



HARSHDEEP

Date: February 27, 2025

To,
The Manager,
BSE SME Platform
Department of Corporate Services
25th Floor, P.J. Towers, Dalal Street
Fort, Mumbai - 400 001

BSE Scrip Code: 544105

Dear Sir/Madam,

Please be informed that pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), approval/consent of members of the Company is sought through Postal Ballot/ Electronic Voting ("e-voting") by way of resolutions for the business set out in the enclosed Postal Ballot Notice dated February 24, 2025.

In this regard, please note that the Company has completed dispatch of the said Notice of Postal Ballot on Thursday, February 27, 2025 through email to all the members whose names appeared in the Register of Members/ Record of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, February 21, 2025.

Please find attached postal ballot notice for your reference.

Thanks & Regards

For HARSHDEEP HORTICO LIMITED

HITESH CHUNILAL SHAH
MANAGING DIRECTOR
DIN - 09843633

HARSHDEEP HORTICO LIMITED

CIN : L26994MH2022PLC396421

Redg. Office: Building No. 01, Gala NO. 1 to 4 (Part),
Shree Sai Logistics, Survey No. 18/2 P, 17/2A, 17/2 A, 17/B Part,
Village Elkunde, Bhiwandi Thane - 421302, Maharashtra
Mob : 7506334491/94 Email : info@harshdeepindia.com



Schedule of Event for Postal Ballot Notice of Company

BENPOS Date for Sending Notice	21-01-2025
Date of Completion of Dispatch	27-02-2025
Cut Off Date	21-01-2025
Remote e-Voting Start Date	28-02-2025
Remote e-Voting Start Time	09:00 AM
Remote e-Voting End Date	29-03-2025
Remote e-Voting End Time	5:00 PM
Date of deemed Meeting for approval through Postal Ballot i.e. last day of E-voting	29-03-2025

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Postal Ballot Notice

(Notice pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of Companies (Management & Administration) Rules, 2014).

To the Members of the Company,

NOTICE is hereby given pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (“**Companies Act**”), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings (“**SS-2**”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and other applicable laws and regulations, it is proposed to seek the consent of the members (“**Members**”) of **Harshdeep Hortico Limited** (“**Company**”), for the resolutions appended below, through Remote Electronic Voting (“**E-Voting**”) only.

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolution setting out the material facts and the reasons thereof, is appended, Pursuant to Rule 22(5) of the Rules.

The Board of Directors (“**Board**”) in its meeting held on Monday, February 24, 2025 has appointed M/s. Dilip Swarnkar & Associates, Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot and E-Voting process in a fair and transparent manner. He has communicated his willingness to be appointed and will be available for the said purpose.

Section 110 of the Act and the Rules provide for passing of resolutions by postal ballot. In terms of said Section of the Act and the Rules, a company may, and in case of resolutions relating to such business as the Central Government may, by notification, declare to be conducted only by postal ballot, shall, get any resolution (other than ordinary business and any business in respect of which directors or auditors have right to be heard at any meeting) passed by means of postal ballot, instead of transacting the business in general meeting of the Company.

Further, in terms of the circulars issued by the Ministry of Corporate Affairs (“**MCA**”) vide its General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (issued by the Ministry of Corporate Affairs (“**General Circulars**”) (“**MCA Circulars**”), Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (“**Secretarial Standard-2**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI Listing Regulations**”), and other applicable provisions of the Act, rules, circulars and notifications issued

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thereunder, that the resolution(s) appended below are proposed to be passed by the shareholders of the **HARSHDEEP HORTICO LIMITED** (“Company”) through postal ballot by remote e-Voting process (“E-Voting”).

The requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. In compliance with the provisions of the Companies Act, SEBI Listing Regulations and the MCA Circulars, the Postal Ballot through remote E-Voting is being initiated to transact business(es) as set out in this Notice. The Company has engaged NSDL for facilitating the remote e-voting system. The remote e-voting period commences on Friday, February 28, 2025 (9.00 a.m. IST), and ends on Saturday, March 29, 2025 (5.00 p.m. IST). The cut-off date for the purpose of determining eligibility of members for voting has been fixed as Friday, February 21, 2025 (“Cut-off Date”). Notice of the Postal Ballot will also be available on the Company’s website : www.harshdeepindia.com, websites of the BSE Limited (“Stock Exchange”) <https://www.bseindia.com/>, and on the website of NSDL i.e. at <https://eservices.nsdl.com> members are requested to read carefully the instructions for remote e-voting given in the Notes forming part of this Notice.

The draft resolutions proposed to be passed by way of Postal Ballot and the Explanatory Statement setting out the material facts concerning the said resolution and the reasons thereof, are annexed hereto for your consideration. In compliance with the requirements of the MCA Circulars, Members are required to communicate their assent or dissent through the remote e-voting system only. You are requested to carefully read all the instructions given in the Notes. E-Voting shall commence on Friday, February 28, 2025 (9.00 a.m. IST) and ends on Saturday, March 29, 2025 (5.00 p.m. IST). The Scrutinizer shall submit his report to the Chairman of the Company after completion of scrutiny of the e-voting on or before Wednesday, April 02, 2025 and, the results of the voting shall be declared by the Chairman of the Company on or before Wednesday, April 02, 2025, at Company’s Registered Office. The results along with the Scrutinizer’s Report will be placed on the Company’s website i.e., www.harshdeepindia.com and on the e-voting system link of NSDL i.e., at <https://eservices.nsdl.com>. The same shall simultaneously be communicated to the BSE Limited on which the shares of the Company are listed.

Members should note that in terms of the General Circulars issued by the Ministry of Corporate Affairs, the Company is pleased to offer e-Voting facility to all its shareholders to cast their votes electronically and no physical ballot form is being dispatched by the Company. The shareholders holding equity shares whether in dematerialised form or in physical form, shall be able to vote by way of e-Voting.

ITEM NO. 1 APPOINTMENT OF M/S KAILASH CHAND JAIN & CO., CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS TO FILL UP THE CASUAL VACANCY, CAUSED DUE TO RESIGNATION OF M/S DGMS & CO., CHARTERED ACCOUNTANTS.

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

“RESOLVED THAT, pursuant to the provisions of Section 139 & 142 and other applicable provisions,

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if any, of the Companies Act, 2013 read with rules framed thereunder SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force **M/s Kailash Chand Jain & Co.**, Chartered Accountants, (Firm Registration No. 112318W) with the Institute of Chartered Accountants of India (ICAI) having a Peer review Certificate issued by the Peer Review Board of ICAI, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of **M/s DGMS & Co.**, Chartered Accountants, (Firm Registration No. 112187W), for the Financial Year 2024-25 w.e.f. December 30, 2024 to hold office till the conclusion of Annual General Meeting to be held in the calendar year 2025, at a remuneration as mutually agreed upon by the Board of Directors and the Auditors.

RESOLVED FURTHER THAT, any of the Director of the Company be and are severally hereby authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.”

ITEM NO. 2 TO REGULARIZE THE APPOINTMENT OF ADDITIONAL DIRECTOR, MR. SHANKAR KESHAVA VAILAYA (DIN: 00090509) AS DIRECTOR (NON-EXECUTIVE INDEPENDENT) OF THE COMPANY:

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

“**RESOLVED THAT**, pursuant to the provisions of Section 149, 150, 152, 160 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules framed thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) and other applicable laws, if any, based on the recommendation of the Nomination and Remuneration Committee, the approval of Members of the Company be and is hereby accorded for the appointment of Mr. Shankar Keshava Vailaya (DIN: 00090509) who was appointed as an Additional director in the capacity of Independent Director, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 24th February, 2025 till 23rd February, 2030.

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RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized to modify the terms and conditions of appointment of Mr. Shankar Keshava Vailaya (DIN: 00090509) as may be recommended by the Nomination and Remuneration Committee of the Company, from time to time, subject to such approvals as may be required under the applicable provisions of the Act and SEBI Listing Regulations.

RESOLVED FURTHER THAT, any of the Director of the Company be and is hereby severally authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.”

ITEM NO. 3 REMUNERATION TO DIRECTORS EXCEEDING THE OVERALL MANAGERIAL REMUNERATION LIMIT AS PER THE PROVISIONS OF SECTION 197 OF THE COMPANIES ACT, 2013:

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

“**RESOLVED THAT**, in accordance with the provisions of Section 197 of the Companies Act, 2013, (“the Act”) read with Schedule V of the Act and other applicable provisions, if any, and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for payment of remuneration to the Directors of the Company notwithstanding that aggregate remuneration of such Directors exceeds the overall limit of managerial remuneration from 11% of the net profits of the Company, calculated as per the provisions of Section 198 of the Act.

RESOLVED FURTHER THAT, the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

ITEM NO. 4 REVISION IN THE REMUNERATION BY INCLUSION OF COMMISSION OF MR. HITESH CHUNILAL SHAH, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass with or without modification(s), following resolution as a

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Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”), if any, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of, 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) and the enabling provisions of Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee (“NRC”) and the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for payment of remuneration by way of salary, dearness allowance, perquisites, commission on net profits of Company or other allowances or any other combination thereof in the manner and limits as stated hereinbelow and on such other terms and conditions as approved by the board.

REMUNERATION:

- (a) Salary: Rs. 1,20,00,000/- per annum including following perquisites.
- (b) Perquisites (amount not exceeding Rs. 1,20,00,000/-):
- Rent free accommodation or in case of residence owned by the director, payment/ reimbursement of monthly society bill;
 - Payment/ reimbursement of expenditure on gas, electricity, water, telephone, furnishing at residence;
 - Payment/ reimbursement of medical/ hospitalization expenses for self and family members, furnishings, payment of premium on personal accident and health insurance, club fees;
 - Reimbursement/ payment of expenditure pertaining to education of children of the director, and
 - Such other perquisites as may be approved by the Board or Nomination and Remuneration Committee of Directors, from time to time;
 - Provision of company-maintained car(s) for official use;
 - Perquisites shall be valued as per Income tax Rules.
- (c) Commission (In case of Adequate Profit in any financial year during his tenure)

Upto 2% of Net Profits of Company calculated as per Section 198 of Companies Act, 2013

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation in the provisions of Schedule V of the Act, relating to the payment of remuneration to the managerial personnel, the Board of Directors of the Company, (including its committees thereof), subject to the recommendations of the Nomination and Remuneration Committee be and is hereby authorized to vary the remuneration, commission, perquisites, and other benefits etc. within such prescribed limits.

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RESOLVED FURTHER THAT the aggregate amount of remuneration payable to Mr. Hitesh Chunilal Shah having DIN (09843633) in a financial year may exceed the maximum admissible limits as prescribed in Section 197 of the Act, and the terms and remuneration as set out in the explanatory statement of this resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits arising in any financial year, Mr. Hitesh Chunilal Shah having DIN (09843633) shall be entitled to receive remuneration, perquisites, commission and other benefits etc. upto the limit as approved by the members herein above, as minimum remuneration.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to revise, enhance, alter and vary from time to time the terms and conditions of appointment and remuneration by seeking further consent and approval of the shareholders of the Company and to do all necessary acts, deeds and things as it may, in its absolute discretion, and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto.”

ITEM NO. 5 AUTHORISATION TO THE BOARD OF DIRECTORS UNDER SECTION 186 OF COMPANIES ACT, 2013:

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

“**RESOLVED THAT**, pursuant to the provisions of Section 179, 186 and other applicable provisions, if any, of the Companies Act, 2013, the consent of the members of Company be and is hereby accorded for giving any loan to any person(s) or other body corporate(s); (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s) ; and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches from time to time, on such terms and conditions and with or without security as the Board of Directors may think fit which, together with the investments made / loans given / guarantees / securities already made by the Company, which may exceed 60% of paid up capital and free reserves and securities premium or 100% of free reserves and securities premium, that is to say, reserves not set apart for any specific purpose, whichever is more, provided that the total amount of investments made / loans given / guarantees / securities already made by the Company, shall not at any time exceed the limit of Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only).

RESOLVED FURTHER THAT, the Board of Directors of the Company, be and is hereby authorized to negotiate and settle the terms and conditions of the investments / loans / guarantees / securities which may be made by the Company from time to time, by the Company, finalize the agreements/contracts and

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documents in this regard and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT, any one of the Director(s) of the Company be and are hereby severally authorized, to do all acts, deeds, matters, and things as deem necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies.”

ITEM NO. 6 AUTHORIZATION TO THE BOARD OF DIRECTORS FOR LIMIT TO SECURE THE BORROWINGS UNDER SECTION 180(1)(A) OF COMPANIES ACT, 2013:

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

"RESOLVED THAT, pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company ("the Board") to hypothecate/ mortgage and/or charge in addition to the hypothecations/mortgages and/or charges created by the Company, in such form and manner and with such ranking and at such time(s) and on such terms as the Board may determine, all or any part of the movable and/or immovable properties of the Company wherever situated, both present and future, and/or create a floating charge on all or any part of the immovable properties of the Company and the whole or any part of the undertaking(s) of the Company, together with power to take over the management of the business and concern of the Company, in certain events of default, in favour of the Company's Bankers/Financial Institutions/ other investing agencies and trustees for the holders of Debentures/Bonds/other instruments/securities to secure any Rupee/Foreign Currency Loans, Guarantee assistance, Standby Letter of Credit/Letter of Credit and/or any issue of Non – Convertible Debentures, and/or Compulsorily or Optionally, Fully or Partly Convertible Debentures and/or Bonds, and/or any other Non – Convertible and/or other Partly/Fully Convertible instruments/securities, within the overall ceiling of Rs. 20,00,00,000/- (Rupees Twenty Crores Only) prescribed by the members of the Company, in terms of Section 180(1)(a) of the Companies Act, 2013.

RESOLVED FURTHER THAT, the Board be and is hereby severally authorised to execute all such deeds, documents, instruments and writings, as may be necessary for creating the aforesaid hypothecations/mortgages and/or charges and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to the above resolution."

**Place- Thane
Date- February 24, 2025**

**By Order of Board,
For Harshdeep Hortico Limited**

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Sd/-

Hitesh Chunilal Shah
Managing Director
DIN:09843633

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts relating to the business stated are annexed hereto.
2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, February 21, 2025 (“Cut-Off Date”) received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants/Depositories.
3. This Postal Ballot Notice will also be available on the Company's website at : www.harshdeepindia.com, websites of the Stock Exchange, that is, BSE Limited <https://www.bseindia.com/> and on the website of NSDL at: <https://eservices.nsdl.com> .
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail address. (i) Member who have not registered their e- mail address are requested to register the same with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) 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 the Company (www.harshdeepindia.com) and Registrar (MUFG INTIME INDIA PRIVATE LIMITED) of the Company (www.linkintime.co.in) duly filled and signed along with requisite supporting documents to the Company Registered Office address and Registrar at C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai – 400 083 Maharashtra, India.
5. Members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the Cut-Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
6. Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.

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7. Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the Listing Regulations read with circular of SEBI on e-voting facility provided by Listed Entities, dated December 9, 2020, SS-2 and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed resolutions electronically. The Company has engaged the services of NSDL as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the Members are requested to read carefully before casting their vote.
8. The e-voting period commences at Friday, February 28, 2025 (9.00 a.m. IST), and ends on Saturday, March 29, 2025 (5.00 p.m. IST). Members of the Company holding shares in physical or electronic form as on the Cut - Off Date may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.
9. The vote in this Postal Ballot cannot be exercised through proxy.
10. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer / RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned in this Notice under “Access to NSDL E-voting system”.
11. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically until the last date of e-voting. Members seeking to inspect such documents can send an email to: cs@harshdeepindia.com.

E-VOTING INTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:

The remote e-voting period begins on Friday, February 28, 2025 at 09:00 a.m. (IST) and shall end on Saturday, March 29, 2025 at 05:00 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, February 21, 2025, 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, February 21, 2025.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<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 hold with





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Mob : 7506334491/94 Email : info@harshdeepindia.com



	<p>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.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-

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	Voting option where the evoting 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. 1800-21-09911

<u>How to Log-in to NSDL e-Voting website</u>
<ol style="list-style-type: none"> 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. 3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. <i>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.</i> 4. Your User ID details are given below:

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

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

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- | |
|---|
| 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 a 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 csdilipsonioffice@gmail.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 Mr. Sanjeev Yadav at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@harshdeepindia.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 cs@harshdeepindia.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.

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.

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**EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)**

As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all the material facts relating to the business mentioned under Item No. 1 to 6 of the accompanying Notice.

Item No. 1:

APPOINTMENT OF M/S KAILASH CHAND JAIN & CO., CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY CAUSED BY RESIGNATION OF M/S DGMS & CO., CHARTERED ACCOUNTANTS:

M/S DGMS & Co., Chartered Accountants, (ICAI Firm Registration No. 112187W), was appointed as statutory auditor of the Company from 01st April, 2023 for a period of 5 years to hold office from the conclusion of 1st AGM until the conclusion of 5th AGM of the Company to be held in calendar year 2028 however, M/S DGMS & Co., Chartered Accountants has resigned on December 05, 2024 before completion of its term, from the position of Statutory Auditors due to pre-occupation elsewhere. Accordingly, the resignation letter presented before the Audit Committee and Board of Directors of the Company with the reasons stated in the Auditor's letter for their noting. Further the said resignation of M/S DGMS & Co., before completion of its term as auditor caused a casual vacancy in the office of Statutory Auditors as per the provisions of section 139(8) of the Companies Act, 2013 and casual vacancy so caused by the resignation of auditors can only be filled up by the Company after taking consent of the members.

Hence the Board, on the basis of recommendation of Audit Committee, proposes that M/S **Kailash Chand Jain & Co.**, Chartered Accountants (ICAI Firm Registration No. 112318W), be appointed as the Statutory Auditors of the Company w.e.f. December 30, 2024 to hold office upto the conclusion of next Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/S DGMS & Co., Chartered Accountants (ICAI Firm Registration No. 112187W), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

M/S **Kailash Chand Jain & Co.**, Chartered Accountants (ICAI Firm Registration No. 112318W), is a firm of Chartered Accountants and have experience in providing Auditing, finance, legal, taxation, assurance & regulatory services & focusing on business excellence. The Audit Firm has valid Peer Review certificate.

The proposed resolutions are in the interest of the Company and your Directors recommend the resolution set out in the Notice as Item No. 1 for your approval.

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None of the Promoters, Directors or KMP and their relatives forming part of the Promoter Group of the Company have any interest in this resolution. They do not have any concern or interest, financial or otherwise, in the proposed resolution.

Item No. 2:

TO REGULARIZE THE APPOINTMENT OF ADDITIONAL DIRECTOR, MR. SHANKAR KESHAVA VAILAYA (DIN: 00090509) AS DIRECTOR (NON-EXECUTIVE INDEPENDENT) OF THE COMPANY:

The Nomination and Remuneration Committee and the Board of Directors of the Company in their respective meetings held on February 24, 2025, recommended the appointment of Mr. Shankar Keshava Vailaya (DIN: 00090509) as an additional director in the capacity of Independent Director, and subsequently, as an Independent Director, not liable to retire by rotation, for a term of five consecutive years with effect from February 24, 2025.

Mr. Shankar Keshava Vailaya has more than 24 years of experience and have expertise in the area of Retail Broking & Financial Services, Operational Excellence & Strategic Execution, Non-Banking Financial Company (NBFC) Leadership, Network Expansion & Growth, Family Office Management, Corporate Governance & Board Leadership and he hold various key skills like Strategic Planning & Execution, Corporate Governance and may more. He holds B. Com degree and is a Chartered Accountant. In view of the Board, her induction to the Board not only will strengthen the Corporate Governance but also be of immense benefits to the Company.

Mr. Shankar Keshava Vailaya has given his consent to act as a Director in terms of Section 152 of the Companies, Act, 2013 ("Act"). Mr. Shankar Keshava Vailaya has also given a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) and (7) of the Act, read with Rules framed thereunder. The Company had also received a declaration to the effect that Mr. Shankar Keshava Vailaya is not disqualified from being appointed as a Director in terms of Section 164 of the Act, 2013 and he is not debarred from holding the office of Director by virtue of SEBI Order or any other authority, pursuant to BSE circular dated June 20, 2018.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and qualifications) Rules, 2014. Mr. Shankar Keshava Vailaya has registered himself in the databank of Independent directors.

Further, the Board of Directors of the Company is of the opinion that Mr. Shankar Keshava Vailaya is possesses appropriate skills, experience, knowledge and capabilities to be appointed as Independent Director of the Company for the aforesaid term and he is independent of the management of the Company.

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Mr. Shankar Keshava Vailaya will be entitled to a remuneration by way of sitting fees as approved by the Board of Directors from time to time.

The Board recommends the resolution for the approval of Members by way of an Ordinary Resolution.

The brief profile of Mr. Shankar Keshava Vailaya is given herein below and other relevant details as required pursuant to the provisions of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, are provided in Annexure – I to the Notice.

Except Mr. Shankar Keshava Vailaya and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the Directors or Key Managerial Personnel of the Company, and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 3:

REMUNERATION TO DIRECTORS EXCEEDING THE OVERALL MANAGERIAL REMUNERATION LIMIT AS PER THE PROVISIONS OF SECTION 197 OF THE COMPANIES ACT, 2013:

The aggregate remuneration of all Directors including Independent Directors may exceed 11% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013, during their tenure of appointment. Accordingly, approval of members of the Company is being sought in terms of Section 197 of the Companies Act, 2013 for payment of remuneration to all Directors including Independent Directors notwithstanding that aggregate remuneration of all Directors may exceed from 11% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013.

All Directors and their relatives may be considered as interested in this resolution.

Except the aforesaid, none of the Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the aforementioned Resolution except to the extent of their shareholding in the Company.

The Board of Directors recommends the Special Resolution set forth in Item No. 3 for approval of the Members.

Item No. 4:

REVISION IN THE REMUNERATION BY INCLUSION OF COMMISSION OF MR. HITESH CHUNILAL SHAH, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY:

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Mr. Hitesh Chunilal Shah is the Promoter and Chairman & Managing Director of our Company. He has been on the Board since incorporation. He is a visionary entrepreneur and has played a pivotal role in expanding business operations of our Company. He has a work experience of over 20 years in the industry and has completed his Higher Senior Secondary Education (Class 12th) from Maharashtra state board of Secondary & High Secondary Education, Pune in year 1992. He currently looks after the overall management of the Company. Under his guidance, our Company has witnessed continuous growth. Further pursuant to provisions of Articles of Association of the Company, the Board has considered and approved the recommendation of Nomination and Remuneration Committee for inclusion of commission in the remuneration of Mr. Hitesh Chunilal Shah, Managing Director. Since the Management is of the opinion that with the growth of the Company, the leadership of the Company shall also be awarded and hence as a token of appreciation for the hard work of Mr. Hitesh Chunilal Shah, Managing Director, the management of the Company decided to inclusion of Commission in the Remuneration of Mr. Hitesh Chunilal Shah, subject to the approval of the Members of the Company.

The following table sets forth the terms of appointment and remuneration including Salary, Perquisites, Commission on Net Profits and other benefits of Mr. Hitesh Chunilal Shah:

Particulars	Remuneration (In ₹ lakhs)
Remuneration	Up to 120 Lakhs per annum
Reimbursement of Expenses	(d) Perquisites (amount not exceeding Rs. 1,20,00,000/-): <ul style="list-style-type: none">• Rent free accommodation or in case of residence owned by the director, payment/ reimbursement of monthly society bill;• Payment/ reimbursement of expenditure on gas, electricity, water, telephone, furnishing at residence;• Payment/ reimbursement of medical/ hospitalization expenses for self and family members, furnishings, payment of premium on personal accident and health insurance, club fees;• Reimbursement/ payment of expenditure pertaining to education of children of the director, and• Such other perquisites as may be approved by the Board or Nomination and Remuneration Committee of Directors, from time to time;• Provision of company-maintained car(s) for official use;• Perquisites shall be valued as per Income tax Rules.
(e) Commission (In case of Adequate Profit in any financial year during his tenure)	Upto 2% of Net Profits of Company calculated as per Section 198 of Companies Act, 2013

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Except Hitesh Chunilal Shah, Dipti Hitesh Shah, Harshit Shah, Megh Hitesh Shah, none of the Directors or Key Managerial Personnel of the Company, and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

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

Item No. 5:

AUTHORISATION TO THE BOARD OF DIRECTORS UNDER SECTION 186 OF COMPANIES ACT, 2013:

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 25 Crores, as proposed in the Notice.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 5 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 5 of the accompanying notice.

The Board recommends the resolution at Item no. 5 to be passed as Special Resolution.

Item No. 6:

AUTHORIZATION TO THE BOARD OF DIRECTORS FOR LIMIT TO SECURE THE BORROWINGS UNDER SECTION 180(1)(A) OF COMPANIES ACT, 2013:

Section 180(1)(a) of the Companies Act, 2013 provides that the Board of Directors of a Company shall only with the consent of the members by way of Special Resolution in a General Meeting, sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company. The

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hypothecation/mortgage/ creation of charge by the Company of its properties as and when undertaken, may be considered to be the disposal of all or any part of the Company's undertakings, for the borrowings and would attract the provisions of the said Section 180(1)(a) of the Companies Act, 2013.

Consent of the Members is being sought to mortgage, create charges and or/hypothecate the Company's properties as and when necessary to secure any Rupee/Foreign currency Loans, Guarantee assistance, and/or any issue of Non – Convertible Debentures, and/or Compulsorily or Optionally, Fully or Partly Convertible Debentures and/or Bonds, convertible and/or other non – convertible or partly/fully convertible instruments/securities, from time to time, within the overall ceiling prescribed by the Members of the Company, of Rs.20 crores, prescribed by the members of the Company, in terms of Section 180(1)(a) of the Companies Act, 2013.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 6 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 6 of the accompanying notice.

The Board recommends the resolution at Item no. 6 to be passed as Special Resolution.

Place- Thane

Date- February 24, 2025

**By Order of Board,
For Harshdeep Hortico Limited**

Sd/-

**Hitesh Chunilal Shah
Managing Director
DIN:09843633**

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Annexure – I

The details of the directors pursuant to para 1.2.5 of SS-2 (“Secretarial Standard on General Meetings”), Regulation 36(3) of the SEBI Listing Regulations and other applicable provisions, are provided in the table below:

Sr. No.	Particulars	Details
1	Name	Mr. Shankar Keshava Vailaya
2	Father’s Name	Mr. Keshava Vailaya
3	Date of Birth	08-02-1964
4	Age	61 Years
5	Date of First Appointment	24-02-2025
6	Brief resume and expertise in specific functional areas	Mr. Shankar Keshava Vailaya has more than 24 years of experience and have expertise in the area of Retail Broking & Financial Services, Operational Excellence & Strategic Execution, Non-Banking Financial Company (NBFC) Leadership, Network Expansion & Growth, Family Office Management, Corporate Governance & Board Leadership and he hold various key skills like Strategic Planning & Execution, Corporate Governance and may more. He holds B. Com degree and is a Chartered Accountant.
7	Qualification	B.com and Chartered Accountant
8	Terms and Conditions of appointment	As detailed in the respective resolution and Explanatory statement.
9	Directorship held in other Companies including Listed Companies	a) Shrikar Valves Private Limited b) Cookwell Domestic Appliances Limited c) Equirus Capital Private Limited d) Centrum Broking Limited (CN) e) Cognigix Digital Learning Private Limited f) AVI Alimchandani Foundation g) Universal Learning Aid Private Limited
10	Chairman/Member of the Committee of the Board of Directors of the Company	Not Applicable
11	Chairman/Member of the Committee of the Board of Directors of Other Companies (Including Listed Companies) in which he/she is a director	a) Equirus Capital Private Limited: <ul style="list-style-type: none">Chairman of the Audit CommitteeMember of the Compensation Committee b) Centrum Broking Limited (CN):

HARSHDEEP HORTICO LIMITED

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		<ul style="list-style-type: none">a) Chairman of the Audit Committeeb) Member of NRC the Committee <p>c) <u>Cookwell Domestic Appliances Limited</u></p> <ul style="list-style-type: none">Audit CommitteeNomination and Remuneration Committee (Chairman)Stakeholders Relationship Committee
12	Listed entities from which the person has resigned in the past three years	Not Applicable
13	Number of shares held in the Company including shareholding as a beneficial owner	81,000 Shares
14	No. of Board Meetings attended during the Financial Year 2024-25	Not Applicable
15	Relationship with other directors, manager and KMPs of the Company	Not Applicable
16	Details of remuneration sought to be paid, if any	Not Applicable
17	Remuneration Last Drawn, If Any	Not Applicable
18	Justification for choosing the appointee for appointment	In the opinion of the Board, Mr. Shankar Keshava Vailaya possesses appropriate skills, experience & knowledge and fulfils the conditions for appointment as director as specified in the act and the SEBI Listing Regulations.

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