

NOTICE

NOTICE is hereby given that the 44th Annual General Meeting ("**AGM**") of the Members of **ABC Gas (International) Limited** (the "**Company**") will be held on Friday, September 27, 2024 at 4:00 p.m. through Video Conferencing/Other Audio Visual Means ("**VC/OVAM**") to transact the following businesses:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an ordinary resolution:**

"RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

SPECIAL BUSINESS:

- 2. To regularize appointment Mr. Malay Truptesh Desai (DIN: 100082434) as Independent Non-Executive Director of the Company, to consider and if thought fit, to pass the following special business as an ordinary resolution:**

"RESOLVED THAT in accordance with the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, Articles of Association of the Company and rules made thereunder, read with Schedule IV of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Malay Truptesh Desai (DIN: 100082434), who was appointed as an Additional Director of the company with effect from 02nd March, 2024 and who has submitted the declaration that he meets the criteria for Independence as provided under the Act and the Listing Regulations, his appointment be and is hereby confirmed as an Independent Director of the Company pursuant to regulation 17(1C) of SEBI (LODR) Regulations 2015 and section 161 of the Companies Act 2013 to hold office for a term of up to 5 (five) years with effect from 02nd March 2024 to 1st March 2029."

- 3. To regularize appointment Ms. Yesha Aagam Shah (DIN: 08802522) as Independent Non-Executive Director, to consider and if thought fit, to pass the following special business as an ordinary resolution:**

"RESOLVED THAT in accordance with the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, Articles of Association of the Company and rules made thereunder, read with Schedule IV of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Yesha Aagam Shah (DIN: 08802522), who was appointed as an Additional Director of the company with effect from 2nd March, 2024 and who has submitted the declaration that she meets the criteria for Independence as provided under the Act and the Listing Regulations, her appointment be and is hereby confirmed as an Independent Director of the Company pursuant to regulation 17(1C) of SEBI (LODR) Regulations 2015 and section 161 of the Companies Act 2013 to hold office for a term of up to 5 (five) years with effect from 2nd March, 2024 to 1st March 2029."

4. **To regularize appointment Mr. Viral Deepak Bhai Ranpura (DIN: 07177208) as Non-Independent Director Non Executive Professional Director, to consider and if thought fit, to pass the following special business as an ordinary resolution:**

"RESOLVED THAT in accordance with the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, Articles of Association of the Company and rules made thereunder, read with Schedule IV of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Viral Deepakbhai Ranpura (DIN: 07177208), who was appointed as an Additional Director of the company with effect from 20th January, 2024 and who has submitted his eligibility to get appointed as the Director of the Company as provided under the Act and the Listing Regulations, his appointment be and is hereby confirmed as Professional Non Executive Director of the Company pursuant to regulation 17(1C) of SEBI (LODR) Regulations 2015 and section 161 of the Companies Act 2013 to hold office for a term of up to 5 (five) years with effect from 20th January 2024 to 19th January 2029."

5. **To regularize appointment Mr. Nikhil Hareshbhai Savaliya (DIN: 07737935) as an Director, to consider and if thought fit, to pass the following special business as an ordinary resolution:**

"RESOLVED THAT in accordance with the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, Articles of Association of the Company and rules made thereunder, read with Schedule IV of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Nikhil Hareshbhai Savaliya (DIN: 07737935), who was appointed as an Additional Director of the company with effect from 3rd September, 2024 and who has submitted his eligibility to get appointed as the Director of the Company as provided under the Act and the Listing Regulations, his appointment be and is hereby confirmed as Professional Executive Director of the Company pursuant to regulation 17(1C) of SEBI (LODR) Regulations 2015 and section 161 of the Companies Act 2013 to hold office for a term of up to 5 (five) years with effect from 3rd September 2024 to 2nd September 2029."

6. **To consider and approve the reclassification application received from the Existing promoters of the Company, to consider and if thought fit, to pass the following special business as ordinary resolution:**

"RESOLVED THAT the reclassification application as received from the existing promoters and promoter group of the Company, being (1) Shymalprasad Shorewala, (2) Rohith Shorewala, (3) Satish Shorewala HUF, (4) Manisha Ashish Goenka, (5) Nishu S Shorewala, (7) Vidhi Rohit Shorewala, (8) Rohit Shorewala, (9) Neelam Shorewala, pursuant to regulation 31A of SEBI (LODR) Regulations 2015, and as approved by the Board of Directors of the Company in their Board meeting held on 14th August 2024, be and is hereby approved."

7. **Alteration of Main Object Clause of the Memorandum of Association of the Company**

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 ("the Act") including any modification or re-enactment thereof and other applicable provisions and subject to the rules framed thereunder, the existing Main Object clause of the Memorandum of Association of the Company be and is hereby altered by replacing the existing clause by and as follows:

A. Clause III(A) of the Objects clause of the Memorandum of Association of the Company be titled as 'THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To carry on the business of generating, accumulating, distributing and supplying Solar Energy for its own use or for sale to Governments, State Electricity Boards, Intermediaries in Power Transmission / Distribution, Companies, Industrial Units, or to other types of users / consumers of Energy.
2. To acquire concessions or licenses granted by or to enter into contracts with, the Government of India, any State Government, Municipal, Local Authority or other Statutory bodies, Companies or any other person for the development, erection, installation, establishment, construction, operation and maintenance of Solar Power Plants, and in this regard to promote, develop, own, acquire, set up, erect, build, install, commission, construct, establish, maintain, improve, manage, operate alter, control, take on hire / lease, carry out and run all necessary Plants, equipment, sub-stations, workshops, generators, transmission facilities, machinery, electrical equipment, accumulators, repair shops, wires, cables, lamps, fittings and apparatus in the capacity of principals, contractors, developers or otherwise and to deal, buy, sell and hire / lease all apparatus and things required for or used in connection with generation, distribution, supply, accumulation of Solar Energy.
3. To carry on the business of consultants, advisors, auctioneers for all type of Solar Energy Plants and to undertake research and development in the field of solar energy and other allied fields.

“RESOLVED FURTHER THAT any of the Directors of the Company of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution..”

8. Alteration of Name Clause of the Company

“RESOLVED THAT pursuant to provision of Section 13(2) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and rules framed thereunder, including any statutory modification(s) or re-enactment thereof, for the time being in force and subject to requisite regulatory approvals consents, permissions and sanctions, required, if any, in this regard from any appropriate statutory authorities, consent of the members be and is hereby given for changing the name of the Company from “ABC Gas (International) Limited” to “ONIX SOLAR ENERGY LIMITED”.

“RESOLVED FURTHER THAT the Name Clause, being Clause I of the Memorandum of Association of the Company, be and is hereby altered by deleting the existing Clause I and substituting it with the following and that new Clause I shall read as under

I. THE NAME OF THE COMPANY IS “ONIX SOLAR ENERGY LIMITED.

“RESOLVED FURTHER THAT in terms of Section 14 of the Companies Act, 2013 and other applicable provisions of the Act, if any, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.”

“RESOLVED FURTHER THAT the any Director of the Company, and the Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized to file aforesaid application(s) and/or form(s) and to do all such acts, deeds, things and matters, as may be considered necessary, appropriate or expedient for the change of name and forward authorised copy of the above resolutions to concerned authorities or entities as may be necessary to give effect to the above resolutions

9. Shifting of Registered office of the Company from the State of Maharashtra to the State of Gujarat

“RESOLVED THAT pursuant to the provisions of Sections 12(4), 12(5), 12(6) & 13(4) of the Companies Act, 2013 and other applicable provisions, if any, the consent of the members of the company be and is hereby accorded to shift the registered office of the company from the State of Maharashtra to the State of Gujarat.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 12 and 13 and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder, the consent of members of the company be and is hereby accorded for substituting Clause II of the Memorandum of Association of the Company with the following clause and that Clause II shall read as under:

II. The Registered office of the company will be situated in the State of Gujarat.

“RESOLVED FURTHER THAT the any Director of the Company, and the Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized to file aforesaid application(s) and/or form(s) and to do all such acts, deeds, things and matters, as may be considered necessary, appropriate or expedient for the change of name and forward authorised copy of the above resolutions to concerned authorities or entities as may be necessary to give effect to the above resolutions.”

By order of the Board of Directors
For, ABC Gas (International) Limited

Place: Mumbai
Date: 03.09.2024

Sd/-
Viral Ranpura
Director
DIN: 07177208

Registered office:
ABC Gas International Limited
1, Mahesh Villa, Worli,
Mumbai- 400018
Tel.:022 24935508 / 24938697
Website: www.abcgas.co.in
Email: cs@abcgas.co.in

NOTES:

1. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("**Act**") read with Secretarial Standard on General Meetings ("**SS-2**") and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("**Listing Regulations**") setting out the material facts concerning each item of Special Businesses to be transacted at the Annual General Meeting ("**AGM**") is annexed hereto and forms part of the Notice. Information on the Director proposed to be appointed/re-appointed at the meeting as required under Regulation 36 (3) of the Listing Regulations and SS-2 are also provided in the **Annexure** to this Notice.
2. The Ministry of Corporate Affairs ('MCA') has, vide its circular dated December 28, 2022, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, and December 14, 2021 and May 5, 2022 (collectively referred to as 'MCA Circulars'), permitted convening the Extraordinary General Meeting ('EGM' / 'Meeting') through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM'), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ('the Act') read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.
3. Pursuant to the provisions of Section 101 and Section 136 of the Companies Act, 2013 read with Rule 18 of Companies (Management and Administration) Rules, 2014 and Rule 11 of Companies (Accounts) Rules, 2014, Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail Id either with the Company or the registrar and share transfer agent of the Company ("**Registrar and Share Transfer Agent**") or with the Depository Participants. Accordingly, in terms of aforesaid provision and MCA Circulars and SEBI Circular electronic copy of the Notice along with the Annual Report for the financial year ended March 31, 2024, consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith, is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Registrar and Transfer Agent/ Depository Participants/ Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website <http://www.abcgas.co.in/annual-reports/> , websites of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com.
4. a) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register/ update their e-mail address by submitting Form ISR-1 (available on the website of Registrar and Transfer Agent at <https://web.linkintime.co.in/KYC-downloads.html>) duly filled and signed along with requisite supporting documents to Company's Registrar and Share Transfer Agents, Link In time India Private Limited, C 101, 247 Park, LBS Marg, Vikhroli-West, Mumbai-400083.

(b) Members holding shares in dematerialised mode, who have not registered/ updated their e- mail address are requested to register/ update the same with the Depository Participant(s) where they maintain their demat accounts.

Further, in terms of MCA Circulars, the Company has made special arrangements with LinkIntime for temporary registration of email addresses. Therefore, the Members can update their email address with the Company for limited purpose of receiving the Annual Report including Notice of the AGM for FY 2023-24 (including e-voting instructions along with the User ID and the Password to enable e-voting) electronically, by sending an email on rnt.helpdesk@linkintime.co.in

5. The Company has enabled the Members to participate at the AGM through the VC/OAVM facility provided by Link Intime India Private Limited ("Link Intime"), Registrar and Reansfer Agent. The instructions for participation at the AGM through VC/OAVM by members are given in instruction part of this Notice.
6. As per the provisions under the MCA Circulars, Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In accordance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and applicable provisions of the SEBI Listing Regulations, the Company has engaged the services of Registrar and Transfer Agent- Link Intime India Private Limited to provide the facility of voting through electronic means to the members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the aforesaid Meeting.
8. The Company shall be providing the facility to Members to exercise their right to vote by electronic means both through remote e-voting. The process of remote e-voting with necessary user id and password is given in the instruction part of this Notice. Such remote e-voting facility is in addition to voting that will take place at the AGM being held through VC/OAVM.
9. In terms of MCA Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system during the meeting while participating through VC/OAVM facility.
10. Members joining the meeting 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 system 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/OAVM but shall not be entitled to cast their vote again. If a Member cast votes by both modes i.e., e-voting system at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
11. Voting rights of the members (for voting through remote e-voting) shall be in proportion to shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, September 20, 2024. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories, as on the cut-off date, shall only be entitled to avail the facility of remote e-voting.

12. Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the AGM is being held through VC/OAVM as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
13. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorized representative(s), to the Company at cs@abcgas.co.in with a copy to <https://instavote.linkintime.co.in> to upload the same in the e-voting module in their login. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_EVENT NO". Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM.
14. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
15. Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which provides that from April 01, 2019 transfer of securities would not be processed unless the securities are held in the dematerialized form with a depository. In view of the same, now the shares cannot be transferred in the physical mode. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in corporate actions. Members can contact Company's Registrar and Share Transfer Agent viz; Link Intime for assistance in this regard. However, members can continue to make request for transmission or transposition of securities held in physical form.
16. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act and other requisite documents shall be made available only in electronic form for inspection during the AGM. All relevant documents referred to in the Notice and Explanatory Statement would be made available for inspection by the members through electronic mode up to the date of AGM and at the AGM.
17. In terms of the Articles of Association of the Company read with Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, Ms. Yesha Aagam Shah (DIN: 08802522) and Mr. Malay Truptesh Desai (DIN: 10082434), were appointed as an Additional Independent Directors of the Company w. e. f. 2nd March 2024 in the Board Meeting of the Board of Directors of the Company. Now, pursuant to regulation 17(1C) of SEBI (LODR) Regulations 2015, their appointment is required to be confirmed by the members of the Company within three months. However, the same was not confirmed within the stipulated time period. Hence, now the Board of Directors of the Company recommends to confirm their appointment. Profile of the Directors as required under Clause 7 of Part A Para A of Schedule III of SEBI (LODR) Regulations 2015 is annexed as Annexure to this AGM Notice.

18. In terms of the Articles of Association of the Company read with Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, Mr. Viral Ranpura (DIN: 07177208) and Mr. Nikhil Hreshbhai Savaliya (DIN: 07737935), were appointed as Additional Director of the Company w. e. f. 20th January 2024 and 3rd September 2024, respectively in the Board Meeting of the Board of Directors of the Company. Now, pursuant to regulation 17(1C) of SEBI (LODR) Regulations 2015, their appointment is required to be confirmed by the members of the Company within three months. However, the same was not confirmed within the stipulated time period. Hence, now the Board of Directors of the Company recommends to confirm their appointment. Profile of the Directors as required under Clause 7 of Part A Para A of Schedule III of SEBI (LODR) Regulations 2015 is annexed as Annexure to this AGM Notice.
19. The Securities and Exchange Board of India ('SEBI') also, vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05 2023 ('SEBI Circulars'), has dispensed with the requirement of printing and dispatch of annual reports by the companies to their shareholders.
20. All relevant documents referred to in the Notice and Explanatory Statement would be made available for inspection by the members through electronic mode up to the date of AGM and at the AGM. Members seeking to inspect such documents can send an e-mail to cs@abcgas.co.in.
21. As mandated by the Securities and Exchange Board of India ('SEBI'), securities of the Company can be transferred / traded only in dematerialised form. Members holding shares in physical form are advised to avail the facility of dematerialization
22. SEBI has vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 read with SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 ('SEBI Circulars') mandated furnishing of Permanent Account Number ('PAN'), KYC details viz. Contact Details (Postal Address, Mobile Number and e-mail), Bank Details, Nomination etc. by holders of physical securities. The Company had sent letters for furnishing the required details. Any service request shall be entertained by Link Intime only upon registration of the PAN, KYC details and the nomination. Further, in absence of the above information on or after October 1, 2023, the folio(s) shall be frozen by Link Intime in compliance with the aforesaid SEBI Circulars. If the folio(s) continue to remain frozen as on December 31, 2025, the frozen folios shall be referred by Linkintime / Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.
23. Members are requested to intimate / update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc., as per instructions set out below:
- For shares held in electronic form: to their Depository Participant and changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and Link intime to provide

efficient and better service to the Members. Link Intime has provided a facility for registration/ updation of e-mail address and nomination through the link: <https://web.linkintime.co.in/KYC-downloads.html>

- For shares held in physical form: Pursuant to SEBI circulars, members are requested to furnish PAN, postal address, e-mail address, mobile number, specimen signature, bank account details and nomination by submitting to Link Intime the forms given below along with requisite supporting documents:

Sr. No.	Particulars	Form
1.	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes/ updation thereof	ISR -1
2.	Confirmation of Signature of shareholder by the Banker	ISR-2
3.	Registration of Nomination	SH-13
4.	Cancellation or Variation of Nomination	SH-14
5.	Declaration to opt out of Nomination	ISR-3

The aforesaid forms can be downloaded from the Company's website of the Company www.abcgas.co.in.

24. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:-

- a. Change in their residential status on return to India for permanent settlement;
- b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code number, if not furnished earlier.

25. Members may please note that the Listing Regulations mandates transfer, transmission and transposition of securities of listed companies held in physical form shall be affected only in demat mode. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised 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. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; renewal / exchange of securities certificate etc., by submitting a duly filled and signed Form ISR-4 along with requisite supporting documents to Link Intime as per the requirement of the aforesaid circular. The aforesaid forms can be downloaded from the Company's website at <https://web.linkintime.co.in/client-downloads.html>

27. All aforesaid documents/requests should be submitted to Link Intime, at the address mentioned below:

Mr. Mahesh Masurkar, Manager Link Intime India Private Limited
ABC GAS (INTERNATIONAL) LTD.
C 101, Embassy 247, L.B.S.Marg, Vikhroli (West),
Mumbai - 400083.
Toll-free No.: 1800 1020 878 (from 10:00 a.m. (1ST) to 5:00 p.m. (1ST)
on all working days).
[E-mail: rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

28. Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, the Company is providing facility to exercise votes on resolutions proposed to be passed in the Meeting by electronic means, to members holding shares as on Friday, September 20, 2024 (as at the end of the business hours) being the cut-off date for the purpose of Rule 20(4)(vii) of the rules fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by Link Intime India Private Limited from a place other than the venue of the Meeting (remote e-voting).

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting: From 9.00 a.m. (1ST) on Tuesday, September 24, 2024 and end of remote e-voting: Up to 5.00 p.m. (1ST) on Thursday, September 26, 2024.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Link Intime India Private Limited upon expiry of aforesaid period.

29. The Board of Directors has appointed M/s. Bhumika Ranpura & Associates, Practicing Company Secretaries as the "**Scrutinizer**" for the purpose of scrutinizing the process of remote e-voting at the Meeting in a fair and transparent manner.

30. The Scrutinizer shall after the conclusion of voting at the general meeting, count the votes cast at the meeting through remote e-voting and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith

31. The results declared along with the report of the scrutinizer shall be placed on the Company's website at <http://www.abcgas.co.in> and on the website of Link Intime India Private Limited immediately after the declaration of the results and simultaneously communicated to the Stock Exchanges, where the shares of the Company are listed. The result will be displayed on the notice board of the Company at its Registered Office.

32. In case of any general queries or information regarding the Annual Report, the Members may write to cs@abcgas.in receive an email response. However, queries on the accounts and operations of the Company or the businesses covered under the Notice may be sent to cs@abcgas.in at least seven days in advance of the meeting so that the answers of the same may be replied suitably by the Company or may be made readily available at the meeting.
33. After the conclusion of AGM, the recorded transcript of the AGM shall as soon as possible be made available on the website of the Company at www.abcgas.co.in.

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.

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.cdslindia.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.cdslindia.com/myeasitoken/Registration/EasiRegistration> /
<https://web.cdslindia.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., e. g. 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

OTHER INSTRUCTIONS: -

1. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit Email to cs@abcgas.co.in. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.
2. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, September 20, 2024 being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

3. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again at the Annual General Meeting.
4. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the user ID and password in the manner as mentioned below:
5. The resolutions shall be deemed to be passed on the date of the general meeting, subject to receipt of sufficient votes.
6. The results of the electronic voting shall be declared to the Stock Exchanges after the AGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

By order of the Board of Directors
For ABC Gas (International) Limited

Date: 03.09.2024
Place: Mumbai

Sd/-
Viral Ranpura
Director
DIN: 07177208

EXPLANATORY STATEMENT PURSUANT TO REGULATION 36(5) OF THE LISTING REGULATION

The following statements sets out all the material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 2:

The Board of Directors appointed Mr. Malay Truptesh Desai (DIN: 10082434) as an Additional Director (Non-Executive) of the Company with effect from 2nd March, 2024 who in terms of the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, and rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), is entitled to hold the office till the ensuing general meeting and at the same time his appointment is required to be confirmed by the members of the Company in the General Meeting within three months from the date of appointment. However, the same was not confirmed within the stipulated time period. Now, the Board of Directors of the Company proposes to confirm his appointment for the period of five (Five) Consecutive years with effect from 2nd March, 2024 to 01st March, 2029 as an Independent director pursuant to provisions of Regulation 17(1C) of SEBI (LODR) Regulations 2015, as amended from time to time.

Further company has received a letter that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Mr. Malay Truptesh Desai is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his (i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Disqualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of (Appointment & Disqualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) Notices of interest in form MBP-1 pursuant to sub-section (1) of Section 184 of the Companies Act, 2013.

Additional information in respect of Mr. Malay Truptesh Desai as required under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and as per the relevant provisions of the Secretarial Standard on General Meeting are given in the "Annexure" to this Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Malay Truptesh Desai, being an appointee is in any way, concerned or interested, financially or otherwise in the resolution as set out at item no. 2 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 2 of the notice for approval by the members.

Item No. 3:

The Board of Directors appointed Ms. Yesha Aagam Shah (DIN: 08802522) as an Additional Director (Non-Executive) of the Company with effect from 2nd March, 2024 who in terms of the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, and rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), is entitled to hold the office till the ensuing general meeting and at the same time her appointment is required to be confirmed by the members of the Company in the General Meeting within three months from the date of appointment. However, the same was not confirmed within the stipulated time period. Now, the Board of Directors of the Company proposes to confirm her appointment for the period of five (Five) Consecutive years with effect from 2nd March, 2024 to 01st March,

2029 as an Independent director pursuant to provisions of Regulation 17(1C) of SEBI (LODR) Regulations 2015, as amended from time to time.

Further company has received a letter that she is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Ms. Yesha Aagam Shah is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his (i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Disqualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of (Appointment & Disqualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) Notices of interest in form MBP-1 pursuant to sub-section (1) of Section 184 of the Companies Act, 2013.

Additional information in respect of Ms. Yesha Aagam Shah as required under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and as per the relevant provisions of the Secretarial Standard on General Meeting are given in the "Annexure" to this Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Ms. Yesha Aagam Shah, being an appointee is in any way, concerned or interested, financially or otherwise in the resolution as set out at item no. 3 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the notice for approval by the members.

Item No. 4:

The Board of Directors appointed Mr. Viral Deepakbhai Ranpura (DIN: 07177208) as an Additional Director (Non-Executive) of the Company with effect from 20th January, 2024 who in terms of the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, and rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), is entitled to hold the office till the ensuing general meeting and at the same time his appointment is required to be confirmed by the members of the Company in the General Meeting within three months from the date of appointment. However, the same was not confirmed within the stipulated time period. Now, the Board of Directors of the Company proposes to confirm his appointment for the period of five (Five) Consecutive years with effect from 20th January, 2024 to 19th January, 2029 as an Professional Non Executive director pursuant to provisions of Regulation 17(1C) of SEBI (LODR) Regulations 2015, as amended from time to time.

Further company has received a letter that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Mr. Viral Deepak Bhai Ranpura is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his (i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Disqualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of (Appointment & Disqualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) Notices of interest in form MBP-1 pursuant to sub-section (1) of Section 184 of the Companies Act, 2013.

Additional information in respect of Mr. Viral Deepak Bhai Ranpura as required under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and as per the relevant provisions of the Secretarial Standard on General Meeting are given in the "Annexure" to this Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Viral Deepak Bhai Ranpura, being an appointee is in any way, concerned or interested, financially or otherwise in the resolution as set out at item no. 4 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the notice for approval by the members.

Item No. 5:

The Board of Directors appointed Mr. Nikhil Hareshbhai Savaliya (DIN: 07737935) as an Professional Director of the Company with effect from 3rd September, 2024 who in terms of the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, and rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), is entitled to hold the office till the ensuing general meeting and at the same time his appointment is required to be confirmed by the members of the Company in the General Meeting within three months from the date of appointment. Now, the Board of Directors of the Company proposes to confirm his appointment for the period of five (Five) Consecutive years with effect from 3rd September, 2024 to 2nd September, 2029 as an Professional Executive director pursuant to provisions of Regulation 17(1C) of SEBI (LODR) Regulations 2015, as amended from time to time.

Further company has received a letter that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Mr. Nikhil Hareshbhai Savaliya is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his (i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Disqualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of (Appointment & Disqualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) Notices of interest in form MBP-1 pursuant to sub-section (1) of Section 184 of the Companies Act, 2013.

Additional information in respect of Mr. Nikhil Hareshbhai Savaliya as required under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and as per the relevant provisions of the Secretarial Standard on General Meeting are given in the "Annexure" to this Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Nikhil Hareshbhai Savaliya, being an appointee is in any way, concerned or interested, financially or otherwise in the resolution as set out at item no. 5 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the notice for approval by the members.

Item No. 6:

The existing promoters of the Company, being (1) Shymalprasad Shorewala, (2) Rohith Shorewala, (3) Satish Shorewala HUF, (4) Manisha Ashish Goenka, (5) Nishu S Shorewala, (7) Vidhi Rohit Shorewala, (8) Rohit Shorewala, (9) Neelam Shorewala, do not hold shares in the Company and do not represent the Board of Directors of the Company. Hence they have submitted the request for reclassification of their status from the promoter category to the public category pursuant to Regulation 31A of SEBI (LODR) Regulations 2015.

The Board of Directors of the Company have considered and approved their request for reclassification in the public category pursuant to Regulation 31A(8)(a) and 31A(8)(b) of SEBI (LODR) Regulations 2015.

It is proposed to approve the reclassification request received from the above mentioned promoter and promoter group members of the Company by passing ordinary resolution.

Item No. 7:

At present the Company is engaged in the business of manufacturing of Gas Products and trading in the related products. However, in the recent past, the Company has not performed well in the current business line. The Board of Directors of the Company are of the opinion to switch the main line of business from Gas Industry to Solar Energy Industry.

Various research and survey indicate that in the next decade to come, India will open ample business opportunities in solar industry, be it Power Products, Solar Panel manufacturing, Solar cell manufacturing.

Hence, the Board of Directors in their Board Meeting held on 15th May 2024 have resolved to change the object clause of the Company.

Further, changing the mainline of business of the Company, will require alteration of Object Clause of the Memorandum of Association of the Company. Further, alteration of main object clause of the Company requires approval of the members of the Company by passing special resolution in the general meeting.

The draft copy of Memorandum of Association of the Company would be available for inspection during the AGM online.

Hence, it is proposed to pass the special resolution for the special business item no. 6.

Item No. 8:

The present name of the Company is ABC Gas (International) Limited which indicates the main line of business of the Company i. e. Gas Industry. However, the Board of Directors of the Company in their Board Meeting held on 15th May 2024 have resolved to switch the mainline of business of the Company to Solar Industry.

On commencement of new line of business, the major revenue of the Company would flow from the Solar Industry and hence it is essential and requirement of law to make sure that the name of the Company reflect the main line of business of the Company.

The Board of Directors of the Company in their Board Meeting held on 15th May 2024 have resolved to change the name of the Company as either "Onix Solar Energy Limited" or "Gujarat Green Energy Limited" or such other name as may be made available by the Registrar of Companies. On the date of this approval of the notice, the company has not received the approval for reservation of name and the same is under process. Company has applied for reservation of two names "Onix Solar Energy Limited" or "Gujarat Green Energy Limited". If Company does not receive approval for reservation of name, the Company may send addendum to the notice with the new name as may be approved by the Registrar of Companies.

To change the name of the Company, it is required to alter the Name Clause of the Company. Further, alteration of name clause of the Company requires approval of the members of the Company by passing special resolution pursuant to the provisions of Companies Act 2013.

The draft copy of Memorandum of Association of the Company would be available for inspection during the AGM online.

Hence, it is proposed to pass the special resolution for the special business item no. 7.

Item No. 9:

At present, the Registered office of the Company is situated in the State of Maharashtra. Considering the business strategic decision that the Company is switching its mainline of business to Solar Industry, the Board of Directors think it fit to shift the Registered office of the Company in the State of Gujarat as Kutchh and Saurashtra region of the State of Gujarat has big business potentials in the Solar industry.

To shift the registered office of the Company from the State of Maharashtra to the State of Gujarat will require alteration of Clause II of Memorandum of Association of the Company. This alteration of Clause II of Memorandum of Association of the Company requires approval of the members of the Company by way of passing special resolution. Hence this alteration shall be subject to approval of the members of the Company in this Annual General Meeting and shall also be subject to the subsequent approval of the concerned Regional Director, Ministry of Corporate Affairs.

Hence, it is proposed to pass the resolution mentioned under item no. 6 as Special Resolution pursuant to the provisions of Companies Act 2013.

By order of the Board of Directors
For ABC Gas (International) Limited

Date: 03.09.2024
Place: Mumbai

Sd/-
Viral Ranpura
Director
DIN: 07177208

**Annexure to the Notice
Brief Profile of the Directors**

[Pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting]

ANNEXURE -A

Name of the Director	Mr. Malay Truptesh Desai									
DIN	10082434									
Date of Birth	01/11/1991									
Age	32 Years									
Date of Appointment	02/03/2024									
Qualification	Company Secretary, B.Com									
Experience	Mr. Malay Truptesh Desai is a graduate in Commerce, and he has done Masters in Commerce and he is also an Associates Member (ACS 48838) of the Institute of Company Secretaries of India. He was Practicing Company Secretary and has over 8 years' experience in the areas of Corporate Laws, Finance and Management. He is an expert in Corporate Governance, Corporate & Securities Compliance Management, Secretarial Audit, Due Diligence, Mergers, Acquisitions & Takeovers.									
Terms & Conditions of Appointment / Re-appointment	Appointed as an Independent, Non-Executive Director of the Company, not eligible to retire by rotation									
Remuneration sought to be paid	Maximum of Rs. 10,000/- per meeting plus of out of pocket expenses at actuals.									
Shareholding in the Company	NIL									
Relationship with the Company and other Directors	NIL									
Number of Meetings of the Board attended during the year	2									
List of Listed Companies and/or Bodies Corporate in which Directorships Held	<table border="1"> <tr> <td>U64120GJ1987PLC010124</td> <td>Shree Maruti Integrated Logistics Limited</td> </tr> <tr> <td>L27100MH1980PLC022118</td> <td>ABC Gas (International) Limited</td> </tr> <tr> <td>L51909GJ1994PLC023680</td> <td>Omkar Overseas Limited</td> </tr> <tr> <td>U74999GJ2018PLC103991</td> <td>Ardent Avenues Limited</td> </tr> </table>		U64120GJ1987PLC010124	Shree Maruti Integrated Logistics Limited	L27100MH1980PLC022118	ABC Gas (International) Limited	L51909GJ1994PLC023680	Omkar Overseas Limited	U74999GJ2018PLC103991	Ardent Avenues Limited
U64120GJ1987PLC010124	Shree Maruti Integrated Logistics Limited									
L27100MH1980PLC022118	ABC Gas (International) Limited									
L51909GJ1994PLC023680	Omkar Overseas Limited									
U74999GJ2018PLC103991	Ardent Avenues Limited									
Membership(s)/Chairmanship(s) of the committees of Directors of other Companies	Chairmanship - 1 Membership - None									
Declaration under Regulation 36(3) of SEBI LODR Regulations, 2015	The proposed Director meets the skills and capabilities required for the role and the manner in which the candidature of Mr. Malay Desai is proposed for Directorship									

ANNEXURE -B

Name of the Director	Mrs. Yesha Aagam Shah									
DIN	08802522									
Date of Birth	11/09/1994									
Age	29 Years									
Date of Appointment	02/03/2024									
Qualification	Company Secretary, LLB, M.com									
Experience	Mrs. Yesha Shah has done graduation in Commerce, M.com and LLB, from Gujarat University and she is also an Associates Member (ACS 58741) of the Institute of Company Secretaries of India (ICSI). She has more than 5 years of experience as a company secretary & compliance officer. She is expert in ROC, SEBI and FEMA Related work.									
Terms & Conditions of Appointment / Re-appointment	Appointed as an Independent, Non-Executive Director of the Company, not eligible to retire by rotation									
Remuneration sought to be paid	Maximum of Rs. 10,000/- per meeting plus of out of pocket expenses at actuals.									
Shareholding in the Company	NIL									
Relationship with the Company and other Directors	NIL									
Number of Meetings of the Board attended during the year	2									
List of Listed Companies and/or Bodies Corporate in which Directorships Held	<table border="1"> <tr> <td>L67120MP1994PLC008511</td> <td>Adcon Capital Services Limited</td> </tr> <tr> <td>L27100MH1980PLC022118</td> <td>ABC Gas (International) Limited</td> </tr> <tr> <td>U15200GJ1992PLC017484</td> <td>Vimal Dairy Ltd</td> </tr> <tr> <td>U45100GJ2008PTC055572</td> <td>Winspire Project Consultants Private Limited</td> </tr> </table>		L67120MP1994PLC008511	Adcon Capital Services Limited	L27100MH1980PLC022118	ABC Gas (International) Limited	U15200GJ1992PLC017484	Vimal Dairy Ltd	U45100GJ2008PTC055572	Winspire Project Consultants Private Limited
L67120MP1994PLC008511	Adcon Capital Services Limited									
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U15200GJ1992PLC017484	Vimal Dairy Ltd									
U45100GJ2008PTC055572	Winspire Project Consultants Private Limited									
Membership(s)/Chairmanship(s) of the committees of Directors of other Companies	Chairmanship - 1 Membership - None									
Declaration under Regulation 36(3) of SEBI LODR Regulations, 2015	The proposed Director meets the skills and capabilities required for the role and the manner in which the candidature of Ms. Yesha Shah is proposed for Directorship									

ANNEXURE -C

Name of the Director	Mr. Viral Deepakbhai Ranpura											
DIN	07177208											
Date of Birth	17/01/1989											
Age	36 Years											
Date of Appointment	20/01/2024											
Qualification	Company Secretary, LLB,											
Experience	Mr. Viral Ranpura is experienced professional Director and is a member of Institute of Company Secretaries of India. He has more than 15 years of experience as a company secretary and also more than 10 years of experience as working as Professional Director on various listed and unlisted companies.											
Terms & Conditions of Appointment / Re-appointment	Appointed as Non-Executive Professional Director of the Company, eligible to retire by rotation											
Remuneration sought to be paid	Maximum of Rs. 20,000/- per meeting plus of out of pocket expenses at actuals.											
Shareholding in the Company	NIL											
Relationship with the Company and other Directors	NIL											
Number of Meetings of the Board attended during the year	3											
List of Listed Companies and/or Bodies Corporate in which Directorships Held	<table border="1"> <tr> <td>U31300GJ2010PLC059539</td> <td>Rajesh Power Services Limited</td> </tr> <tr> <td>L27100MH1980PLC022118</td> <td>ABC Gas (International) Limited</td> </tr> <tr> <td>L51909GJ1994PLC023680</td> <td>Omkar Overseas Limited</td> </tr> <tr> <td>U45100GJ2008PTC055572</td> <td>Winspire Project Consultants Private Limited</td> </tr> <tr> <td>U67120MH1995PTC088964</td> <td>Highland Finances and Investments Private Limited</td> </tr> </table>		U31300GJ2010PLC059539	Rajesh Power Services Limited	L27100MH1980PLC022118	ABC Gas (International) Limited	L51909GJ1994PLC023680	Omkar Overseas Limited	U45100GJ2008PTC055572	Winspire Project Consultants Private Limited	U67120MH1995PTC088964	Highland Finances and Investments Private Limited
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U45100GJ2008PTC055572	Winspire Project Consultants Private Limited											
U67120MH1995PTC088964	Highland Finances and Investments Private Limited											
Membership(s)/Chairmanship(s) of the committees of Directors of other Companies	Chairmanship - 3 Membership - 3											
Declaration under Regulation 36(3) of SEBI LODR Regulations, 2015	The proposed Director meets the skills and capabilities required for the role and the manner in which the candidature of Mr. Viral Ranpura is proposed for Directorship											

ANNEXURE - D

Name of the Director	Mr. Nikhil Hareshbhai Savaliya																					
DIN	07737935																					
Date of Birth	29/04/1994																					
Age	29Years																					
Date of Appointment	03/09/2024																					
Qualification	Graduate																					
Experience	Mr. Nikhil Savaliya is experienced professional Director pertaining to Solar industry. He has more 6 years of experience in the solar and wind industry. With his skills and experience, he has implemented more than 5 major EPC Contracts in the solar and wind industry.																					
Terms & Conditions of Appointment / Re-appointment	Appointed as Professional Executive Director of the Company, eligible to retire by rotation																					
Remuneration sought to be paid	Rs. 100,000/- per month, subject to provisions of Companies Act 2013 and Schedule of Companies Act 2013.																					
Shareholding in the Company	NIL																					
Relationship with the Company and other Directors	NIL																					
Number of Meetings of the Board attended during the year	Not Applicable																					
List of Listed Companies and/or Bodies Corporate in which Directorships Held	<table border="1"> <tr> <td>U68200GJ2024PLC154365</td> <td>Nexusgate Ventures Limited</td> </tr> <tr> <td>U27100GJ2022PTC136732</td> <td>Onix Trans Enersol Private Limited</td> </tr> <tr> <td>U35106GJ2023PTC143432</td> <td>Onix-One Enersol Private Limited</td> </tr> <tr> <td>U35106GJ2023PTC139650</td> <td>Onix-Three Enersol Private Limited</td> </tr> <tr> <td>U35106GJ2023PTC139646</td> <td>Onix-Two Enersol Private Limited</td> </tr> <tr> <td>U74999GJ2020PTC114544</td> <td>Capition Energy Private Limited</td> </tr> <tr> <td>U45309GJ2017PTC098435</td> <td>Ample Infracore Private Limited</td> </tr> <tr> <td>U40109GJ2021PTC121365</td> <td>Onix-Tech Renewable Private Limited</td> </tr> <tr> <td>U31501GJ2014PLC080979</td> <td>Onix Renewable Limited</td> </tr> <tr> <td>U72900GJ2020PTC114804</td> <td>Onix-Tech Services Private Limited</td> </tr> </table>		U68200GJ2024PLC154365	Nexusgate Ventures Limited	U27100GJ2022PTC136732	Onix Trans Enersol Private Limited	U35106GJ2023PTC143432	Onix-One Enersol Private Limited	U35106GJ2023PTC139650	Onix-Three Enersol Private Limited	U35106GJ2023PTC139646	Onix-Two Enersol Private Limited	U74999GJ2020PTC114544	Capition Energy Private Limited	U45309GJ2017PTC098435	Ample Infracore Private Limited	U40109GJ2021PTC121365	Onix-Tech Renewable Private Limited	U31501GJ2014PLC080979	Onix Renewable Limited	U72900GJ2020PTC114804	Onix-Tech Services Private Limited
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Membership(s)/Chairmanship(s) of the committees of Directors of other Companies	Chairmanship - NIL Membership - NIL																					
Declaration under Regulation 36(3) of SEBI LODR Regulations, 2015	The proposed Director meets the skills and capabilities required for the role and the manner in which the candidature of Mr. Nikhil Savaliya is proposed for Directorship.																					