of the notice. Requisite declarations have been received from the Directors for their appointment/re-appointment.
7. The Register of Members of the Company will remain closed from Monday, September 23, 2024 to Friday, September 27, 2024 in connection with the Annual General Meeting.

8. A Member desirous of getting any information on the accounts or operations of the Company is requested to forward his/her queries to the Company at least 7 days prior to the meeting, so that, the required information can be made available at the meeting.
9. Members who are holding physical Shares in identical order of names in more than one folio are requested to send to the Company or Company's Share Transfer Agent the details of such folios together with the Share certificates for consolidating their holding in one folio. The Share certificates will be returned to the Members after making requisite changes, thereon. Members are requested to use the new Share transfer form SH-4.
10. The Shares of the Company are compulsorily traded in electronic form. The Members are requested to forward all applications for transfer and all other Shares related correspondence, including intimation for change of address, if any, to the Registrars and Transfer Agent of the Company at the following address:

Link Intime India Private Limited
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West)
Mumbai, Maharashtra, India, 400083
Tel: +91-22 4918 6000
Fax: +91 22 4918 6060
Email: Mumbai@linkintime.co.in
Website: www.linkintime.co.in/
11. Members holding Shares in single name and physical form are advised to make nomination in respect of their Shareholding in the Company. The Nomination Form SH 13 prescribed can be obtained from the Registrar and Transfer Agent or the Secretarial Department of the Company at its Registered Office.

Details of Directors seeking appointment/re-appointment as required under Regulation 36 of the Listing Regulations:1. Mr. Darshan Suresh Jain (Director liable to retire by rotation):

Director Identification Number (DIN)	07392244
Date of Birth	July 01, 1995
Nationality	Indian
Date of Appointment on Board	September 25, 2023
Brief Profile including Qualifications	Mr. Darshan Suresh Jain is Bachelor of Technology in Mechanical Engineering from NMIMS, University, Mumbai. He has done his master of science in Robotics, Electrical and Computer Science Engineering from Northeastern University, Boston, USA. He has worked in various capacities in USA. He is founder of Sunicon Ventures in Mumbai, India.
Shareholding in Alan Scott Enterprises Limited	NIL
List of Directorships held in other listed entities	Nil
Memberships / Chairmanships of Audit, Nomination and Remuneration Committee and Stakeholders' Relationship Committees across Public Companies	NIL
Relationship with Directors	Son of Suresh Kumar Jain, Managing Director and Brother of Saloni Suresh Jain Director of the company.
Number of Board meetings attended during the year	04/04
Terms and conditions of appointment / re-appointment	No changes in the terms and conditions at the time of re-appointment. Appointment terms and conditions are approved by the Nomination and Remuneration Committee and the Board of Directors of the Company.

2. Mr. Kadayam Ramanathan Bharat (Proposed Appointee):

Name of the Director	Mr. Kadayam Ramanathan Bharat
Director Identification Number (DIN)	00584367
Date of Birth	June 23, 1962
Nationality	Indian
Nature of expertise along with brief profile	<p>Mr. K. R. Bharat ('Mr. Bharat') served as Managing Director at Credit Suisse First Boston Securities India ('CSFB') until December 2002, where he successfully established and grew the firm's equities business. Under his leadership, CSFB's equities revenue surged, and the firm became a market leader with a 13.6% share. Bharat also led the investment banking division, executing significant deals such as the VSNL privatization.</p> <p>Prior to CSFB, Mr. Bharat was Deputy Managing Director at Peregrine, where he built the equities business from scratch. His career began at Citibank in 1983, where he quickly rose to become the youngest vice president and management committee member, contributing to major milestones like India's first GDR transaction.</p>
Shareholding in Alan Scott Enterprises Limited	Nil
List of Directorships held in other listed entities	Nil
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across listed Companies	<p>Alan Scott Enterprises Limited</p> <p>(a) Chairman:</p> <p>Nil</p> <p>(b) Membership:</p> <p>(i) Audit Committee</p> <p>(ii) Stakeholder Relationship Committee</p>
Relationship with Directors	None

3. Mr. Haresh Kantilal Parekh (Proposed Appointee):

Name of the Director	Mr. Haresh Kantilal Parekh
Director Identification Number (DIN)	09116527
Date of Birth	June 26, 1960
Nationality	Indian
Nature of expertise along with brief profile	Mr. Haresh Parekh is an owner of Harish Machine Tools, a Company renowned in distribution of Mitutoya, a globally renowned Japanese brand. Mr. Parekh is also a front runner in philanthropic activities involving supporting victimized families of terrorist activities. Mr. Haresh Parekh is a consultant for various financial advisory companies.
Shareholding in Alan Scott Enterprises Limited	Nil
List of Directorships held in other listed entities	Nil
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across listed Companies	Alan Scott Enterprises Limited (a) <u>Chairman:</u> (i) Audit Committee (ii) Stakeholder Relationship Committee (b) <u>Membership:</u> Nil
Relationship with Directors	None