



8th August 2024

Listing Department BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai- 400001	Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051
Scrip Code: 500280	Symbol: CENTENKA

Dear Sir/Madam,

Sub: Notice of 58th Annual General Meeting ('AGM') of Century Enka Limited ("the Company")

Pursuant to Regulation 30 read with Para A of Part A of Schedule III and Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith, Notice of the 58th Annual General Meeting of the Company scheduled to be held on Friday, 30th August 2024 at 2:30 p.m. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

The Notice of 58th AGM is also available on the Company's website i.e., www.centuryenka.com.

This for your information and record.

Thanking You,

Yours faithfully

For Century Enka Limited

(Rahul Dubey)
Company Secretary
FCS 8145



CENTURY ENKA LIMITED

Registered Office: Plot No. 72 & 72-A, MIDC, Bhosari, Pune - 411 026

CIN: L24304PN1965PLC139075

Tel. No. 020-66127304 / 300

Website: www.centuryenka.com • E-mail: cel.investor@adityabirla.com

NOTICE OF THE 58TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 58th Annual General Meeting (AGM) of the shareholders of Century Enka Limited ('the Company') will be held on Friday, 30th August 2024 at 2:30 PM (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') to transact the following businesses:

ORDINARY BUSINESS

1. Adoption of Audited Financial Statements

To receive, consider and adopt:

- the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2024 and the Reports of Directors' and Auditors' thereon.
- the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2024 and the Reports of Auditors' thereon.

2. Declaration of Dividend

To declare dividend on equity shares of the Company for the financial year ended 31st March 2024.

SPECIAL BUSINESS

3. To appoint a Director in place of Mrs. Rajashree Birla (DIN: 00022995) who retires from office by rotation, and being eligible, offers herself for re-appointment

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

"RESOLVED THAT pursuant to Section 152 and all other applicable provisions, if any, of the Companies Act, 2013, ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and the Articles of Association of the Company and Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") (including any statutory modification(s) or amendments(s) or re-enactment(s) thereof, for the time being in force), consent of the members of the Company be and is hereby accorded to the re-appointment of Mrs. Rajashree Birla (DIN: 00022995), who has attained the age of seventy-eight (78) years, and retires from office by rotation and being eligible for re-appointment, be and is hereby accorded as a Director of the Company, liable to retire by rotation."

4. Appointment of Mr. Ravindra Kastia (DIN: 00528025) as an Independent Director of the Company

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 read with the Companies (Appointment and Qualification

of Directors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or amendments(s) or re-enactment(s) thereof, for the time being in force), and Regulations 16, 25 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time and the Articles of Association of the Company and subject to all other approvals, as may be required, based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Ravindra Kastia (DIN: 00528025), who meets the criteria for independence as provided in the Act and the Listing Regulations, has submitted the declaration and in respect of which the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, being eligible, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years w.e.f. 1st November 2024."

5. Payment of Commission to Directors

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

"RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s), amendment(s), substitution(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to pay remuneration by way of commission to its Directors, other than the Directors in the whole-time employment of the Company, at a rate not exceeding 1% (one percent) of the net profits of the Company in each year, computed in accordance with the provisions of Sections 197 and 198 of the Companies Act, 2013 and other relevant provisions of the said Act and other applicable laws, if any, as the Board of Directors may, from time to time fix within the limit of 1% (one percent) for each year and the same be divided amongst them in such manner as the Board of Directors may, from time to time fix in that behalf for each year.

RESOLVED FURTHER THAT this resolution shall become effective for a period of five years w.e.f. 1st April 2024 to 31st March, 2029."

6. Ratification of Remuneration of Cost Auditors for the financial year ended 31st March 2025

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendments(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹3,50,000/- (Rupees Three lakhs fifty thousand only) plus goods and services tax as applicable and reimbursement of out-of-pocket expenses for the financial year ended 31st March 2025 payable to M/s Dhananjay V. Joshi & Associates, Cost Accountants, (Registration No. 000030) appointed as the Cost Auditors of the Company by the Board of Directors of the Company to conduct audit of the cost records of the Company, be and is hereby ratified.”

By Order of the Board of Directors
For Century Enka Limited

Rahul Dubey

Company Secretary

Membership No.: F8145

Place: Mumbai

Date: 16th May 2024

NOTES:

1. Ministry of Corporate Affairs (MCA) has vide its General Circular No. 09/2023 dated 25th September, 2023 along with other relevant General Circulars issued by the Ministry of Corporate Affairs ('MCA') (hereinafter referred to as 'MCA Circulars') from time to time permitted the Companies whose AGMs are due in the year 2024, to conduct their AGMs up to 30th September, 2024 through VC/OAVM, without the physical presence of the members at a common venue and also provided relaxation from dispatching of physical copies of Notice of AGM and Financial Statements for the year 2024.
Securities and Exchange Board of India (SEBI) vide its circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 provided relaxation up to 30th September, 2024. relating to the requirements specified in Regulation 36(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') which requires sending hard copy of the Annual Report containing salient features of all the documents prescribed in Section 136 of the Companies Act, 2013 ('Act') to the Shareholders who have not registered their email addresses. In compliance with the MCA Circulars and SEBI Circular, the AGM of the members of the Company is being held through VC/OAVM.
2. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ('Act') in respect of businesses, set out at item no. 3, 4 and 5 of the Notice is annexed hereto and forms part of this Notice.
3. The relevant details under Regulation 36(3) of the SEBI Listing Regulations and other requisite information as per clause 1.2.5 of Secretarial Standard - 2 on General Meetings in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms part of this Notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
4. 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.

5. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and the proxy need not be a member of the company. Since this AGM is being held through VC/OAVM under the framework of MCA circulars where physical presence of members has been dispensed with. Accordingly, pursuant to the MCA circulars, the facility of appointment of proxy will not be available for this AGM and hence, the proxy form and attendance slip are not annexed hereto.
6. In accordance with the Secretarial Standard-2 on General Meetings issued by the ICSI read with Clarification/Guidance applicable to Secretarial Standards-1 and 2 issued by the ICSI, the proceedings of the AGM through VC/OAVM shall be deemed to be conducted at the Registered Office of the Company at Plot No. 72 & 72-A, MIDC, Bhosari, Pune - 411 026.
7. Institutional/ Corporate Shareholders (i.e., other than individuals, HUF, NRI etc.) intending to authorize their representatives to attend the AGM are requested to email a certified copy of Board Resolution or governing body resolution/authorization etc., authorizing their representatives to attend the AGM through VC / OAVM and vote on their behalf to the Scrutinizer at e-mail address chetan.maru@mantrimaru.com with a copy marked to evoting@nsdl.com.
8. Since this AGM will be held through VC / OAVM, the route map is not annexed to the Notice.
9. 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 Act.
10. The facility of casting votes by a member using remote e-voting system as well as at AGM will be provided by National Securities Depository Limited ('NSDL'). The detailed instructions for casting vote are mentioned hereinafter under the head "Instructions for members for remote E-voting and joining General Meeting."
11. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the financial year ended on 31st March 2024 is being sent only through electronic mode to those members whose email addresses are registered with the Company's Registrar and Share Transfer Agent M/s. Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikroli (West), Mumbai-400083 ('R & T Agent') / Depositories, unless any member has requested for a physical copy of the same. Members may note that the Notice and Annual Report for the financial year ended on 31st March 2024 will also be available on the Company's website i.e., www.centuryenka.com, websites of the Stock Exchanges i.e., BSE Limited & the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com>.

12. The Register of Members and Share Transfer Register of the Company will remain closed from Wednesday, 21st August 2024 to Thursday, 22nd August 2024 (both days inclusive) on account of dividend payment.
13. The payment of dividend, if declared at the AGM, will be made, subject to deduction of tax at source at the prescribed rate to those shareholders whose names shall appear on the Company's Register of Members on Thursday, 22nd August 2024, or to their nominees. In respect of shareholding in dematerialized form, dividend will be paid to the beneficial owners as per details to be furnished by the Depositories for the purpose of payment of dividend. Payment of Dividend will be through National Electronic Clearing Services (NECS) / Electronic Clearing Services (ECS) or such other electronic mode as the case may be on or after Tuesday, the 3rd September 2024.
- SEBI vide its circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June, 2024 for the ease of compliance and investor convenience, has stated that Securityholders holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as well as to lodge grievance or avail any service request from the RTA even if 'choice of nomination' is not submitted by these security holders. However, the securityholders are encouraged to update 'choice of nomination' for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in the securities market.
14. Pursuant to Regulation 40 of the Listing Regulations, as amended from time to time, securities of listed companies can be transferred only in dematerialized form with effect from, 1st April 2019. Further, SEBI vide its notification dated 24th January 2022 mandated that all requests for transmission or transposition of securities held in physical or dematerialized form shall be effected only in dematerialized form, with effect from 24th January 2022.
- Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.
- In view of above and to eliminate all risks associated with physical shares and for avail various benefits of dematerialization, members holding shares in physical form are advised to dematerialize the shares held by them. Members can contact the Company or the R & T Agent for assistance in this regard. The process for conversion of physical shares into demat is provided on the website of the Company at www.centuryenka.com. The details of registered depository participants (DP) are available on the website of the SEBI as well as on the website of the NSDL & CDSL.
15. To support the 'Green Initiative', members who have not yet registered their email addresses are requested to register the same with their DP, in case the shares are held by them in electronic form and with R & T Agent, in case the shares are held by them in physical form along with registration of KYC details and nomination.
16. All holders of physical securities of the Company are mandatorily required to furnish the KYC documents i.e., PAN (linked with Aadhaar), Contact details (postal address, mobile number and e-mail id), Bank Account details, Specimen Signature and Nomination/Opt-out Nomination, if not available in the records, to the Company's R & T Agent. SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023 has done away with the provisions regarding freezing of folios and referral of folios by RTA / Company to administering authority.
17. Shareholders who are holding shares in physical form are also requested to notify any changes in the KYC information by furnishing the KYC documents.
18. The shareholders holding the unexchanged share certificates shares in physical forms are requested to exchange with the new share certificate with the Company. Further, the Company pursuant to Regulation 39 read with Schedule VI of the SEBI Listing Regulations will initiate process to sent a reminder to the Shareholders to claim unexchanged/undelivered share certificates lying with the Company failing which the unclaimed/unexchanged share certificates lying in physical form shall be transferred in dematerialised form for being held in Unclaimed Suspense Account.
19. In terms of provisions of Section 72 of the Act, nomination facility is available to individual shareholder. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 to R & T Agent. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 (Opt-Out Nomination) or SH-14 (Cancellation or Variation of Nomination), as the case may be. The said forms can be downloaded from the Company's website www.centuryenka.com. Members, who are holding shares in dematerialized form are requested to contact their DP for this purpose.
20. Members holding shares in physical form, in identical order of names, in more than one folio, are requested to send to the Company or / R & T Agent, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022.
21. In case of joint holders attending the meeting, only such joint holder whose name appears as the first holder in the order of names will be entitled to vote during the AGM.
22. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before Monday, 19th August 2024 through email on cel.investor@adityabirla.com. The same will be replied by the Company suitably.
23. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are

interested under Section 189 of the Act, the Register of Charges as maintained under Section 85 of the Act and other relevant documents referred to in this Notice will be available electronically for inspection by the members during the 58th AGM.

Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to cel.investor@adityabirla.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID & client Id and Number of shares held during business hours on all working days, up to the date of 58th AGM.

24. It is observed that few members have still not surrendered their old Share Certificates for Equity Shares of Rs.100/- each for exchange with the new Share Certificates for Equity Shares of Rs.10/- each. They are once again requested to surrender the old Share Certificates for Equity Shares of Rs.100/- each at the Registered Office of the Company so as to enable the Company to do the needful.
25. Those members who have not encashed dividend warrant for the financial years 2016-17 to 2022-23 may return the time barred dividend warrant or write to R & T Agent, for payment of dividend by furnishing KYC documents including bank details. Members who have not encashed dividend warrant for the financial year 2016-17 shall return the time barred dividend warrant before 1st August 2024 for payment of dividend:
 - (i) The unclaimed dividend upto financial years 1995-96 have been transferred to the General Revenue Account of the Central Government in terms of the provisions of Section 205A of the Companies Act, 1956. Those shareholders who have so far not claimed their dividend for the financial years upto 1995-96 may claim their dividend from the Registrar of Companies, Maharashtra, Pune by submitting an application in the prescribed form.
 - (ii) Pursuant to Section 205A and 205C and other applicable provisions of the Companies Act, 1956, unclaimed dividend for the financial year 1996-97 to 2008-09 have already been transferred to Investor Education and Protection Fund (IEPF).
 - (iii) Pursuant to Section 124 and 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), effective from 7th September 2016, Unclaimed dividend for financial years 2009-10 to 2015-16 have been transferred to Investor Education and protection Fund (IEPF). Unclaimed dividend for the financial year 2016-17 and thereafter which remains unpaid or unclaimed for a period of seven years will be transferred to IEPF. Accordingly, unclaimed dividend for the financial year 2016-17 will be due for transfer to the IEPF on Friday, 6th September 2024.
26. Pursuant to the provisions of Section 124(6) of the Act and the IEPF Rules as amended from time to time, shares in respect of which dividends have not been encashed for seven consecutive years or more are required to be transferred to IEPF.

The Company, in compliance with the aforesaid rules, has sent individual notices on 14th May 2024 to those members

whose shares are liable to be transferred to IEPF intimating them particulars of equity shares due for transfer and has also published a notice in newspaper in English and regional language i.e., Marathi, on 15th May 2024. The Company has also uploaded the details of such unclaimed/unpaid dividend and the related shares due for transfer on the website of the Company i.e., www.centuryenka.com. Concerned shareholders are requested to claim the unpaid/unclaimed dividend by Thursday, 1st August, 2024, well before the due date i.e., Friday, 6th September 2024. If unclaimed dividends are not claimed by the shareholders on or before the date specified above, shares in respect of such unclaimed dividends will be transferred to IEPF. It may be noted that no claim shall lie against the Company in respect of shares so transferred to IEPF. Upon transfer, the shareholders can claim these equity shares only from the IEPF authority as per the procedure prescribed under IEPF Rules, the details of which are available at www.iepf.gov.in. The Shareholders are requested to complete their KYC for this purpose. The forms for updation of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI circulars are available on Company's website i.e. www.centuryenka.com.

27. Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders w.e.f. 1st April 2020, and the Company is required to deduct tax at source from the dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with R & T Agent (in case of shares held in physical mode) and DP (in case of shares held in electronic mode).

A Resident Individual shareholder having PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to cel.investor@adityabirla.com by Tuesday, 20th August 2024. Shareholders are requested to note that if their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under a tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment, Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F and any other document which may be required to avail the tax treaty benefits. For this purpose, the shareholders may mail the above documents to cel.investor@adityabirla.com. The aforesaid declarations and documents need to be submitted by the shareholders by Tuesday, 20th August 2024.

28. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address and demise of any member as soon as possible. SEBI has made it mandatory for all companies to use the bank account details furnished by the Shareholders/Depositories for depositing of dividends. Members can register/update the contact details through Form ISR-1 and Bank Details through ISR-2. Members are also advised not to leave their demat account(s) dormant for a long period. Statement of holdings should be obtained

periodically from the concerned DP and holdings should be verified from time to time.

29. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated 31st July, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated 4th August, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated 31st July, 2023 (updated as on 11th August, 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 viz. www.centuryenka.com.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3

The shareholders at the 54th Annual General Meeting held on 13th August, 2020 had accorded their consent to the reappointment of Mrs. Rajashree Birla (DIN: 00022995) by way of Special resolution for the continuation of holding of the office of Non-Executive Director of the Company after completing the age of 75 years.

Pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), effective from 1st April 2019, the listed entities to obtain approval of members by way of a Special Resolution to appoint or continue the directorship of Non-Executive Director who has attained the age of 75 years.

Accordingly, a Special Resolution is being proposed to be passed by the members for reappointment of Mrs. Rajashree Birla (DIN: 00022995), who has attained the age of seventy-eight (78) years, and who retires by rotation and being eligible, offered herself for reappointment.

Mrs. Rajashree Birla is on the Board of Grasim Industries Limited, Hindalco Industries Limited, Ultra Tech Cement Limited, Century Textiles and Industries Limited, Piloni Investment & Industries Corporation Limited and various national and international Aditya Birla Group of Companies.

Mrs. Rajashree Birla, Chairperson of the FICCI - Aditya Birla CSR Centre for Excellence, Habitat for Humanity (India) and is on the Board of the Asia Pacific Committee as well as Habitat's Global Committee. She is the Chairperson of FICCI's first ever Expert Committee on CSR. She is on the Board of BAIF Development Research Foundation, Pune and also served on the Board of Directors of the CSR Committee of SBI Foundation and is a Trustee of the Gujarat Vidyapith. As a patron of arts and culture, she is the President of the "Sangit Kala Kendra", a Centre for performing arts, as well as the INT-ABCPA (Indian National Theatre-Aditya Birla Centre for Performing Arts).

In recognition of the exemplary work done by Mrs. Rajashree Birla, leading national and international organisations have showered accolades upon her. Among these the most outstanding one has been that of the Government of India which bestowed the "Padma Bhushan" Award in 2011 on Mrs. Rajashree Birla in the area of "Social Work". At the G20 EMPOWER Meet in Ahmedabad, the G20 EMPOWER Award

for 'Lifetime Achievement' was conferred upon Mrs. Rajashree Birla. Another prestigious award accorded is BRICS 'Living Legend and Icon for Community Excellence and Lifetime Achievement Award', bestowed upon her by the erstwhile President, Mr. Ram Nath Kovind.

She was honoured with the "Polio Eradication Champion" Award by the Government of India. The "Global Golden Peacock Award for CSR" was conferred upon her by Dr. Ola Ullsten, the Former Prime Minister of Sweden in Portugal. Among other distinctive awards, feature the Economic Times' prestigious Award: Corporate Citizen of the Year, twice in a decade, first in 2003 and again in 2012; the All-India Management Association's "Corporate Citizen of the Year Award", the IOD's "Distinguished Fellowship Award" and the "FICCI FLO Golden Laurel Award".

Mrs. Rajashree Birla has attended 3 (three) Board Meetings during the financial year 2023-24.

The remuneration paid to Mrs. Rajashree Birla in the financial year 2023-24 was sitting fees for attending Board Meetings and commission, both amounting to ₹8,25,000/-.

Mrs. Rajashree Birla is being interested in the resolution set out at Item No. 3 of the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested financially or otherwise, in the resolution.

The Board of Directors commends the Special Resolution set-out at item No. 3 of the Notice for approval of the Members.

Item No. 4

The Board of Directors, pursuant to the recommendation of the Nomination & Remuneration Committee in its meeting held on 16th May 2024, has proposed to the Members, appointment of Mr. Ravindra Kastia (DIN: 00528025) as an Independent Director of the Company, not liable to retire by rotation, who shall hold office for first term of 5 years w.e.f. 1st November 2024.

The Company has received notice in writing from a Member under section 160 of the Companies Act, 2013 ("the Act") proposing the candidature of Mr. Ravindra Kastia (DIN: 00528025) for the office of Director of the Company.

Brief details of Mr. Ravindra Kastia are hereunder:

Mr. Ravindra Kastia (69 years), is the Founder of RJK Business Advisory; a boutique advisory in the niche areas of Business Strategy & Performance Improvement, based Nariman Point, Mumbai.

He was a member of the Global Leadership Team (amongst top 10 leaders) of the Aditya Birla Group (ABG) till 2013, a multinational conglomerate and one of the largest business houses in India. He has over 43 years of experience across various sectors and has been with ABG in key capacities for over 20 years, the last nine years as part of the global leadership team. In his various leadership positions, he has built and institutionalized systems, created high performance cultures, and balanced diverse stakeholder interests through good corporate governance. He has played an integral part in the successful restructuring and growth of ABG from USD 3 to 40 billion.

He is a Chartered Accountant, a Company Secretary, and holds an MBA and has a diploma in Labour Law. He is also an Advanced Management Program graduate of Harvard Business School, a Fellow

Member of the All-India Management Association, and has participated in senior executive programs at IIMA and ISB.

Mr. Ravindra Kastia is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Company has received declaration from Mr. Ravindra Kastia stating that he meets the criteria of independence as prescribed under sub-section (6) of section 149 of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

His name does not appear in the list of willful defaulters issued by the Reserve Bank of India. He is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

Mr. Ravindra Kastia is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority. In the opinion of the Board, Mr. Ravindra Kastia fulfills the condition for appointment as an Independent Director as specified in the Act and the Listing Regulations.

Copies of the draft letter of appointment of Mr. Ravindra Kastia setting out terms and conditions of appointment is available for inspection by the Members in electronic form at the Registered Office of the Company between 10:00 a.m. to 12:00 noon, on all working days (except Saturdays, Sundays and Public Holidays), up to the date of the Annual General Meeting (AGM).

The Board is of the view that the relevant skills, knowledge, experience, and expertise of Mr. Ravindra Kastia will be of immense benefit and value to the Company and, therefore, recommends his appointment to the Members.

Save and except Mr. Ravindra Kastia and his relatives to the extent of their shareholding interest, if any, in the Company.

None of the other Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

The Board recommends the Special Resolution set out in Item No. 4 of the Notice for approval of the Members.

Item No. 5

A Special Resolution was passed for payment of commission to Directors in the 53rd Annual General Meeting of the Company held on 13th July, 2019. Under the said resolution, commission to Directors other than the Directors in the whole-time employment of the Company could be paid, subject to overall ceiling of 1% (one percent) of the net profits of the Company computed in accordance with the provisions of Sections 197 and 198 of the Companies Act, 2013.

The Board of Directors, exercises appropriate control and provides strategic guidance to business of the Company. The Board of Directors has constituted various Committees of Directors, such as Audit Committee covering wide and varied functions of the Company including review of quarterly financial results with Statutory Auditors, review of internal audit reports and internal audit programme with Internal Auditors, effectiveness of internal control procedures & systems and their adequacy and similar important issues. There are

also Committees of Directors, such as, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders' Relationship Committee, Risk Management Committee and Share Transfer Committee so that there is better compliance of corporate governance and monitoring of various functions by the Committees. Beside these, there are various compliances of SEBI/Stock Exchange Rules and Regulations, Code of Conducts, provisions of the Companies Act and other laws. The Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 also enhances the role of the Board of Directors. All these activities need involvement and high degree of monitoring and supervision by the Directors.

The Board Members of the Company comprises of outstanding professionals and industrialists and the Company is being benefited by their expert advice / guidance from time to time.

Section 197 of the Companies Act, 2013 permits payment of remuneration by way of commission to Directors upto 1% (one percent) of net profits of the Company computed in accordance with the provisions of Section 198 of the Companies Act, 2013. Within the permissible limit of 1% (one percent) of net profits, the Board of Directors is seeking the consent of members for payment of commission for each financial year with discretion to the Board of Directors to decide the amount to be disbursed in each financial year and its allocation among the eligible Directors. Section 197 of the Companies Act, 2013 and Articles of Association of the Company permits payment of such commission with the consent of the members accorded by a Special Resolution.

All the Directors of the Company except Managing Director and Key Managerial Personnel, may be considered as interested or concerned in the said resolution.

The Board of Directors commends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members.

Item No. 6

The Board of Directors, pursuant to recommendation of the Audit Committee in its meeting held on 16th May 2024 has re-appointed M/s Dhananjay V. Joshi & Associates, (Registration No. 000030) for the financial year ended 31st March 2025 and approved the remuneration payable.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is to be ratified by the shareholders of the Company.

Accordingly, the shareholders are requested to ratify the remuneration payable to the Cost Auditors for auditing the cost records of the Company for the financial year ended 31st March 2025 as set out at item No. 6 of the Notice, respectively.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends the Ordinary Resolution set out at item No. 6 of the Notice for approval of the shareholders.

BRIEF RESUME OF PERSON SEEKING APPOINTMENT/ RE-APPOINTED AS DIRECTOR OF THE COMPANY AT THE ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India]

Name of the Director	Mrs. Rajashree Birla	Mr. Ravindra Kastia
Directors Identification Number (DIN)	00022995	00528025
Age	78 years	69 years
Date of Appointment on the Board	5 th May, 2015	1 st November 2024
Qualification	B.A.	Chartered Accountant, Company Secretary, MBA, Diploma in Labour Law
Nature of expertise	As per resolution no. 3, read with explanatory statement thereto.	As per resolution no. 4, read with explanatory statement thereto.
Other Directorships held excluding Foreign Companies, Companies under Section 8 of the Companies Act, 2013 and Private Companies	<ol style="list-style-type: none"> Grasim Industries Ltd Hindalco Industries Limited UltraTech Cement Limited Century Textiles and Industries Limited Pilani Investment and Industries Corporation Limited 	<ol style="list-style-type: none"> H G I Industries Limited
Name of the companies in which holds membership/ chairpersonship	Chairperson/ Member of Corporate Social Responsibility Committee of following companies: <ol style="list-style-type: none"> Grasim Industries Ltd Hindalco Industries Limited UltraTech Cement Limited Century Textiles and Industries Limited Pilani Investment and Industries Corporation Limited 	Chairperson/ Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee in the following company: <ol style="list-style-type: none"> H G I Industries Limited
Names of listed companies from which resigned in the past three years	Nil	Nil
Terms and conditions for appointment and re-appointment	Non-Executive Director liable to retire by rotation.	Appointment as Independent Director not liable to retire by rotation.
Remuneration last drawn	As mentioned in the Corporate Governance Report (forming part of Annual Report for the financial year ended 31 st March 2024)	Not Applicable
Remuneration proposed to be paid	Entitled to sitting fees for the Board and Committee meetings attended (if designated) and Commission as per the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Entitled to sitting fees for the Board and Committee meetings attended (if designated) and Commission as per the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
No. of shares held in the Company	26,080	Nil
Relationship with other directors, Manager, Key Managerial Personnel of the Company	None	None
No. of Board meetings attended during the year	3 (three)	Not Applicable

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

Pursuant to the provisions of Section 108 of the Act 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 MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the businesses 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 voting on the day of the AGM will be provided by NSDL.

The remote e-voting period begins on Tuesday, 27th August 2024 at 9:00 A.M. (IST) and ends on Thursday, 29th August 2024 at 5:00 P.M. (IST). 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., Friday, 23rd August 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 Friday, 23rd August 2024.

The members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. Once the vote on a resolution is casted by the member, the member shall not be allowed to change it subsequently. Those members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolutions by remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

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.

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 9th December, 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.	<ol style="list-style-type: none"> 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. 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 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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.
	<ol style="list-style-type: none"> 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  App Store  Google Play  

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi/ Easiest facility, they can login through their existing 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. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting 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. 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. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from 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.

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.com or call at 022 - 4886 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?

- 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, 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.

- 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. .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.com 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 chetan.maru@mantrimaru.com with a copy marked to evoting@nsdl.com. 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 or send a request to Ms. Rimpa Bagh - Assistant Manager at evoting@nsdl.com.

Process for those shareholders whose Email ids are not registered with the depositories for procuring user id and password and registration of Email 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 cel.investor@adityabirla.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 cel.investor@adityabirla.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.com 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 cel.investor@adityabirla.com. The same will be replied by the company suitably.
6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at cel.investor@adityabirla.com from Thursday, 22nd August 2024 at 9:00 A.M. (IST) to Monday, 26th August 2024 at 5:00 P.M. (IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

FOR INFORMATION OF THE SHAREHOLDERS

I. FOR EASE OF PARTICIPATION BY MEMBERS, PROVIDED BELOW ARE KEY DETAILS REGARDING THE 58TH AGM FOR REFERENCE:

Sr. No.	Particulars	Details of access
1	Day, Date & Time of 58th AGM	Friday, 30 th August 2024 at 2:30 PM (IST)
2	Book Closure (both days inclusive)	Wednesday, 21 st August 2024 to Thursday, 22 nd August 2024
3	Cut-off date for e-Voting	Friday, 23 rd August 2024
4	Period for remote e-Voting	Tuesday, 27 th August 2024 at 9:00 A.M. (IST) and ends on Thursday, 29 th August 2024 at 5:00 P.M. (IST)
5	E-mail ID and period of registration for members who would like to express their views or ask questions during the AGM	cel.investor@adityabirla.com Thursday, 22 nd August 2024 at 9:00 A.M. (IST) to Monday, 26 th August 2024 at 5:00 P.M. (IST)
6	E-mail ID for resident individual with PAN who is not liable to pay income tax need to submit form 15G/15H & Non-resident Shareholders Form 10F by	Tuesday, 20 th August 2024 cel.investor@adityabirla.com
7	Username and password for Video Conferencing (VC)	Members may attend the AGM through VC by accessing the link https://www.evoting.nsdl.com by using the remote e-voting credentials. Please refer the instructions provided in the Notice
8	Helpline number and e-mail id for any query regarding VC participation and e-Voting	NSDL: call on toll free no.: 022 - 4886 7000 or send a request to Ms. Rimpa Bagh - Assistant Manager at evoting@nsdl.com
9	E-mail ID and period for members seeking any information about the financial statements or any matter to be placed at the 58th AGM	cel.investor@adityabirla.com Monday, 19 th August 2024
10	Registrar and Share Transfer Agent - Contact details	Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai-400 083. Tel No.: +91-8108116767 Email ID - rnt.helpdesk@linkintime.co.in .
11	Century Enka Limited - Contact details	Century Enka Limited Plot No. 72 & 72A, MIDC, Bhosari, Pimpri Chinchwad, Pune - 411026, Maharashtra Tel No. 020-66127304/300 Email: cel.investor@adityabirla.com

II. PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING ANNUAL REPORT AND USER ID/PASSWORD OR E-VOTING AND UPDATION OF ACCOUNT MANDATE FOR RECEIPT OF DIVIDEND:

Physical Holding	<p>Send a request to the Registrar and Transfer Agents of the Company, LIPL at rnt.helpdesk@linkintime.co.in providing Form ISR-1 containing Folio No., Name of a 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) for registering email address.</p> <p>Following additional details need to be submitted to LIPL in case of updating Bank Account Details:</p> <ol style="list-style-type: none"> Name and Branch of the Bank in which you wish to receive the dividend, the Bank Account type, Bank Account Number allotted by their banks after the implementation of Core Banking Solutions, 9 digit MICR Code Number; and 11 digit IFSC Code, a scanned copy of the cancelled cheque bearing the name of the first shareholder.
Electronic (Demat) Holding	Please contact your Depository Participant ('DP') and register your email address and bank account details in your Demat account, as per the process advised by your DP.