

**October 05, 2021**

**Manager, DCS**  
**The Bombay Stock Exchange Ltd.**  
Phiroze jeejeebhoy Towers,  
Dalal Street,  
Mumbai

**Ref: Scrip Code: - 530655**

**The Manager**  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051

**Scrip Code: - GOODLUCK**

Dear Sir,

**Sub: Minutes of 35<sup>th</sup> Annual General Meeting**

We enclosed herewith a copy of the minutes of the 35<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2021.

This is for your information and record.

Thanking you

**For GOODLUCK INDIA LIMITED**  
**ABHISHEK AGRAWAL**  
**COMPANY SECRETARY**

Encl: As above

**MINUTES OF THE 35<sup>th</sup> ANNUAL GENERAL MEETING OF GOODLUCK INDIA LIMITED HELD ON WEDNESDAY, 29TH SEPTEMBER, 2021 FROM 12.30 P.M. TO 12:55 P.M. THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") DEEMED TO BE HELD AT 509, ARUNACHAL BUILDING, BARAKHAMBA ROAD, CONNAUGHT PLACE, NEW DELHI - 110001**

**PRESENT:**

|                          |                         |
|--------------------------|-------------------------|
| Mr. M. C. Garg           | Chairman                |
| Mr. R. C. Garg           | Whole Time Director     |
| Mr. Nitin Garg           | Whole Time Director     |
| Mr. Vijender Kumar Tyagi | Independent Director    |
| Mr. Sanjay Bansal        | Chief Financial Officer |
| Mr. Abhishek Agrawal     | Company Secretary       |

**INVITEE:**

Representative of M/s Vipin Kumar & Co., - Statutory Auditor

Mr. Ravi S. Sharma, Proprietor of M/s Ravi S. Sharma & Associates-  
Secretarial Auditor

Mr. N. K. Rastogi, Practicing Company Secretary, - Scrutinizer

**SHAREHOLDERS PRESENT:**

84 Shareholders were present through Video Conferencing.

**WELCOME ADDRESS AND CONFIRMATION OF QUORUM:**

Mr. Mahesh Chandra Garg, Chairman of the meeting, on behalf of the Company, extended a warm welcome to the 35<sup>th</sup> Annual General Meeting of the Company which was being held through Video conferencing, without the physical presence of the Members at a common venue, as per the provisions of the Companies Act, 2013, the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued by the Ministry of Corporate Affairs. The Chairman announced that the quorum for the meeting is present and called the meeting to order.



The members were informed that Company had provided remote e-voting facility through NSDL System. The remote e-voting period commenced on 9.00 A.M. on Sunday, 26th September, 2021 and ended on Tuesday, 28th September, 2021 at 5.00 P.M. and Mr. N. K. Rastogi, Practicing Company Secretary has been appointed as the Scrutinizer. The Combined results of remote e-voting, and Online- Voting conducted at the meeting, would be declared within 48 hours from the conclusion of this meeting. The results declared for each resolution would be immediately intimated to the Stock Exchanges and be uploaded on the Company's website and NSDL's Website.

**AVAILABILITY OF STATUTORY REGISTERS**

The Chairman Informed the members that Register of Directors & Key Managerial Personnel and their shareholding, if any, and other Statutory Registers that are required to be kept open, are available to Members for inspection throughout the meeting in electronic mode.

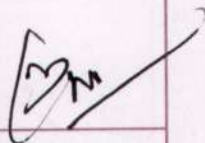
**INTRODUCTION OF DIRECTORS:**

The Chairman requested the Directors, present in the virtual meeting through Video Conferencing to introduce themselves to the members. The Chairman also informed the members that the Chairman of the Audit Committee, Member of the Nomination & Remuneration Committee, Chairman of Stakeholders Relationship Committee, the Chief Financial Officer, the Company Secretary, the Scrutinizer and the Authorised representatives of the Auditors were present for the Meeting.

**NOTICE AND DIRECTORS REPORT**

The Chairman Informed the Members that the Notice dated September 02, 2021 and a Copy of the Annual Report for the Financial Year ended March 31, 2021 has already been circulated electronically to the Members of the company and with their permission he shall take them as read.

The Chairman Further Informed the Members that Auditors Report on the Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2021 is taken as read as it do not contain any Qualification, Observation or any adverse remark.



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**CHAIRMAN'S ADDRESS**

Mr. Mahesh Chandra Garg, Chairman then delivered the formal address. The Chairman mentioned that due to the spread of Corona Virus Pandemic and restrictions on physical gatherings imposed by the authorities, the AGM were held through Video Conference/Other Audio Visual Means. This is in Compliance with the direction issued by the Ministry of Corporate Affairs and the Company has taken requisite steps to enable members to participate and vote on the items being considered in this AGM. He also highlighted about today's steel business and growth, future outlook.

**FORMAL BUSINESS**

The Chairman requested to the Company Secretary to give detail of the Agenda Items and voting process. He informed the members that Board of Directors has appointed Mr. N. K. Rastogi Practicing Company Secretary, as the Scrutinizer to scrutinize the voting process on all resolutions proposed in the Notice of the Meeting in a fair and transparent manner, as stipulated under the Companies (Management & Administration) Rules, 2014.

The Company Secretary then informed to the shareholders that in terms of Companies Act, 2013 and the Listing Regulations, the Company had provided to shareholders remote e-voting facility through the system of NSDL. The remote e-voting period commenced at 9.00 A.M. on Sunday, 26th September, 2021 and ended on Tuesday, 28th September, 2021 at 5.00 P.M. Such members, who have not already cast their vote through remote e-voting, can cast their vote now during this meeting through e-voting facility by visiting the NSDL voting page. The voting is opened and shall remain open till 15 minutes after the conclusion of this AGM. He further informed to the members that since the meeting are being conducted through Video Conferencing and the resolutions stated in the Notice of AGM are already put to vote through remote e-voting, there will no proposing and seconding of the resolutions. Then the Company Secretary briefed the agenda of the notice, as already circulated, to the shareholders.

  
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### QUERIES OF MEMBERS

The Chairman then began with question-answer session and informed to them that the Shareholders who have sent their queries in advance or have registered for speaking at the meeting or raise hands at the time of meeting, would be eligible to raise their query and speak at the meeting. The Chairman invited the Members to raise their queries, if any, with a request to the Members to be brief in their queries and comments that they may have and to limit their time to 3 minutes and to avoid repetition of questions so as to provide an opportunity to all the Members who desire to speak.

The Chairman then requested the Moderator to get the Shareholders to raise their queries and the following shareholders raise in the Order of their Registration as Speaker.

The Following members offered suggestions, comments and raise quarries :-

- 1) Mr. Ajay Kumar Jain (1203230004049043)
- 2) Ms. Reena Jain (30120910180195)
- 3) Mr. Rajesh Garg (1205820039291)

The Chairman replied all the queries raised by members to their satisfaction.

Then the Chairman authorized Company Secretary to conduct the voting process.

### VOTE OF THANKS

The Chairman on behalf of the Board of Directors thanked all the shareholders for taking time to attend the meeting and declared the meeting as closed subject to voting on all the business.

After due scrutiny of e-votes for all the resolutions, Mr. N. K. Rastogi, Scrutinizer submitted the following combined report to the Chairman on 30<sup>th</sup> September, 2021. The Chairman on 30<sup>th</sup> September, 2021 announced the results of the business agenda on the following items as set out in the Notice of 35<sup>th</sup> Annual General Meeting:

| Agenda Item No. of Notice                            | Particulars of Business | Votes in favour of the resolution |            | Votes against the resolution |          | Invalid votes |
|--|-------------------------|-----------------------------------|------------|------------------------------|----------|---------------|
|  |                         | Nos.                              | % age      | Nos.                         | % age    |               |
| Item No. 1 of the Notice (As an Ordinary Resolution) | E- Voting               | 15249030                          | 100        | 135                          | 0        | 8400          |
|  | Poll                    | -                                 | -          | -                            | -        | -             |
|  | <b>TOTAL</b>            | <b>15249030</b>                   | <b>100</b> | <b>135</b>                   | <b>0</b> | <b>8400</b>   |

*(Handwritten Signature)*

CHAIRMAN'S INITIALS

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|   |           |          |     |     |   |         |
|---|-----------|----------|-----|-----|---|---------|
| Item No.<br>2 of the<br>Notice<br>(As an<br>Ordinary<br>Resolutio<br>n) | E- Voting | 12199594 | 100 | 136 | 0 | 3057835 |
|   | Poll      | -        | -   | -   | - | -       |
|   | TOTAL     | 12199594 | 100 | 136 | 0 | 3057835 |
| Item No.<br>3 of the<br>Notice<br>(As an<br>Ordinary<br>Resolutio<br>n) | E- Voting | 15248914 | 100 | 251 | 0 | 8400    |
|   | Poll      | -        | -   | -   | - | -       |
|   | TOTAL     | 15248914 | 100 | 251 | 0 | 8400    |
| Item No.<br>4 of the<br>Notice<br>(As an<br>Special<br>Resolutio<br>n)  | E- Voting | 12001087 | 100 | 237 | 0 | 3256235 |
|   | Poll      | -        | -   | -   | - | -       |
|   | TOTAL     | 12001087 | 100 | 237 | 0 | 3256235 |
| Item No.<br>5 of the<br>Notice<br>(As an<br>Special<br>Resolutio<br>n)  | E- Voting | 12199488 | 100 | 241 | 0 | 3057835 |
|   | Poll      | -        | -   | -   | - | -       |
|   | TOTAL     | 12199488 | 100 | 241 | 0 | 3057835 |
| Item No.<br>6 of the<br>Notice<br>(As an<br>Special<br>Resolutio<br>n)  | E- Voting | 13540806 | 100 | 237 | 0 | 1716521 |
|   | Poll      | -        | -   | -   | - | -       |
|   | TOTAL     | 13540806 | 100 | 237 | 0 | 1716521 |

  
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**MINUTE BOOK**

|   |                  |                 |            |            |          |                |
|---|------------------|-----------------|------------|------------|----------|----------------|
| <b>Item No. 7 of the Notice (As an Special Resolution)</b>  | <b>E- Voting</b> | <b>15248923</b> | <b>100</b> | <b>236</b> | <b>0</b> | <b>8400</b>    |
|   | <b>Poll</b>      | <b>-</b>        | <b>-</b>   | <b>-</b>   | <b>-</b> | <b>-</b>       |
|   | <b>TOTAL</b>     | <b>15248923</b> | <b>100</b> | <b>236</b> | <b>0</b> | <b>8400</b>    |
| <b>Item No. 8 of the Notice (As an Ordinary Resolution)</b> | <b>E- Voting</b> | <b>12571315</b> | <b>100</b> | <b>264</b> | <b>0</b> | <b>2685985</b> |
|   | <b>Poll</b>      | <b>-</b>        | <b>-</b>   | <b>-</b>   | <b>-</b> | <b>-</b>       |
|   | <b>TOTAL</b>     | <b>12571315</b> | <b>100</b> | <b>264</b> | <b>0</b> | <b>2685985</b> |
| <b>Item No. 9 of the Notice (As an Ordinary Resolution)</b> | <b>E- Voting</b> | <b>12576616</b> | <b>100</b> | <b>363</b> | <b>0</b> | <b>2680585</b> |
|   | <b>Poll</b>      | <b>-</b>        | <b>-</b>   | <b>-</b>   | <b>-</b> | <b>-</b>       |
|   | <b>TOTAL</b>     | <b>12576616</b> | <b>100</b> | <b>363</b> | <b>0</b> | <b>2680585</b> |

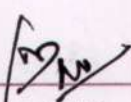
The Resolutions for the ordinary and special business as set out in item No. 1 to 9 in the notice of the 35<sup>th</sup> AGM of the Company duly approved by the members with requisite majority are recorded hereunder as part of the proceeding of 35<sup>th</sup> AGM of the members held on 29th September, 2021.

**ORDINARY BUSINESS:**

**ORDINARY RESOLUTION No. 1:**

**ADOPTION OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

**“RESOLVED THAT** the Standalone and Consolidated Financial Statements for the year ended 31st March 2021, and the reports of the Directors and Auditors thereon as placed before the Meeting be and are hereby adopted and approved.”

  
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**ORDINARY RESOLUTION No.2:****RE-APPOINTMENT OF MR. RAMESH CHANDRA GARG (DIN: 00298129), WHO RETIRES BY ROTATION**

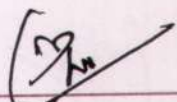
“RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with Article 118 of the Articles of Association of the Company, Mr. Ramesh Chandra Garg (DIN: 00298129), who retires by rotation, be and is hereby re-appointed as a Director of the Company whose office is liable to retire by rotation.”

**SPECIAL BUSINESS:****ORDINARY RESOLUTION No.3:****RATIFICATION OF REMUNERATION OF COST AUDITOR.**

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 60,000 (Rupees Sixty Thousand only) plus out-of-pocket expenses payable to Mr. Surender Rai Kapur, a Cost Accountant in Practice, who is appointed as the Cost Auditor of the Company to conduct Cost Audit relating to such businesses of the Company as may be ordered by the Central Government under the Act and the Rules thereunder, for the year ending on 31st March, 2022”

**SPECIAL RESOLUTION No.4:****RE-APPOINTMENT OF SHRI MAHESH CHANDRA GARG (DIN: 00292437) AS CHAIRMAN AND WHOLE TIME DIRECTOR**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 (the Act ) and the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the member(s) of the Company be and is hereby accorded to the re-appointment of Shri Mahesh Chandra Garg (DIN: 00292437), who has already attained the age of 70 years, as the Chairman and Whole Time Director of the Company w.e.f. October 1, 2021 for a period of 3 (three) years, not be liable to retire by rotation, on such terms and conditions, including remuneration, as set out in the explanatory statement annexed hereto.


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**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the Board which term shall be deemed to include any committee constituted / to be constituted by the Board) be and is hereby authorised to vary, alter, enhance, or widen the scope of remuneration (including fixed salary, incentives & increments thereto and retirement benefits) payable to Shri Mahesh Chandra Garg during his tenure to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided, however, that any such increase shall not exceed any amount permitted to be paid to Shri Mahesh Chandra Garg under applicable law without obtaining requisite approvals.

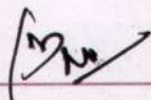
**RESOLVED FURTHER THAT** notwithstanding anything to the contrary contained herein above or in the terms and conditions of his appointment, where in any financial year, during the tenure of Shri Mahesh Chandra Garg as the Chairman and Whole Time Director of the Company, the Company has no profits or its profits are inadequate, Shri Mahesh Chandra Garg will be paid, then current remuneration or the remuneration as may be approved by the Board of Directors of the Company (including fixed salary, incentives & increments thereto and retirement benefits) as minimum remuneration subject to necessary approvals and compliances as per the applicable provisions of the Act.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take such steps as may be necessary, to give effect to the above resolution including agreeing to such amendment(s) / modification(s) in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board.”

**SPECIAL RESOLUTION No.5:**

**RE-APPOINTMENT OF SHRI RAMESH CHANDRA GARG (DIN: 00298129) AS WHOLE TIME DIRECTOR**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 (the Act ) and the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the member(s) of the Company be and is hereby accorded to the re-appointment of Shri Ramesh Chandra Garg (DIN: 00298129), who has already attained the age of 70 years, as the Whole Time Director of the Company w.e.f. October 1, 2021 for a period of 3 (three) years, be liable to retire by rotation, on such terms and conditions, including remuneration, as set out in the explanatory statement annexed hereto.



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**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the Board which term shall be deemed to include any committee constituted / to be constituted by the Board) be and is hereby authorised to vary, alter, enhance, or widen the scope of remuneration (including fixed salary, incentives & increments thereto and retirement benefits) payable to Shri Ramesh Chandra Garg during his tenure to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided, however, that any such increase shall not exceed any amount permitted to be paid to Shri Ramesh Chandra Garg under applicable law without obtaining requisite approvals.

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary contained herein above or in the terms and conditions of his appointment, where in any financial year, during the tenure of Shri Ramesh Chandra Garg as the Whole Time Director of the Company, the Company has no profits or its profits are inadequate, Shri Ramesh Chandra Garg will be paid, then current remuneration or the remuneration as may be approved by the Board of Directors of the Company (including fixed salary, incentives & increments thereto and retirement benefits) as minimum remuneration subject to necessary approvals and compliances as per the applicable provisions of the Act.

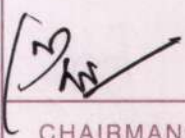
**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take such steps as may be necessary, to give effect to the above resolution including agreeing to such amendment(s) / modification(s) in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board.”

**SPECIAL RESOLUTION No.6:**

**RE-APPOINTMENT OF SHRI NITIN GARG (DIN: 02693146) AS WHOLE TIME DIRECTOR**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 (the Act ) and the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the member(s) of the Company be and is hereby accorded to the re-appointment of Shri Nitin Garg (DIN: 02693146), as the Whole Time Director of the Company w.e.f. October 1, 2021 for a period of 3 (three) years, be liable to retire by rotation, on such terms and conditions, including remuneration, as set out in the explanatory statement annexed hereto.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the Board which term shall be deemed to include any

  
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committee constituted / to be constituted by the Board) be and is hereby authorised to vary, alter, enhance, or widen the scope of remuneration (including fixed salary, incentives & increments thereto and retirement benefits) payable to Shri Nitin Garg during his tenure to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided, however, that any such increase shall not exceed any amount permitted to be paid to Shri Nitin Garg under applicable law without obtaining requisite approvals.

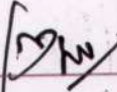
**RESOLVED FURTHER THAT** notwithstanding anything to the contrary contained herein above or in the terms and conditions of his appointment, where in any financial year, during the tenure of Shri Nitin Garg as the Whole Time Director of the Company, the Company has no profits or its profits are inadequate, Shri Nitin Garg will be paid, then current remuneration or the remuneration as may be approved by the Board of Directors of the Company (including fixed salary, incentives & increments thereto and retirement benefits) as minimum remuneration subject to necessary approvals and compliances as per the applicable provisions of the Act.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take such steps as may be necessary, to give effect to the above resolution including agreeing to such amendment(s) / modification(s) in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board.”

### SPECIAL RESOLUTION No.7:

#### **RE-APPOINTMENT OF SMT. RASHMI GARG (DIN: 08188918) AS NON-EXECUTIVE AND INDEPENDENT WOMAN DIRECTOR**

“**RESOLVED THAT** pursuant to applicable provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and rules made thereunder including any statutory modification(s) or re-enactment thereof, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee, Smt. Rashmi Garg (DIN: 08188918), who was appointed as Non-Executive and Independent Woman Director of the Company and who holds office up to September 29, 2021 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing her candidature for the office of Director, being eligible, be and is hereby re-appointed as Non-Executive and Independent Woman Director, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, that is, up to September 29, 2026.”

  
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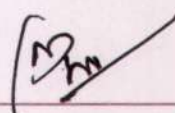
**ORDINARY RESOLUTION No.8:****APPROVAL FOR MONTHLY REMUNERATION TO MR. MANISH GARG,  
COO, A RELATED PARTY OF THE COMPANY**

**“RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013, read with the rules made thereunder and other applicable provisions, if any, of the Companies Act, 2013 (Act) and in terms of applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] (including any amendment, modification or re-enactment thereof), the consent of the members be and is hereby accorded to pay the monthly remuneration not exceeding Rs. 10,00,000 (Rupees Ten lakhs only) to Mr. Manish Garg, COO, a related party (Son of Mr. Mahesh Chandra Garg, Chairman of the Company), holding office or place of profit in the company within the meaning of section 188 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the brief terms and conditions of the aforesaid appointment are given below:

- a) Remuneration not to exceed Rs. 10,00,000 (Rupees Tenlakhs) per month.
- b) Statutory perquisites and other benefits like gratuity, contribution to provident fund, bonus and leave encashment etc., as per the applicable provision of relevant statutes and/or policies of the Company will be in addition to the aforesaid remuneration.
- c) The Company will reimburse telephone and/or mobile phone(s) bills, conveyance, fuel expenses or other out of pocket expenses incurred in the course of official duties which will not be included in the aforesaid remuneration.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to fix the remuneration and other terms and conditions and vary the same from time to time within the overall limit approved by the members and to take all such acts that may be required to give effect to aforesaid resolution.”

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**ORDINARY RESOLUTION No.9:**

**APPROVAL FOR MONTHLY REMUNERATION TO MR. UMESH GARG,  
SENIOR MANAGEMENT EXECUTIVE, A RELATED PARTY OF THE  
COMPANY**

**“RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013, read with the rules made thereunder and other applicable provisions, if any, of the Companies Act, 2013 (Act) and in terms of applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] (including any amendment, modification or re-enactment thereof), the consent of the members be and is hereby accorded to pay the monthly remuneration not exceeding Rs. 10,00,000 (Rupees Ten lakhs only) to Mr. Umesh Garg, Senior Management Executive, a related party (Son of Mr. Ramesh Chandra Garg, Whole Time Director of the Company), holding office or place of profit in the company within the meaning of section 188 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the brief terms and conditions of the aforesaid appointment are given below:

- a) Remuneration not to exceed Rs. 10,00,000 (Rupees Ten lakhs) per month.
- b) Statutory perquisites and other benefits like gratuity, contribution to provident fund, bonus and leave encashment etc., as per the applicable provision of relevant statutes and/or policies of the Company will be in addition to the aforesaid remuneration.
- c) The Company will reimburse telephone and/or mobile phone(s) bills, conveyance, fuel expenses or other out of pocket expenses incurred in the course of official duties which will not be included in the aforesaid remuneration.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to fix the remuneration and other terms and conditions and vary the same from time to time within the overall limit approved by the members and to take all such acts that may be required to give effect to aforesaid resolution.”

Place: Ghaziabad  
Dated: 05.10.2021

  
(M. C. Garg)  
CHAIRMAN

CHAIRMAN'S  
INITIALS