

NIDHI GRANITES LIMITED

CIN- L51900MH1981PLC025677

4th September, 2020

To,
Corporate Service Department
BSE LIMITED
P J Towers, Dalal Street,
Mumbai -400001, India

Scrip Code: 512103

Dear Sir/Madam,

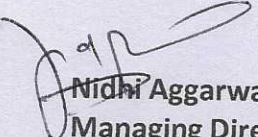
Sub: Submission of Notice of 38th Annual General Meeting to be held on 28th September, 2020.

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed herewith Notice of 38th Annual General Meeting of the Nidhi Granites Limited which is scheduled to be held on 28th September, 2020 at 11:00 a.m. at the registered office of the Company at 9, Popat Bapa Shopping Centre, 2nd Floor, Station Road, Santacruz West, Mumbai-400054.

Please take the same on your record and disseminate the information under "Corporate Announcement" on your exchange website.

Yours Faithfully,

For **Nidhi Granites Limited**


Nidhi Aggarwal
Managing Director
DIN: 00785248
Encl: As above

NOTICE

NOTICE is hereby given that the **38th** Annual General Meeting of the Members of **Nidhi Granites Limited** will be held on **Monday, 28th September, 2020 at 11.00 a.m.** at the Registered Office of the Company at 9, Popat Bapa Shopping Centre, 2nd Floor, Station Road, Santacruz (West), Mumbai - 400 054 to transact the following business:

ORDINARY BUSINESS:

ITEM NO.1

To receive, consider and adopt the Financial Statements of the Company for the financial year ended on 31st March, 2020, including the audited Balance Sheet as at 31st March, 2020, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

ITEM NO.2

To appoint Director in place of Mr. Rajkumar Thard (DIN: 00659626) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

ITEM NO.3

TO APPOINT M/S. S. K. BHAGERIA. & ASSOCIATES; CHARTERED ACCOUNTANT AS STATUTORY AUDITORS FOR THE TERM OF FIVE (5) YEARS AND TO FIX THEIR REMUNERATION:

“**RESOLVED THAT** pursuant to the provision of Sections 139 and 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof), M/s. S. K. Bhageria & Associates; Chartered Accountants, having Firm Registration No.112882W, Mumbai and holding valid Peer review certificate issued by the Institute of Chartered Accountants of India, be and are hereby appointed as Statutory Auditors of the Company to hold office for the term of five (5) years from the conclusion of the ensuing 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the Company at a remuneration / fees as may be fixed / decided by the Board of Directors of the Company plus reimbursement of out of pocket expenses.

FURTHER RESOLVED THAT any director of the Company be and is hereby authorized to do all such acts, things and deeds as may be deemed necessary to give effect to the above stated resolutions.”

SPECIAL BUSINESS:

ITEM NO.4

APPOINTMENT OF MS. NIDHI AGGARWAL (DIN:00785248) AS MANAGING DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, the consent of the Company be and is hereby accorded to the appointment of Ms. Nidhi Aggarwal (DIN: 00785248), with effect from 31st July, 2020 as the “Managing Director” of the Company for a period of five years up to 30th July, 2025 without any remuneration and terms & conditions as set out in the explanatory statement annexed to this Notice and the Board of Directors be and is hereby authorized to alter and vary such terms of appointment, as may be agreed to by the Board of Directors and Ms. Nidhi Aggarwal.”

ITEM NO.5

APPOINTMENT OF MR. RAJESH RAICHAND CHHEDA (DIN:03406572) AS AN INDEPENDENT DIRECTOR FOR A TERM OF FIVE CONSECUTIVE YEARS.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (hereinafter referred to as the “Listing Regulations”), Mr. Rajesh Raichand Chheda (DIN 03406572), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 1st September, 2020 and holds office up to the ensuing Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013 and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a term of five years with effect from 1st September, 2020 to 31st August, 2025, whose period of Office shall not be liable to determination by retirement of directors by rotation.”

ITEM NO.6

APPOINTMENT OF MR. VINEETKUMAR SHATRUGHNA MISHRA (DIN: 06789301) AS AN INDEPENDENT DIRECTOR FOR A TERM OF FIVE CONSECUTIVE YEARS.

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

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (hereinafter referred to as the “Listing Regulations”), Mr. Vineetkumar Shatrughna Mishra (DIN 06789301), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 1st September, 2020 and holds office up to the ensuing Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013 and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a term of five years with effect from 1st September, 2020 to 31st August, 2025, whose period of Office shall not be liable to determination by retirement of directors by rotation.”

**For and on behalf of the Board
For Nidhi Granites Limited**

**Place: Mumbai
Date: 1st September, 2020**

**Rajkumar Thard
Chairperson**

**Regd. Office:
9, Popat Bapa Shopping Centre,
2nd Floor, Station Road, Santacruz (West),
Mumbai - 400 054.**

CIN: L51900MH1981PLC025677

Email: pushpraj0201@gmail.com

Website: www.nidhigranites.com

NOTES:

1. The relevant Explanatory Statement as required under section 102 of the Companies Act, 2013, in respect of special business is annexed hereto.
2. In respect of Resolution at Item No. 2, 4, 5, & 6 a Statement giving additional information on Director seeking re-appointment is annexed herewith as required under regulation 36(3) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and SS-2 Secretarial Standards on General Meeting
3. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself on a poll and the proxy need not be a member of the company.**

Pursuant to the Provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company. Member holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member

The instruments appointing proxy as per the format including in the Annual Report should be lodged with the Company at its Registered office not less than 48 hours the Commencement of the meeting i.e. by 11.00 a.m. Saturday, 26th September, 2020.

During the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, Member would be entitled to inspect the proxies lodged with the Company during normal business hours (10.00 a.m. IST to 6.30 p.m. IST) at the registered office of the Company, provided that a requisition for the same from a Member is received in writing not less than 3 days before the commencement of the Meeting

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their

representative along with their specimen signature to attend and vote on their behalf at the Meeting.

In case of joint holder attending the Meeting, only such joint holder who is higher in the order of the names will be entitled to vote.

4. Pursuant to Section 72 of the Companies Act, 2013, Members holding shares in physical form may file nomination in the prescribed Form SH-13 (Annexed to the Report) with the Company's Registrars and Transfer Agent. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
5. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for longer periods. Periodic statement of holdings should be obtained from the concerned Depository Participant and holding should be verified.
6. As per Regulation 40 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed Companies can be transferred only in dematerialised form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form so as to be able to freely transfer them and participating corporate actions such as buyback. Members can contract the Company or Company's registrar and Transfer Agents, Universal Capital Securities Pvt. Ltd. for assistance in this regard.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
8. A Member who is desirous of getting any information as regard to the business to be transacted at the meeting is requested to write to the Company his queries at least seven days in advance of the Meeting in order to keep the information required readily available at the Meeting.
9. Members/Proxies and authorised signatories should bring the attendance slip duly filled in for attending the meeting. The identity/signature of the Members holding shares in electronic/demat form is liable for verification with specimen signatures as may be furnished by NSDL/CDSL to the Company. Such Members are advised to bring the relevant identity card, issued by the Depository Participant, to attend the Annual General Meeting.
10. Pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 101 and 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail

addresses either with the company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

11. Members are requested to bring their physical copies of the Annual Report at the Meeting.
12. A route map showing directions to reach the venue of the 38th Annual General Meeting is given at the end of the notice as per the requirements of Secretarial Standard - 2 on General Meeting.
13. The Company's Equity shares are listed on BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 and the Company has paid the Annual Listing Fees to the said Stock Exchange for the year 2020-2021.
14. Members are requested to send all communication relating to shares to the Company's Registrar and Share Transfer Agent at Universal Capital Securities Pvt. Ltd. 21, C 101, 247 Park, LBS Road, Vikhroli West, Mumbai-400083.

15. E –Voting

In accordance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by the Companies (Management and Administration) Rule, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the stated items of business may be transacted through electronic voting system and the Company is providing facility for voting by electronic means ("remote e-voting") to its Members. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for providing remote e-voting facilities to the Members, enabling them to cast their vote in a secured manner.

- (i) **The Voting period starts from 9.00 a.m. on Friday, 25th September, 2020 and ends at 5.00 p.m. on Sunday, 27th September, 2020.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. **18th September, 2020** may cast their vote electronically. The voting module shall be disabled by CDSL for voting thereafter.
- (ii) Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com.
- (iii) Now click on "**Shareholder**" to cast your votes
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID.
 - b. For NSDL: 8 Character DP ID followed by 8 digits client ID.
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.

- (v) Next enter the **image Verification Code** as displayed and click on Login.
- (vi) In case you have voted before on CDSL's e-voting system, enter your existing password.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company are requested to use the first two letters of their name and the 8 digits of the sequence number which is mentioned in address label as sr. no affixed on Annual Report, in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first characters of the name in CAPITAL letters. e.g. If your name is Manoj Kumar with sequence number 1 then enter MA00000001 in the PAN field.
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the Number of Shares in the Dividend Bank details field.

- (viii) After entering above details appropriately, click on "**SUBMIT**".
- (ix) Members holding shares in Physical form will then reach directly the Company selection screen. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding share in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the "**Electronic Voting Sequence Number**" (EVSN) for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see "**Resolution Description**" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The Option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xiii) Click on the “**RESOLUTION FILE LINK**” if you wish to view the entire AGM Notice.
- (xiv) After selecting the resolution, you have decided to vote on, click on “**SUBMIT**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**OK**”, else to change your vote, click on “**CANCEL**” and accordingly modify your vote.
- (xv) Once you ‘**CONFIRM**’ your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking in “Click here to print” option on the voting page.
- (xvii) If Demat account holder has forgotten the changed password, then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the System.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile App m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as promoted by the mobile app while voting on your mobile.
- (xix) You are advised to cast your vote only through one mode (E-voting or through Poll at the AGM). In case you cast your votes through both the modes, votes cast through E-voting shall only be considered and votes cast at the meeting through Poll would be rejected.
- (xx) **Note for Non-Individual Shareholders and Custodians:**
- Non- Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are requested to log on to www.evotingindia.com and registered themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same or send to the Scrutinizer through e-mail to nidhiagm2020@dholakia-associates.com.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQS”) and e-voting manual available at www.evotingindia.com under

help section or Mr. Rakesh Dalvi, Manager,(022-23058542) (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

- (xxii) Members, who have registered their e-mail addresses with the Company, are being sent the AGM Notice along with the Annual Report, Attendance Slip & Proxy Form by e-mail and others are being sent by post/courier.
- (xxiii) The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL www.evotingindia.com within 48 hours of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.
16. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
17. 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.
18. Any person becoming a Member of the Company after the dispatch of the Notice of the Meeting and holds shares can exercise their voting rights through remote e-voting by following the instructions listed hereinabove or by voting facility provided at the meeting.
19. Mr. Nrupang B. Dholakia or in his absence Mr. Bhumitra V. Dholakia, of Dholakia & Associates LLP, Company Secretaries in Whole Time Practice has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
20. The Chairperson shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
21. The Scrutinizer shall, immediately after the conclusion of voting at general meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall within 48 hours of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him in writing.
22. The result along with the Scrutinizers Report shall be communicated to BSE Limited www.bseindia.com as well as on the website of the Company at www.nidhigranites.com.
23. Beneficial Owners holding shares in electronic/demat form are requested to notify any change in their address, bank account, mandate, etc. to their respective Depository Participant. Members holding shares in physical form are requested to notify any change in their address, bank account etc. to the Registrar and Share Transfer Agents, Universal Capital Securities Pvt. Ltd.

ANNEXURE TO ITEM NOS 2,4,5, AND 6 TO THE NOTICE OF THE AGM

As required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 Secretarial Standard on General Meetings, brief profile of the Directors retiring by rotation/ seeking appointment/ re-appointment at the ensuing Annual General Meeting, is given below:

Name of the Director	Mr. Rajkumar Thard	Ms. Nidhi Aggarwal	Mr. Rajesh Raichand Chheda	Mr. Vineetkumar Shatrughna Mishra
Date of Birth	02/01/1945	16/11/1973	22/01/1968	13/08/1978
Date of Appointment	1/04/1984	30/04/2015	01/09/2020	01/09/2020
Qualifications	B.Sc.	B.Com.	CA	B.Sc.
Expertise in specific functional areas	Administration	Share Market & Mutual Funds	Accounts, Audit and Taxation	Entrepreneurship and Customer Relationship
Directorship in other Companies	Nupur International Private Limited	<ul style="list-style-type: none"> • Emerging Technologies (India) Private Limited • IL Nidas Consulting Services Private Limited • Nupur International Private Limited • Ridgeline Infraprojects Private Limited 	<ul style="list-style-type: none"> • Dessenace Hospitality Advisory Services Private Limited 	Nil
Chairperson/Member of the Committees of the Board of Directors of the Company	Member of the Audit Committee	None	Nil	Nil
Chairperson/Member of the Committees of the Board of Directors of the other Companies in which He/she is a Director	None	None	Nil	Nil
No. of shares in the Company	1,24,309	81,028	Nil	Nil
Inter-se Relationship between Directors	Father of Ms. Nidhi Aggarwal, Managing Director and Husband of Ms. Pushpa Rajkumar Thard, Director.	Daughter of Mr. Rajkumar Thard, Director and Ms. Pushpa Rajkumar Thard, Director.	None	None
Director Identification Number	00659626	00785248	03406572	06789301

**For and on behalf of the Board
For Nidhi Granites Limited**

**Place: Mumbai
Date: 1st September, 2020**

**Rajkumar Thard
Chairperson**

**Regd. Office:
9, Popat Bapa Shopping Centre,
2nd Floor, Station Road, Santacruz (West),
Mumbai - 400 054.
CIN: L51900MH1981PLC025677
Email: pushpraj0201@gmail.com
Website: www.nidhigranites.com**

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 SETTING OUT MATERIAL FACTS.

As required under section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned in Item No. 4,5,6 and 7.

ITEM NO. 4

The Board of Directors at their meeting held on 30th July, 2020 have appointed Ms. Nidhi Aggarwal as a Managing Director of the Company for a period of five years with effect from 31st July, 2020 and subject to necessary approvals of the Members.

Ms. Nidhi Aggarwal (DIN 00785248) aged 46 years, holds a degree in Commerce. She has an experience of 15 years in field of Share Trading & Mutual Fund Investment.

The appointment of Ms. Nidhi Aggarwal is appropriate and in the best interest of the Company.

The terms of appointment of Ms. Nidhi Aggarwal as Managing Director are as under:

A. REMUNERATION AND BENEFITS: NIL

B. OTHER TERMS AND CONDITIONS:

1. Job Responsibilities:

1.1. She will be responsible for achieving certain individual and organizational goals which will be specified from time to time.

1.2. She will devote her time and attention exclusively to the business of the Company to fulfil the responsibilities assigned by the Company and uses her best endeavours to promote the Company's interests.

2. Leave, Working Hours and Holidays:

2.1. She shall be entitled to leave as per the Company's leave policy effective from her date of joining.

2.2. She shall be entitled to Company declared holidays in a year.

2.3. The applicable leave, holidays and working hours shall be as per the Company's policy and the details of the same shall be communicated to her.

2.4. However, it is clearly understood and agreed upon that she will be required to work additional hours as may from time to time be reasonable and necessary for the efficient performance of her duties/responsibilities.

In view of the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, the Board recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for the approval of the Members.

No other Directors and Key Managerial Personnel as defined under Section 2 (51) of the Companies Act, 2013 and their relatives are concerned or interested financially or otherwise in the passing of this resolution except Ms. Nidhi Aggarwal, Mr. Rajkumar Thard and Ms. Pushpa R. Thard may be deemed to be concerned or interested in the resolution set at Item no. 4.

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

ITEM NO. 5

Mr. Rajesh Raichand Chheda, age 52 years, was appointed as an Additional Director of the Company in the Category of Non-Executive Independent Director with effect from 1st September, 2020.

The Board of Directors on the recommendation of Nomination and Remuneration Committee, appointed Mr. Rajesh Raichand Chheda as an Additional Director in the category of Independent Director with effect from 1st September, 2020 under Section 149 of the Companies Act, 2013 to hold office for a period of Five (5) years. His appointment is subject to the approval of the members. The Company has received a notice from a member proposing Mr. Rajesh Raichand Chheda as a candidature for the office of Director of the Company.

Mr. Rajesh Raichand Chheda is a Chartered Accountant and commerce graduate with more than 10 years of financial experience. He handled the financial aspects of the M&A transactions and also handle the treasure and accounts of the Company. He has wide experience of due diligence related activities. He has been with D' Essence for more than 12 years and has worked on assignments covering various industries. Mr. Rajesh Raichand Chheda does not hold by himself or on behalf of any other person on a beneficial basis, any shares in the Company. Mr. Rajesh Raichand Chheda has given a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Rajesh Raichand Chheda fulfills the conditions specified in the Companies Act 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and for his appointment as an Independent Director and is independent of the management. Copy of the draft letter of appointment of Mr. Rajesh Raichand Chheda as an Independent Director is available for inspection at the registered office of the Company. The Board considers that his association would be immense benefit to the Company and it is desirable to avail services of Mr. Rajesh Raichand Chheda.

Accordingly, the Board recommends the Ordinary Resolution in relation to appointment of Mr. Rajesh Raichand Chheda as an Independent Director for period of five (5) years starting from 1st September, 2020 upto 31st August, 2025 for the approval of the members of the Company.

Except Mr. Rajesh Raichand Chheda, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

ITEM NO. 6

Mr. Vineetkumar Shatrughna Mishra, age 42 years, was appointed as an Additional Director of the Company in the Category of Non-Executive Independent Director with effect from 1st September, 2020.

The Board of Directors on the recommendation of Nomination and Remuneration Committee, appointed Mr. Vineetkumar Shatrughna Mishra as an Additional Director in the category of Independent Director with effect from 1st September, 2020 under section 149 of the Companies Act, 2013 to hold office for a period of Five (5) years. His appointment is subject to the approval of the members. The Company has received a notice from a member proposing Mr. Vineetkumar Shatrughna Mishra as a candidature for the office of Director of the Company.

Mr. Vineetkumar Shatrughna Mishra has been an entrepreneur for last 10 years plus, before that he had worked with IT enabled services and handled customers overseas and in that effort he had worked in the United Kingdom(UK) for one of his organization. Mr. Vineetkumar Shatrughna Mishra does not hold by himself or on behalf of any other person on a beneficial basis, any shares in the Company. Mr. Vineetkumar Shatrughna Mishra has given a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Vineetkumar Shatrughna Mishra fulfills the conditions specified in the Companies Act 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and for his appointment as an Independent Director and is independent of the management. Copy of the draft letter of appointment of Mr. Vineetkumar Shatrughna Mishra as an Independent Director is available for inspection at the registered office of the Company. The Board considers that his association would be immense benefit to the Company and it is desirable to avail services of Mr. Vineetkumar Shatrughna Mishra.

Accordingly, the Board recommends the Ordinary Resolution in relation to appointment of Mr. Vineetkumar Shatrughna Mishra as an Independent Director for period of five (5) years starting from 1st September, 2020 upto 31st August, 2025 for the approval of the members of the Company.

Except Mr. Vineetkumar Shatrughna Mishra, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6.

**For and on behalf of the Board
For Nidhi Granites Limited**

**Place: Mumbai
Date: 1st September, 2020**

**Rajkumar Thard
Chairperson**

**Regd. Office:
9, Popat Bapa Shopping Centre,**

**2nd Floor, Station Road, Santacruz (West),
 Mumbai - 400 054.**

CIN: L51900MH1981PLC025677

Email: pushpraj0201@gmail.com

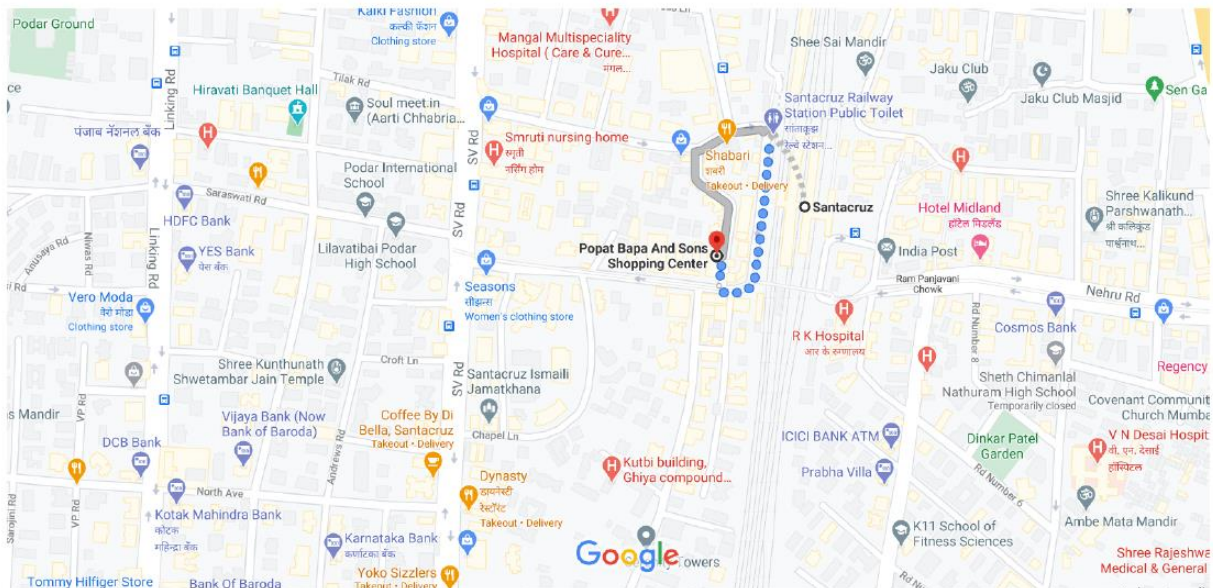
Website: www.nidhigranites.com



Santacruz to Popat Bapa And Sons Shopping Center

Walk 250 m, 3 min

The Route Map of the AGM Venue is given below:



Map data ©2020 100 m

	via Station Rd	3 min 250 m
	via Tilak Rd and 1st Gaothan Ln	3 min 240 m
All routes are mostly flat		▼