

DTIL/SE/2024/28
September 04, 2024

To
The Deputy General Manager
The Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street
Mumbai – 400001

Scrip Code 532329

Dear Sir,

Sub : Submission of Notice of 31st Annual General Meeting of the Company

Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 we wish to inform you that the 31st Annual General Meeting of the Company will be held on Saturday, the 28th day of September 2024 at 10.00 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

We attach herewith soft copy of Notice of 31st Annual General Meeting of the Company

This is for your information and record please.

Thanking you,

Yours sincerely,
For Danlaw Technologies India Limited

Gaurav Padmawar
Company Secretary and Compliance Officer



Encl: as above



NOTICE

NOTICE is hereby given that the Thirty First Annual General Meeting of the Company will be held on Saturday, the 28th day of September 2024 at 10.00 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS :

- 1.To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2024 together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Raju S Dandu (DIN:00073484),who retires by rotation and being eligible, offers himself for reappointment

SPECIAL BUSINESS:

3. Ratification of Remuneration payable to Cost Auditors of the Company for the Financial Year ending 31 March 2025

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

“RESOLVED THAT pursuant to Section 148(3) and other applicable provisions of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof) and based on the recommendation of the Audit Committee and approval of the Board of Directors at their respective Meetings held on 10th August 2024, the remuneration payable to M/s. Sagar & Associates, Cost and Management Accountants (Firm Registration No.: . 000118) appointed as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31 March 2025, amounting to Rs. 1,75,000 per year + applicable taxes.

4.To regularise the appointment of Mr Indraganty Venkateswara Sarma [DIN: 02144740], as an Independent Director who was appointed as an Additional Independent Director and in this regard to consider and if thought fit, to pass with orwithout modification(s), the following resolution as an Special Resolution:-

RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (‘Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors), Rules, 2014, and Regulation 17 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’) as amended from time to time, the Articles of Association of the Company, and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Indraganty Venkateswara Sarma [DIN: 02144740] who was appointed as an Additional Director designated as Non - Executive Director with effect from 10th August, 2024 and who is eligible for appointment and meets the criteria for independence as provided under Section 149(6) of the Act along with the Rules made thereunder and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, Mr. Indraganty Venkateswara

Sarma [DIN: 02144740] be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation for a first term of 5 (five) consecutive years.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director or Company Secretary of the Company be and are hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the office of the Registrar of Companies.”

5.To regularise the appointment of Mr. Putrevu Seshagiri Rao (DIN: 10743708), as an Independent Director who was appointed as an Additional Independent Director and in this regard to consider and if thought fit, to pass with orwithout modification(s), the following resolution as an Special Resolution:-

“

RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (‘Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors), Rules, 2014, and Regulation 17 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’) as amended from time to time, the Articles of Association of the Company, and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Putrevu Seshagiri Rao (DIN: 10743708) who was appointed as an Additional Director designated as Non - Executive Director with effect from 27th August, 2024 and who is eligible for appointment and meets the criteria for independence as provided under Section 149(6) of the Act along with the Rules made thereunder and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, (DIN: 10743708) be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation for a first term of 5 (five) consecutive years.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director or Company Secretary of the Company be and are hereby authorized, on behalf of the Company, to do allacts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute allnecessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutionalong with filing of necessary E-form with the office of the Registrar of Companies.”

Place: Hyderabad

Date: 27.08.2024

By Order of the Board
For Danlaw Technologies India Limited

Raju S. Dandu
Chairman
DIN:00073484

Notes:

1. Pursuant to the Ministry of Corporate Affairs (‘MCA’) has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to ‘‘Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19’’, General Circular Nos. 20/2020 dated May 5, 2020, General Circular Nos. 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to ‘‘Clarification on holding of

annual general meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)”, (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC / OAVM.

2. Pursuant to the General Circular No. 14/2020 dated 08th April, 2020 issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC / OAVM and participate there at and cast their votes through e-voting.
3. Body Corporates whose Authorized Representatives are intending to attend the meeting through VC/OAVM are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013 to the Scrutinizer by e-mail to saravana1015@gmail.com with a copy marked to evoting@nsdl.com and info@danlawtechnologies.com.
4. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2023-24 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2023-24 will also be available on the Company’s website www.danlawtechnologies.com; websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://www.evoting.nsdl.com/>. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. As the Annual General Meeting of the Company is held through Video Conferencing/OAVM, we therefore request the members to submit questions in advance relating to the business specified in this Notice of AGM on the Email ID info@danlawtechnologies.com
7. The Register of Members and Share Transfer Books of the Company will remain closed from 24th September 2024 to 28th September 2024 (both days inclusive).
8. A statement pursuant to Section 102 of the Companies Act, 2013 in respect of ordinary and special business under item nos 3, 4 and 5 set out above to be transacted at the meeting is annexed hereto and form part of this Notice.
9. 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 Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar and Share Transfer gent
10. Members seeking any additional information on the accounts of the Company should write to the Compliance Officer on or before 14 days of the meeting, to facilitate the compilation of data for clarifications.

11. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in the Notice under Note no. 22.
12. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
13. The Annual Report alongwith the Notice of AGM will be placed on the Company's website on www.danlawtechnologies.com
14. As per the MCA General Circular 20/2020 dated 05th May, 2020, the Annual Report will be sent through electronic mode to only those Members whose email IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository participant.
15. Members are requested to send all communications relating to shares to the Company's Share Transfer Agents (Physical and Electronic) to M/s. NSDL Database Management Limited,+4th Floor, Trade World A Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Phone : 022-49142700, Fax : 022-49142503, Email :investor.ndmlrta@nsdl.co.in, Website ; www.ndml-nsdl.co.in
16. As mandated by SEBI, effective April 01, 2019 except in case of transmission or transposition of securities,requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized mode with a depository. Accordingly, the Members of the Company were requested to open a demat account and submit physical securities to their DPs.
17. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical /dematerialized form, as the case may be, in all correspondence with the Company / Registrar and ShareTransfer Agent.
18. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies(Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respectof the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.
19. The facility for voting through electronic voting system shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
20. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice
21. 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 of the cut-off date i.e. **20th September, 2024**, may obtain the login ID and password by sending a request at evoting@nsdl.com 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 or call on 022 – 4886 7000 . 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 i.e. **20th September, 2024** may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”.

22. For Remote e-voting and e-voting during AGM :

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

The remote e-voting period begins on 24th September 2024 at 09:00 A.M. and ends on 27th September, 2024 at 05:00 P.M. 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) of 20th September, 2024 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.

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"> <li data-bbox="582 1176 1399 1758">1. 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. <li data-bbox="582 1792 1399 1948">2. 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 <li data-bbox="582 1982 1399 2134">3. 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 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.

4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. **NSDL** where the e-Voting is in

	progress.
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 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

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.

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.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. 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.
 - 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 meeting on NSDL e-Voting system.

How to cast your vote electronically and join meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to saravana1015@gmail.com with a copy marked to evoting@nsdl.com and info@danlawtechnologies.com.
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 Swapneel at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of 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 info@danlawtechnologies.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 info@danlawtechnologies.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join meeting menu. The link for VC/OAVM will be available in

Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@danlawtechnologies.com. on or before 14 days of the meeting. The same will be replied by the company suitably
6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/Folio Number, PAN, Mobile Number at info@danlawtechnologies.com before 16.09.2024 Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Place: Hyderabad
Date: 27.08.2024

By Order of the Board
For Danlaw Technologies India Limited

Raju S. Dandu
Chairman
DIN: 00073484

EXPLANATORY STATEMENT
(Pursuant to section 102 of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under item No. 3, 4 and 5 of the accompanying Notice:

Item No. 3

Ratification of Remuneration payable to Cost Auditors of the Company for the Financial Year ending 31 March 2025

Pursuant to Section 148 of the Companies Act, 2013 read with Rules of The Companies (Cost Records and Audit) Rules, 2014, the Cost records of your Company are required to be audited by a qualified Cost Accountant. Accordingly, the Board of Directors, based on the recommendation of the Audit Committee, at their Meeting held on 10th August 2024, appointed M/s.Sagar & Associates (Firm Registration No. 000118), as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial years ending 31 March 2025, amounting to Rs. 1,75,000 per year +applicable taxes.

Pursuant to Section 148(3) of the Act read with Rule 14 of The Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, approval of the Members is being sought for the remuneration payable to the Cost Auditors.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the proposed Resolution, set out at Item No. 3 of this Notice.

recommends the resolution as set out in item no. 3 of the Notice for the approval of members.

Item No. 4

To regularise the appointment of Mr Indraganty Venkateswara Sarma [DIN: 02144740], as an Independent Director who was appointed as an Additional Independent Director

Mr Indraganty Venkateswara Sarma [DIN: 02144740] was proposed by the Board of Directors of the Company as an Independent Director on 10th August, 2024 on the recommendation of the Nomination and Remuneration Committee, w.e.f 10.10.2024, in the ensuing AGM subject to member's approval. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. The Board of Directors proposed that Mr Indraganty Venkateswara Sarma [DIN: 02144740], be appointed as Independent Director on the Board of the Company for 5 (five) years, not liable to retire by rotation commencing with effect from 10th August, 2024 for a first term of 5 (five) consecutive years. The Company has received a valid notice of candidature of Mr Indraganty Venkateswara Sarma [DIN: 02144740] is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as Independent Director. The Company has received a declaration from Mr Indraganty Venkateswara Sarma [DIN: 02144740] that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and

under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

In the Opinion of the Board, Mr Indraganty Venkateswara Sarma [DIN: 02144740] fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and is independent of the management and possesses appropriate skills, experience and knowledge.

Brief profile of Mr Indraganty Venkateswara Sarma [DIN: 02144740] information as required pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standards on General Meetings in respect of appointment of Mr Indraganty Venkateswara Sarma [DIN: 02144740] in the annexure which forms part of this notice.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors recommends the resolution as set out in item no. 4 of the Notice for the approval of members.

Item No. 5

To regularise the appointment of Mr. Putrevu Seshagiri Rao (DIN: 10743708), as an Independent Director who was appointed as an Additional Independent Director

Mr. Putrevu Seshagiri Rao (DIN: 10743708) was proposed by the Board of Directors of the Company as an Independent Director on 27th August, 2024 through circular resolution on the recommendation of the Nomination and Remuneration Committee, w.e.f 27.08.2024, in the ensuing AGM subject to member’s approval. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. The Board of Directors proposed that Mr. Putrevu Seshagiri Rao (DIN: 10743708), be appointed as Independent Director on the Board of the Company for 5 (five) years, not liable to retire by rotation commencing with effect from 27th August, 2024 for a first term of 5 (five) consecutive years. The Company has received a valid notice of candidature of Mr. Putrevu Seshagiri Rao (DIN: 10743708) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as Independent Director. The Company has received a declaration from Mr. Putrevu Seshagiri Rao (DIN: 10743708) that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

In the Opinion of the Board, Mr. Putrevu Seshagiri Rao (DIN: 10743708) fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and is independent of the management and possesses appropriate skills, experience and knowledge.

Brief profile of Mr. Putrevu Seshagiri Rao (DIN: 10743708) information as required pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standards on General Meetings in respect of appointment of Mr. Putrevu Seshagiri Rao (DIN: 10743708) in the annexure which forms part of this notice.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors recommends the resolution as set out in item no. 5 of the Notice for the approval of members.

ANNEXURE TO THE NOTICE:

Disclosure pursuant Regulation 36 (3) of SEBI Listing Regulations with regard to the Directors seeking Appointment / Re – appointment at the forthcoming Annual General Meeting (refer Item No.2)

1. Mr. Raju S Dandu (DIN:00073484)

Brief Resume :

Name of the Director	Raju S Dandu
Father Name	Raju Venkata Dandu
Date of Birth	01/01/1951
Qualifications	MS in Electrical and Computer Engineering from University of IOWA and MBA from University of Detroit, USA
Date of Appointment	25-02-2020
Experience	46 years

Nature of Expertise in Specific functional areas :

Mr. Raju S Dandu has rich experience in technical, strategy and administration in the field of IT & ITES in automotive domain.

Disclosure of inter-se relationship between Directors and Key Managerial Personnel:

Mr. Raju S Dandu is not related to any of the other Directors of the Company or Key Managerial Personnel or their relatives.

Listed entity (other than Danlaw Technologies India Ltd) in which Mr. Raju S Dandu holds the directorship and Committees Membership :

Directorship : Nil

Committee Membership : Nil

Shareholding in the Company: Nil

2.Mr. I. V. SARMA (DIN: 02144740) (refer Item No.4)

Brief Resume :

Name of the Director	I. V. SARMA
Father Name	I.N.Sarma
Date of Birth	13-08-1952
Qualifications	M.B.A in Operations Mangement from Delhi University B.E in Electronics & communications from Andhra University, College of Engg, Kakinada
Date of Appointment	10-08-2024
Experience	40 years

Nature of Expertise in Specific functional areas :

Functional: Research and Development, Marketing, Operations and Profit center head, Corporate Governance and Strategic Planning

Domains: Defence Electronics, Telecom, Solar energy

Disclosure of inter-se relationship between Directors and Key Managerial Personnel:

Mr. I V Sarma is not related to any of the other Directors of the Company or Key Managerial Personnel or their relatives.

Listed entity (other than Danlaw Technologies India Ltd) in which Mr. I V Sarma holds the directorship and Committees Membership :

Directorship : Nil

Committee Membership : Nil

Shareholding in the Company: Nil

3. Mr Putrevu Seshagiri Rao (DIN: 10743708), (refer Item No.5)

Brief Resume :

Name of the Director	Putrevu Seshagiri Rao
Father Name	Putrevu Umamaheswara Rao
Date of Birth	27/05/1952
Qualifications	Master of Commerce Master of Business Administration (Finance) Bachelor Of Legislative Laws Certified Associate Of Indian Institute Of Bankers
Date of Appointment	27-08-2024
Experience	39 years

Nature of Expertise in Specific functional areas :

Mr. Putrevu Seshagiri Rao is having 39 years of banking experience in Indian bank, a public sector bank, in various capacities

Disclosure of inter-se relationship between Directors and Key Managerial Personnel:

Mr. Mr Putrevu Seshagiri Rao is not related to any of the other Directors of the Company or Key Managerial Personnel or their relatives.

Listed entity (other than Danlaw Technologies India Ltd) in which Mr. Mr Putrevu Seshagiri Rao holds the directorship and Committees Membership :

Directorship : Nil

Committee Membership : Nil

Shareholding in the Company: Nil

By Order of the Board
For Danlaw Technologies India Limited

Raju S. Dandu
Chairman

Place: Hyderabad
Date: 27-08-2024

DIN: 00073484