



JOINDRE®

JOINDRE CAPITAL SERVICES LTD.



Date: July 18, 2024

Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Scrip Code – 531861

Sub: Notice of 29th Annual General Meeting – Regulation 30 (2) SEBI (LODR) Regulations, 2015

Dear Sir/ Ma'am,

This is to inform that the 29th Annual General Meeting ("AGM") of the members of the Company will be held on Saturday, 17th August, 2024 at 10:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Notice convening the 29th Annual General Meeting of the Company is attached to this letter.

We hope you will find the same in order and take the same on records.

Thanking you,

Yours faithfully,

For Joindre Capital Services Limited

Sweta Jain
Company Secretary



CIN: L67120MH1995PLC086659 E-mail: info@joindre.com WebSite: www.joindre.com

Corporate Office : 9/15, Bansilal Building, Office No. 29-32, 3rd Floor, Homi Modi Street, Fort, Mumbai - 400 023.
Phone : (91-22) 4033 4567 (300 Lines) • Fax : (91-22) 4033 4721

SEBI Regn. Nos. : Member - BSE (Cash), NSE (Cash, Derivatives & Currency Derivatives) INZ000174034
DP : IN-DP-98-2015 • PMS – INP000006138

NOTICE

Notice is hereby given that the Twenty-Ninth Annual General Meeting of the Members of **JOINDRE CAPITAL SERVICES LIMITED** (the Company") will be held on Saturday, 17th August, 2024 at 10:00 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Annual Financial Statements of the Company for the financial year ended 31st March, 2024 and the Report of the Board of Directors and the Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Annual Financial Statements of the Company for the financial year ended 31st March, 2024 and the report of the Auditors thereon.
3. To declare dividend of Re. 2 per equity share (20%) of face value Rs. 10 each for the financial year ended 31st March, 2024.
4. To appoint a Director in place of Mr. Subhash Jagdishprasad Agarwal (DIN: 00022127), who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Mr. Dinesh Jankilal Khandelwal (DIN: 00052077), who retires by rotation and being eligible, offers himself for re-appointment.
6. To appoint **M/s. Banshi Jain & Associates**, Chartered Accountants, as the Statutory Auditors 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 the section 139(8) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), appointment of M/s. Banshi Jain & Associates, Chartered Accountants, (ICAI Registration No. FRN 100990W), who were appointed by the members as the Statutory Auditors of the Company w.e.f. 11th June, 2024 till the conclusion of this Annual General Meeting of the Company, to fill the casual vacancy caused by resignation of M/s. S. Rakhecha & Co., Chartered Accountants be and is hereby approved at such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), and pursuant to the recommendation of the Audit Committee and approval of the Board, M/s. Banshi Jain & Associates, Chartered Accountants, (ICAI Registration No. FRN 100990W) be and are hereby appointed as the Statutory Auditor of the Company, for a term of five consecutive years to hold the office from the conclusion of this 29th Annual General Meeting till the conclusion of the 34th Annual General Meeting of the Company at such remuneration as may be determined by the Board of Directors of the Company (including its committees thereof).

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary

or desirable for such purpose and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution including but not limited to determination of roles and responsibilities/ scope of work of the Statutory Auditors, negotiating, finalising, amending, signing, delivering, executing, the terms of appointment, any increase in remuneration including any contracts or documents in this regard, without being required to seek any further consent or approval of the members of the Company."

SPECIAL BUSINESS

7. Re-appointment of Mrs. Jeha Shah as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass, the following resolution as a Special Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and Articles of Association of the Company, Mrs. Jeha Shah (DIN: 02084144), who holds office as an Independent Director up to September 04, 2024 and who has submitted a declaration that she meets the criteria for independence as provided in the Act and Listing Regulations, and who is eligible for re-appointment and in respect of whom based on his evaluation of performance, the Nomination and Remuneration Committee has recommended her reappointment to the Board, be and is hereby re-appointed as an Independent Director, not liable to retire by rotation, for a further second term of 5 (Five) years with effect from September 05, 2024 up to September 04, 2029.

RESOLVED FURTHER THAT any Director and Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to above resolution."

8. To approve the acceptance of deposit from members pursuant to section 73 (2) of the Companies Act, 2013 read with Companies (Acceptance of deposits) Rules, 2014 and in this regard, to consider and if thought fit, to pass, the following resolution as a Special Resolution.

"RESOLVED THAT pursuant to section 73 (2) of the Companies Act, 2013 read with Companies (Acceptance of deposits) Rules, 2014, the Company shall accept or renew any unsecured deposits from its members, provided that the amount of such unsecured deposits together with the other such unsecured deposits outstanding as on the date of acceptance or renewal of such unsecured deposits shall not exceed 25% of the aggregate of the paid share capital and free reserves of the company.

RESOLVED FURTHER THAT Mr. Anil Mutha, Chairman or Mr. Subhash Agarwal, Whole Time Director be and is hereby authorised to do such acts, deeds and things in furtherance and implementation of the said resolution."

By Order of the Board

Place : Mumbai
Date : June 17, 2024

Sweta Jain
Company Secretary

Registered Office:
9/15 Bansilal Building, Office No. 29-32,
3rd Floor, Homi Modi Street,
Fort, Mumbai - 400023



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.
In compliance with the provisions of the Act, SEBI Listing Regulations and Secretarial Standards on General Meeting and MCA Circulars, the 29th Annual General Meeting of the Company is being held through VC/OAVM on Saturday August 17, 2024 at 10:00 a.m. (IST). The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company situated at 9/15 Bansilal Building, Office No. 29-32, 3rd Floor, Homi Modi Street, Fort, Mumbai - 400023.
2. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') setting out material facts concerning the business with respect to Item No. 7 & Item No. 8 forms part of this notice. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard - 2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure to this Notice.
3. Pursuant to the provisions of the act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA circulars through VC or OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed.
4. Body Corporate/Institutional Members are required to access the link <https://instavote.likintime.co.in> and upload a certified copy of the Board resolution/authority letter/power of attorney etc together with attested specimen signature of the duly authorised representative in PDF format, authorizing representative to attend the e-AGM through VC/OAVM and vote on their behalf through e-voting. The said resolution/ authorisation shall together with attested specimen signature of authorized representative in pdf format be sent to the scrutinizer by email at pcshahandco@gmail.com with copy marked to info@joindre.com.
5. As per the provisions under the MCA Circulars, Members attending the e-AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. In accordance with the aforesaid MCA Circulars and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of AGM along with Annual Report is being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s). Members may please note that the notice of AGM and the Annual Report 2023-24 will also be available on the website of the Company i.e. www.joindre.com; on the website of BSE Limited i.e. www.bseindia.com and on the RTA website <http://instameet.linkintime.co.in>
7. The Company has enabled the Members to participate at the 29th AGM through the VC/OAVM facility provided by M/s. Link Intime India Pvt. Ltd., The instructions for participation by Members are given in the subsequent paragraphs. The participation at the AGM through VC/OAVM shall be allowed on a first come first served basis. Up to 1000 members can join the e-AGM on "first-come first-served basis". The Members can join 15 minutes before the scheduled time of the commencement of the e-AGM by following the procedure mentioned in the notice.
No restrictions on account of "first-come first-served basis" entry into AGM in respect of large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Auditors etc.
8. In addition to the above and pursuant to Regulation 44(6) of SEBI Listing Regulations, the Company is also providing a live webcast of the proceedings of the AGM. The shareholders can visit <https://instameet.linkintime.co.in> and login through existing user id and password to watch the live proceedings of the 29th AGM on Saturday, 17th August, 2024 from 10:00 AM (IST) onwards.
9. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.
Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://www.joindre.com>.
10. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process of remote e-voting with necessary user id and password is given in the subsequent paragraphs.

Such remote e-voting facility is in addition to voting that will take place at the 29th AGM being held through VC/OAVM.

11. The Company has appointed Mr. Punit Shah, Sole Proprietor of M/s P. C. Shah & Co., Practicing Company Secretaries to act as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner
12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Nomination forms can be obtained from Depository Participants (DPs) in respect of their holdings in electronic form and from LinkIntime in respect of their holding in physical form
13. The Register of Members and Share Transfer Register of the Company will remain closed from Sunday 11th August, 2024 to Saturday, 17th August, 2024 both the days inclusive for determining the names of members eligible for dividend on equity shares, if declared at the AGM.
14. In case of dividend as recommended by the Board is declared at the AGM, payment of such dividend will be made on or before on or before 14th September, 2024 to those members whose names appear as Beneficial Owners in the Register of Beneficial Owners as on the Record Date i.e. 10th August, 2024.
15. SEBI vide its circular dated November 03, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023 and November 17, 2023 has mandated that with effect from April 01, 2024 dividend to shareholders holding shares in physical form shall be paid only through electronic mode. Such payment shall be made only if the folio is KYC complaint i.e. the details of PAN, choice of nomination, contact details, mobile no. complete bank details and specimen signatures are registered.

In case of non-updation of PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend / interest etc. shall be paid upon furnishing all the aforesaid details in entirety.

To receive the dividend on time, Members holding shares in physical form should be KYC complaint and receive the dividends directly in their bank accounts through Electronic Clearing Service or any other means. Members are requested to send the following documents to our RTA - Link Intime India Private Limited, so as to reach the RTA before the record date i.e. August 10, 2024.

- a. Form No. ISR-1 duly filled and signed by the holders stating their name, folio number, complete address with pin code, and the following details relating to the bank account in which the dividend is to be received:
 - i. Name of Bank and Bank Branch;
 - ii. Bank Account Number & Type allotted by your bank after implementation of Core Banking Solutions;

- iii. 11 digit IFSC Code; and
- iv. 9 digit MICR Code.

- b. Original copy of cheque bearing the name of the Member or first holder, in case shares are held jointly;
- c. Self-attested copy of the PAN Card of all holders; and
- d. Self-attested copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.
- e. Form ISR2 duly filled signed. The signature of holders should be attested by the Bank Manager
- f. Form SH 13 - Nomination form or ISR3 - to opt out from Nomination

The above Investor Service Request Forms (ISR) are available at RTA's website at <https://www.linkintime.co.in> 'Resources' Downloads 'KYC' Formats for KYC

Further, SEBI has vide the circular dated March 16, 2023 mandated Registering of details like PAN, email address, mobile number, bank account details, Signature and nomination by holders of physical securities; and in case of non-updation of PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend/interest etc. shall be paid only through electronic mode with effect from April 01, 2024 upon furnishing all the aforesaid details in entirety.

16. Members are requested to note that, dividends which remain unclaimed/unpaid for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in. It may be noted that once the unclaimed dividend is transferred to IEPF as above, no claim shall rest with the Company in respect of such amount.
17. Regulation 40 of the SEBI Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its circular dated January 25, 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/ consolidation of share certificates, etc. In view of this, Members holding

shares in physical form are requested to submit duly filled Form ISR-4 for the abovementioned service requests. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company or Company's Registrars and Transfer Agents, Link Intime India Private Limited ("LinkIntime") for assistance in this regard.

18. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participant (DP) for receiving all communications including Annual Report, Notices, and Circulars etc. electronically in case the shares are held by them in electronic form and with Link Intime in case the shares are held by them in physical form

19. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held by them in electronic form and to LinkIntime in case the shares are held by them in physical form.

Members holding shares in physical form who have not registered their email addresses with the Company can get their email addresses registered by clicking on the link: https://web.linkintime.co.in/EmailReg/Email_Register.html on the website web.linkintime.co.in at the Investor Services tab by choosing the e-mail registration heading and update their details such as Name, Folio number, Certificate number, PAN, mobile number and email id by uploading scanned copy of share certificate (front and back) in pdf or jpeg format (upto 1MB).

20. Members are requested to:

i) Register their email ID and Bank Account details:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

The company has made arrangement with LinkIntime for registration of email, bank account mandate etc.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

a) Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit.

b) In the case of Shares held in Demat mode:

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

ii) Quote ledger folio numbers in all their correspondence.

iii) Get the multiple folios consolidated and also get the shares transferred in joint names if they are held in single name to avoid inconvenience in future.

iv) Write at least 10 days prior to the date of AGM, any information or documents which they desire, to enable the management to keep the information ready. Members may also email their queries at the email address: info@joindre.com

21. In terms of Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72 dated June 08, 2023 issued by the Securities and Exchange Board of India (SEBI) titled Online processing of investor service requests and complaints by RTAs, M/s. Link Intime India Private Limited, Registrar and Share Transfer Agent has launched an Investor Self-Service Portal known as 'SWAYAM'. 'SWAYAM' is a secure, user-friendly web-based application, that empowers shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal. This application can be accessed at <https://swayam.linkintime.co.in>.

Following are the features of SWAYAM:

- o Effective Resolution of Service Request -Generate and Track Service Requests/Complaints through SWAYAM.
- o Features - A user-friendly GUI.
- o Track Corporate Actions like Dividend/Interest/Bonus/ split.
- o PAN-based investments - Provides access to PAN linked accounts, Company wise holdings and security valuations.
- o Effortlessly raise request for Unpaid Amounts.
- o Self-service portal - for securities held in demat mode and physical securities, whose folios are KYC compliant.
- o Statements - View entire holdings and status of corporate benefits.
- o Two-factor authentication (2FA) at Login - Enhances security for investors.

22. Voting through electronic means

i) The remote e-voting period commences on **Wednesday, 14th August, 2024 (10:00 a.m. IST)** and ends on **Friday, 16th August, 2024 (5:00 p.m. IST)**. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Saturday, 10th August, 2024** may cast their vote electronically. The remote e-voting

module shall be disabled by Link Intime India Private Limited, e-voting platform for voting thereafter.

- ii) The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 10th August, 2024 being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice.
- iii) In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
- iv) Members joining the AGM through VC/OAVM, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM, may also join the AGM through VC but shall not be entitled to cast their vote again.
- v) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, would first unblock the e-voting at the meeting, thereafter unblock the votes cast through remote e-voting and make within a period not exceeding two (2) days from the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any and submit forth with to the Chairman of the Company or a person authorized by him in writing who shall countersign the same.
- vi) The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.joindre.com and on the website of Link Intime India Private Limited, immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE"), where the shares of the Company are listed.
- vii) The Resolution shall be deemed to be passed on the date of AGM i.e. Saturday, 17th August, 2024 subject to receipt of sufficient votes.
- viii) Pursuant to the provisions of the SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 and Regulation 44 of the Listing Regulations, listed entities are required to provide Remote e-Voting facility to its Shareholders, in respect of all Shareholders' Resolutions. However, it has been observed that the participation by the Public Non-institutional Shareholders/ Retail Shareholders are at a negligible level. Currently, there are multiple e-Voting service providers ("ESPs") providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the Shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication

but also enhancing ease and convenience of participating in e-Voting process.

The instructions for shareholders voting electronically and joining the e-AGM are as under:

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-voting".
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

User not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nsdl.com/>
- b) Click on the "Login" tab available under 'Shareholder/ Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL:**METHOD 1 - From Easi/Easiest****Users who have registered/ opted for Easi/Easiest**

- a) Visit URL: <https://web.cds7lindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users not registered for Easi/Easiest

- a) To register, visit URL: <https://web.cds7lindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cds7lindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through "e-voting" tab under Stocks option.

- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on "**Sign Up**" under '**SHARE HOLDER**' tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.

* Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

* Shareholders holding shares in **NSDL form**, shall provide 'D' above

❖ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

❖ Click "confirm" (Your password is now generated).

3. Click on 'Login' under 'SHARE HOLDER' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.

2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on '**No**' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Corporate Body / Custodian / Mutual Fund"):

STEP 1 - Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under "Corporate Body/ Custodian/ Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 - Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on "Investor Mapping" tab under the Menu Section
- c) Map the Investor with the following details:
 - a. 'Investor ID' -
 - i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - b. 'Investor's Name' - Enter full name of the entity.
 - c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.
 - d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/ Power of Attorney shall be - DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the "Report Section".

STEP 3 - Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on 'Votes Entry' tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of InstaVote before the start of remote evoting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select '**View**' icon for '**Company's Name / Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on :- Tel: 022 - 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password ?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders ("Corporate Body/ Custodian/ Mutual Fund") has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on 'Login' under 'Corporate Body/ Custodian/ Mutual Fund' tab and further Click 'forgot password?'
- o Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Process and manner for attending the General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on "**Login**".

Select the "**Company**" and '**Event Date**' and register with your following details :-

- A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - o Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - o Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - o Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company
- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
- C. Mobile No.:** Enter your mobile number.
- D. Email ID:** Enter your email id, as recorded with your DP/Company.
- ❖ Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you

wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.

6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Guidelines to attend the AGM proceedings of the Company through InstaMeet of Link Intime India Pvt Ltd

For smooth experience of viewing the AGM proceedings of the Company through InstaMeet of Link Intime Pvt Ltd., shareholders/members who are registered as speakers for the event are requested to download and install the Webex application in advance by clicking on the link: <https://www.webex.com/downloads.html/>



EXPLANATORY STATEMENT

The Statement under section 102 of the Companies Act, 2013

Item No. 6: To appoint M/s. Banshi Jain & Associates, Chartered Accountants, as the Statutory Auditors of the Company.

This explanatory statement is in terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), however, the same is strictly not required as per Section 102 of the Act.

The members, via postal ballot through the e-voting process, results of which were announced on June 11, 2024, approved the appointment of M/s. Banshi Jain & Associates (Firm Registration No.: 100990W) as Statutory Auditors of the Company, to fill in the casual vacancy caused on account of resignation of M/s. S. Rakhecha & Co., Chartered

Accountants, M/s. Banshi Jain & Associates shall hold office until the conclusion of the 29th AGM. After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on June 17, 2024, proposed the re-appointment of M/s. Banshi Jain & Associates (Firm Registration No.: I00990W), as the Statutory Auditors of the Company, for a term of five consecutive years from the conclusion of twenty ninth AGM till the conclusion of thirty-fourth AGM of the Company to be held in the year 2029, at a remuneration as may be mutually agreed between the Board of Directors and Statutory Auditors.

In accordance with regulation 36 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the disclosures in respect of appointment / re-appointment of statutory auditors are given below:

Sr. No.	Particulars	Disclosure
1.	Name of Firm of Auditors	M/s. Banshi Jain & Associates (FRN: 100990W)
2.	Proposed Fees payable	Rs. 7,75,000/- plus applicable taxes and out of pocket expenses incurred by them. Besides the audit services, the Company would also obtain certifications from the statutory auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the audit committee.
3.	Terms of appointment	Will hold office for a term of five consecutive years from the conclusion of twenty ninth AGM till the conclusion of thirty-fourth AGM of the Company to be held in the year 2029.
4.	In case of new auditor any material change in the fee payable to such auditor from that paid to outgoing auditor along with rationale for such change.	NA
5.	Basis for recommendation for appointment including the details in relation to and credentials of the statutory auditor proposed to be appointed.	<p>M/s. Banshi Jain & Associates have confirmed that they are not disqualified to be appointed as statutory auditors in terms of Section 139, Section 141 and various provisions of Companies Act, 2013 and the rules made thereunder. Their appointment, if made, will be within the limit specified under Section 144 of the Companies Act, 2013</p> <p>M/s. Banshi Jain & Associates holds a valid Peer Review certificate issued by the Institute of Chartered Accountants of India as required under Regulation 33 (1) (a) of SEBI Listing Regulations.</p> <p>The Audit Committee reviews the independence of the statutory auditors and the effectiveness of the audit process.</p> <p>Recommendation has been received from the Audit Committee and Board of Directors at the meeting held on 17th June, 2024 respectively.</p> <p>Profile of M/s. Banshi Jain & Associates: M/s. Banshi Jain & Associates (BJAA) is a distinguished firm of Chartered Accountants, established in 1975. Specializing in assurance, tax, and financial advisory services, BJAA offers expertise in areas such as assurance advisory, corporate and international tax, indirect tax, transaction advisory, start-up advisory, and FEMA regulatory services. With offices in Mumbai, Raipur, and Jodhpur, BJAA serves a diverse clientele with tailored solutions and expert guidance, ensuring compliance and excellence in financial management.</p> <p>M/s. Banshi Jain & Associates, Chartered Accountants, has subjected themselves to peer review process of Institute of Chartered Accountants of India and holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.</p>

Banshi Jain & Associates have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members. None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution set out at Item No. 6 of the Notice.

Item No. 7: Re-appointment of Mrs. Jeha Shah, as an Independent Director

Mrs. Jeha Shah (DIN: 02084144) was appointed as an Independent Director of the Company by the Members of the Company at their 25th Annual General Meeting held on 19th September, 2020, for a period of five years from September 05, 2019 upto September 04, 2024.

In terms of Sections 149(10) and 149(11) of the Act, an Independent Director can hold office for a maximum two terms of up to five years each on the Board of Company, and is eligible for re-appointment on passing of a special resolution by the Company after the first term.

Based on an evaluation of the balance of skills, knowledge and experience on the Board and further, on the report of performance evaluation, the external business environment, business knowledge, skills, experience and the substantial contribution made by her during her tenure and considering that the continued association of Mrs. Jeha Shah as an Independent Director of the Company would be beneficial to the Company, NRC and the Board at their meetings held on 17th June, 2024 has approved the re-appointment and recommended the same for further approval to the Members of the Company.

She has confirmed that she is in compliance with Rules 6(1) and 6(2) of the Appointment Rules, with respect to the registration with the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mrs. Jeha Shah has given her declaration to the Board, inter alia, that,

- (i) she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations,
- (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority,
- (iii) is eligible to re-appointed as a Director in terms of Section 164 of the Act and
- (iv) she has also given his consent to act as a Director.

In the opinion of the Board, Mrs. Jeha Shah is a person of integrity, fulfills the conditions specified in the Act and the Rules made thereunder read with the provisions of the Listing Regulations, each as amended, and is independent of the management of the Company.

In accordance with Section 150 (2) of the Companies Act, 2013, the aforesaid facts constitutes sufficient justification for re-appointment of Ms. Jeha Shah as an Independent Director.

The required details as per the Secretarial Standards ('SS-2') and Regulation 36(3) of the SEBI (LODR) Regulations 2015, is annexed to this Notice. The brief profile of Ms. Jeha Shah is given below:

Jeha Shah serves as a Director at Joindre Capital Services Limited and Shubhkamana Mercantiles Pvt. Ltd. With over six years of experience in interior decorating and design, Jeha brings a unique blend of creativity and strategic vision to her roles. Her expertise in aesthetics and functional design has been instrumental in enhancing the work environments and operational efficiency of the companies she is associated with. Jeha's innovative approach and dedication to excellence make her a valuable asset to Joindre Capital Services Limited.

The Letter of Appointment containing terms and conditions of re-appointment of the said Independent Director shall be open for inspection on all working days at the Registered Office of the Company, except Sundays and Public Holidays, between 11:00 a.m. and 6:00 p.m. till the date of AGM

Other than Mrs. Jeha Shah, who is concerned or interested in the resolution relating to her re-appointment, none of the Directors or Key Managerial Personnel of the Company and their respective relatives are concerned or interested in the resolution set out at Item No.7 of the accompanying Notice.

The Board recommends the Resolution at Item No.7 of the accompanying Notice for approval by the Members of the Company.

Item no. 8: To approve the acceptance of deposit from members

In terms of section 73 (2) of the Companies Act, 2013 read with Companies (Acceptance of deposits) Rules, 2014, A Company may accept deposits from its members on such terms and condition as specified in the section and by passing the special resolution at general meeting.

In order to augment resources for, inter-alia, short-term working capital and for general corporate purposes, the Company may accept deposits from members upto 25% of its paid-up share capital and free reserves. The Board of Director is of opinion that the resolution is in the best interest of the Company.

The resolution has accordingly been proposed for the approval of the members pursuant to Section 73 (2) of the Companies Act, 2013. All the Directors of the Company may be deemed to be interested in the resolution to the extent of their shareholdings in the Company.

By Order of the Board

Place : Mumbai
Date : June 17, 2024

Sweta Jain
Company Secretary

Registered Office:
9/12, Bansilal Building, Office No. 29-32,
3rd Floor, Homi Modi Street,
Fort, Mumbai 400023



ANNEXURE TO THE NOTICE

Particulars	Item No. 4	Item No. 5	Item No. 7
Name of the Director	Subhash Agarwal	Dinesh Khandelwal	Jeha Shah
DIN	00022127	00052077	2084144
Date of Birth	21-03-1957	30-06-1962	30-11-1973
Nationality	Indian	Indian	Indian
Date of appointment on Board	21-03-1995	10-05-1995	05-09-2019
Qualification	B.Com, A.C.A	B.Com	SSC
Expertise in specific functional area	38 years' experience in capital market	36 years' experience in capital market	6 years' experience in Interior Decorators and Designing
Terms and Conditions of re-appointment	Re-appointed as Director liable to retire by rotation	Re-appointed as Director liable to retire by rotation	Re-appointed as Independent Director for 2 nd Term of consecutive 5 years effective September 05, 2024
Remuneration last drawn (including sitting fees, commission if any)	The remuneration details are mentioned in Board's Report and Report on Corporate Governance forming part of Annual Report of the Company	The remuneration details are mentioned in Board's Report and Report on Corporate Governance forming part of Annual Report of the Company	The sitting fees details are mentioned in Report on Corporate Governance forming part of Annual Report of the Company
Remuneration proposed to be paid	As per existing approved terms and conditions	As per existing approved terms and conditions	Sitting fees as approved by the Board of Directors.
Shareholdings in Joindre Capital Services Ltd.,	565450	771600	Nil
In case of Non-Executive Director the shareholding including shareholding as Beneficial Owner.	NA	NA	NA
Directorship (excluding foreign, private and Section 8 Companies)	Brig Resolution Services Private Limited	Nil	Shubhkamana Mercantiles Pvt. Ltd.
Committee Memberships	Audit Committee, Stakeholders Relationship Committee.	Stakeholders Relationship Committee	Nil
Relationships with other Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the board attended during the financial year (2023-24)	5/5	5/5	5/5
Directorships in other Public Limited Companies along with listed entities from which the person has resigned in the past three years.	Nil	Nil	Nil
Memberships of Committees in other Public Limited Companies (includes only Audit & Shareholders / Investors Grievances Committee)	Nil	Nil	Nil
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	NA	NA	Refer Item No. 7 of the Explanatory Statement to the Notice.