

NAVA BHARAT VENTURES LIMITED

NAVA BHARAT CHAMBERS, RAJ BHAVAN ROAD, HYDERABAD-500082, TELANGANA, INDIA

NAVA BHARAT

NBV/SECTL/ 286A /2021-22

August 4, 2021

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block
Bandra Kurla Complex, Bandra (E)
MUMBAI – 400 051

NSE Symbol : 'NBVENTURES'

Dept.of Corp.Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI – 400 001

Scrip Code: '513023'/'NBVENTURES'

Dear Sir,

Sub: Submission of Notice of 49th Annual General Meeting (AGM) of the Company
-o0o-


Please find enclosed notice for the 49th AGM to be held on Friday, August 27, 2021, at 10.00 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

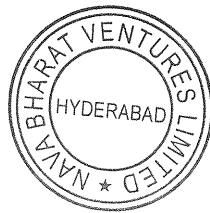
The notice of 49th AGM and Annual Report for FY 2020-21 is also uploaded on the website of the Company at <https://www.nbventures.com/>

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,
for Nava Bharat Ventures Limited


VSN Raju
Company Secretary
& Vice President



Encl : as above



NAVA BHARAT

NOTICE

NAVA BHARAT VENTURES LIMITED

Regd. Office: 6-3-1109/1, 'Nava Bharat Chambers', Raj Bhavan Road, Hyderabad - 500082, Telangana.

CIN: L27101TG1972PLC001549 Tel : +91 40 23403501/40345999

e-Fax: +91 080 6688 6121; investorservices@nbv.in; www.nbventures.com

Notice is hereby given that the 49th Annual General Meeting ("AGM") of the members of Nava Bharat Ventures Limited will be held on Friday, the 27th day of August, 2021 at 10:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business:

Item No.1: Adoption of financial statements:

To receive, consider, approve and adopt the audited financial statements of the Company (standalone and consolidated) for the year ended March 31, 2021 including audited balance sheet as at March 31, 2021, the statement of profit & loss for the year ended on that date and the reports of the Board of directors and auditors thereon including the audited consolidated financial statements of the Company and report of the auditors thereon, for the financial year ended March 31, 2021.

Item No.2: Declaration of dividend on the equity shares:

To declare dividend at the rate of 1.25% i.e. ₹2.50 per equity share of ₹2/- each for the financial year ended March 31, 2021.

Item No.3: Re-appointment of a director:

To appoint a director in place of Mr. Ashwin Devineni, who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business:

Item No.4: Appointment of Mr. Balasubramaniam Srikanth as an Independent director of the Company:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder, read with Schedule IV of the Act and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and, Mr. Balasubramaniam Srikanth (DIN: 00349821), who was appointed as an additional director (Non-

executive and Independent) of the Company by the Board of directors, pursuant to the recommendation of Nomination and Remuneration Committee of the Board, at its meeting held on June 17, 2021 and who holds office up to the date of this annual general meeting of the Company in terms of Section 161(1) of the Act and Article 85 of the Articles of Association of the Company and who meets the criteria of independence as provided in Section 149(6) of the Act and rules made thereunder and Regulation 16(1) (b) of the listing regulations and who has submitted a declaration to that effect and who is eligible for appointment as an independent director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an independent director of the Company, not liable to retire by rotation, for a term of two (2) consecutive years commencing from June 17, 2021."

Item No.5: Re-appointment of and remuneration payable to Mr. CV Durga Prasad, Director (Business Development):

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

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee and prior approval of Audit Committee of the Board, the approval and consent of the members be and is hereby accorded to the re-appointment of Mr. CV Durga Prasad, Director (Business Development), for a further period from April 1, 2021 to June 30, 2022 on the remuneration, perquisites, benefits and other allowances to him as mentioned below:

A. Salary	₹12,50,000/- per month
B. Allowances and Perquisites	In addition to the Salary, he shall be entitled to the allowances and other perquisites as set out below.

- a) Housing
- i) Where accommodation in the company owned house is provided, he will pay 10% of his salary towards house rent;
 - ii) Where hired accommodation is provided, the expenditure incurred by the Company on hiring furnished accommodation to him will be subject to a ceiling of 60% of salary;
 - iii) In case, the Company does not provide accommodation, house rent allowance shall be paid @ 60% of the salary; and
 - iv) The expenditure incurred by the Company on gas, electricity, water and furnishing will be subject to a ceiling of 10% of the salary.
- b) Medical Reimbursement / Allowance for self and family: Reimbursement of expenses actually incurred for self and family or allowance, the total cost of which to the Company shall not exceed one month's salary in a year and shall be proportionately applied in case of the part period in a year.
- c) Leave Travel Concession or Allowance: For self and family, once in a year either in India or abroad in accordance with the rules of the Company.
- d) Club fees: Fees of clubs, subject to a maximum of two clubs.
- e) Personal accident insurance: As per the rules of the Company.
- f) Car: Free use of Company's car with driver.
- g) Contribution to Provident Fund, Superannuation Fund or Annuity Fund, as per the rules of the Company.
- h) Gratuity payable shall not exceed half a month's salary for each completed year of service.
- i) Communication Facilities: Free communication facilities like Telephones / Internet / Mobiles / Fax at residence.
- j) Leave on full pay and allowances as applicable to other employees of the Company but not exceeding one month for every 11 months' service.
- k) He shall also be entitled to reimbursement of expenses actually and properly incurred for the business of the Company. and
- l) Any other perquisites that may be allowed as per the guidelines issued by the Central Government from time to time."

"RESOLVED FURTHER THAT notwithstanding anything herein stated above, during the tenure of Mr. CV Durga Prasad as Director (Business Development), if the Company has no profits or its profits are inadequate, the Company shall pay to him the above remuneration by way of salary, perquisites and other allowances as minimum remuneration subject to the requisite approvals or the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration."

"RESOLVED FURTHER THAT the Board of directors be and is hereby authorized to alter the terms of appointment, from time to time, and to take such steps and do all other acts, deeds and things as may be required, necessary or desirable to give effect to this resolution."

Item No.6: Re-appointment of and remuneration payable to Mr. D. Ashok as Chairman of the Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable rules, regulations and pursuant to recommendation of Nomination and Remuneration Committee and prior approval of Audit Committee, the consent and approval of the Company be and is hereby accorded to the re-appointment of Mr. D. Ashok (DIN: 00006903) as Chairman and Director in the whole-time employment of the Company for a further period of three (3) years with effect from August 14, 2021 on the remuneration, perquisites, benefits and other allowances to him as mentioned below:

A.	Salary	Salary in the range of ₹8,00,000/- to ₹ 14,00,000/- per month, as may be decided by the Board from time to time;
B.	Commission	@ 2% on the net profits of the Company for each/every financial year
C.	Allowances and Perquisites	In addition to the Salary and Commission, he shall also be entitled to the allowances and other perquisites as set out below, which shall be computed on the enhanced salary from time to time.

- a) Housing
- i) Where accommodation in the company owned house is provided, he will pay 10% of his salary towards house rent.
 - ii) Where hired accommodation is provided, the expenditure incurred by the Company on hiring furnished accommodation to him will be subject to a ceiling of 60% of salary.
 - iii) In case, the Company does not provide accommodation, house rent allowance shall be paid @ 60% of the salary.
 - iv) The expenditure incurred by the Company on gas, electricity, water and furnishing will be subject to a ceiling of 10% of the salary.
- b) Medical Reimbursement/Allowance for self and family: Reimbursement of expenses actually incurred for self and family or allowance, the total cost of which to the Company shall not exceed

one month's salary in a year or three months' salary over a period of three years.

- c) Leave Travel Concession or Allowance: For self and family, once in a year either in India or abroad in accordance with the rules of the Company.
- d) Club fees: Fees of clubs, subject to a maximum of two clubs.
- e) Personal accident insurance: As per the rules of the Company.
- f) Car: Free use of Company's car with driver.
- g) Contribution to Provident Fund, Superannuation Fund or Annuity Fund, as per the rules of the Company.
- h) Gratuity payable shall not exceed half a month's salary for each completed year of service.
- i) Communication Facilities: Free communication facilities like Telephones / Internet / Mobiles / Fax at residence.
- j) Leave on full pay and allowances as applicable to other employees of the Company but not exceeding one month for every 11 months' service.
- k) He shall also be entitled to reimbursement of expenses actually and properly incurred for the business of the Company.
- l) Any other perquisites that may be allowed as per the guidelines issued by the Central Government from time to time."

"RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013, if any, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration committee and prior approval of the Audit Committee, the consent and approval of the Company be and is hereby accorded for the payment of remuneration to Mr. D. Ashok, who is a promoter of the Company, as Chairman and Director in the whole-time employment of the Company, notwithstanding that the aggregate annual remuneration payable to all Executive directors who are / is either promoter or belong(s) to promoter group, exceeds limits as prescribed in the above said regulation with effect from his re-appointment i.e., from August 14, 2021 till the expiry of his term subject to permissible limits under the applicable provisions of the Companies Act, 2013."

"RESOLVED FURTHER THAT notwithstanding anything herein stated above, where in any

financial year during the tenure of Mr. D. Ashok as Chairman and Director in the whole-time employment in the Company, the Company has no profits or its profits are inadequate, the Company shall pay to him the above remuneration by way of salary, perquisites and other allowances as minimum remuneration subject to the requisite approvals or the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter the terms of appointment, from time to time, and to take such steps and do all other acts, deeds and things as may be required, necessary or desirable to give effect to this resolution."

Item No.7: Ratification of appointment and remuneration of Cost Auditors for the financial year 2021-22:

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

"RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and pursuant to the recommendation of the Audit committee of the Board, the appointment of M/s. Narasimha Murthy & Co., Cost Accountants, situated at 3-6-365, 104 & 105, Pavani Estate, Y.V. Rao Mansion, Himayatnagar, Hyderabad – 500 029, approved by the Board, as Cost Auditors to conduct the cost audit in respect of the Company's products in all the units or plants relating to Electricity and Steel (Ferro Alloys) for the financial year 2021-22 at an aggregate fee of `7 Lakhs plus out of pocket expenses and applicable taxes thereon, be and is hereby approved and ratified."

By Order of the Board
For **NAVA BHARAT VENTURES LIMITED**

Place : Hyderabad
Date : June 17, 2021

VSN Raju
Company Secretary &
Vice President

Registered Office: 6-3-1109/1
'Nava Bharat Chambers'
Raj Bhavan Road
Hyderabad – 500 082
CIN : L27101TG1972PLC001549
Ph.No.040-23403501; e-Fax: +91 080 6688 6121
E-mail : investorservices@nbv.in;
Website : www.nbventures.com

NOTES

1. The explanatory statement in respect of the special business in the notice, pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its general circular dated January 13, 2021 read with circulars dated April 8, 2020, April 13, 2020 and May 5, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the members at a common venue. Further, Securities and Exchange Board of India ("SEBI") vide its Circular dated January 15, 2021 read with circular dated May 12, 2020 ('SEBI Circulars') has also granted certain relaxations in line with the above said MCA circulars. In compliance with the provisions of the Companies Act, 2013 ("the Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), MCA Circulars and SEBI Circulars, the 49th AGM of the Company is being held through VC / OAVM on August 27, 2021 at 10:00 a.m. (IST).
3. 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 the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-Voting to its members in respect of the business to be transacted in the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as an authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the Day of the AGM will be provided by NSDL.
4. The register of members and share transfer books will remain closed from August 21, 2021 to August 27, 2021 (both days inclusive) in connection with the AGM.
5. Pursuant to the Circular No. 14/2020 dated April 08, 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, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and cast their votes through e-voting.
6. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the notice. The facility of participation in the AGM through VC / OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairperson of the audit committee, Nomination and remuneration committee and stakeholders relationship committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
8. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. In compliance with the aforesaid MCA and SEBI Circulars, notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. Members may note that the notice and Annual Report 2020-21 will also be available on the Company's website <https://www.nbventures.com/financials/>, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited and on the website of NSDL <https://www.evoting.nsdl.com>
10. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 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. Members can contact the Company or Company's Registrars and Transfer Agents, KFin Technologies Private Limited ("KTPL") for assistance in this regard.
11. The unclaimed equity dividend for the year ended March 31, 2014 will be transferred on or after September 8, 2021 to the 'Investor Education and Protection Fund' on expiry of 7 years from the date of transfer to the Unpaid Dividend Account, pursuant to Section 124 of the Companies Act, 2013 (Section 205A of the Companies Act, 1956). Members who have not encashed their dividend warrants for the said financial year or subsequent year(s) are requested to send the same to the Company or its Registrars and Share Transfer Agents ("RTA") for issue of fresh demand drafts.
12. Subsequent to the issue of various reminders to the respective members the unclaimed physical share certificates with the RTA of the Company were transferred to unclaimed suspense account and dematerialized to the credit of "Nava Bharat Ventures Limited – Unclaimed Suspense Account". The dividend accruing on the said

- shares would be credited to the unpaid dividend account as the dividend is to be paid to the registered holders only. The details were placed on the website of the Company at <https://www.nbventures.com/unclaimed-unpaid-dividend-shares/>. The concerned members are requested to approach the RTA with their claim for the transfer of their shares to their respective demats account along with the dividends, if any.
13. As per the provisions of Section 124(6) of the Act read with Rule 6 of 'Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amended Rules, 2017 ('the Rules'), all shares, in respect of which dividend has not been paid or claimed for seven consecutive years or more (relevant shares), will be transferred by the Company to IEPF along with statement containing such details as directed by Ministry of Corporate Affairs from time to time.
 14. All shares in respect of which dividend has not been paid or claimed for seven consecutive years or more (relevant shares) upto and including the financial year 2012-13 were transferred by the Company in the name of IEPF from time to time as prescribed by the Act and rules made thereunder and the statement containing such details as may be prescribed is placed on Company's website: www.nbventures.com.
 15. To promote green initiative, members who have not registered their email addresses are requested to register the same with their Depository Participants in case the shares are held by them in electronic form and with KTPL, in case the shares are held in physical form.
 16. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants in case the shares are held by them in electronic form and to KTPL in case the shares are held by them in physical form.
 17. Members can avail the facility of nomination in respect of securities held by them in physical form pursuant to the provision of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed form duly filled-in to KTPL. Members holding shares in electronic mode may contact their respective Depository Participant (DP) for availing this facility.
 18. Members holding shares in identical order of names in more than one folio are requested to write to the Company's Registrars and Share Transfer Agents enclosing their share certificates to enable consolidation of their shareholdings in one folio. A consolidated share certificate will be issued to such members after making requisite changes.
 19. Pursuant to the directions/notifications of Securities and Exchange Board of India (SEBI) and Depositories, the demat account holders can operate their accounts if they had already provided Income Tax Permanent Account Number either at the time of opening of the account or subsequently. In case they have not furnished the Income Tax Permanent Account Number to the Depository Participants, such demat account holders are requested to contact their DPs with a photocopy of the PAN Card (with original PAN Card for verification), so that the frozen demat accounts would be available for operation and further consequences of non-compliance with the aforesaid directives would be obviated. SEBI, vide Circular ref.no.MRD/Dop/Cir-05/2009 dated May 20, 2009 made it mandatory to have PAN particulars for registration of physical share transfer requests. Based on the directive contained in the said circulars, all share transfer requests are therefore to be accompanied with PAN details.
 20. The register of directors and key managerial personnel and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM.
 21. Members at 45th AGM held on August 9, 2017 approved the appointment of M/s. Walker Chandiook & Co. LLP, Chartered Accountants as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 50th AGM to be held in FY 2022-23. The requirement to place the matter relating to appointment of auditors for ratification by members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 49th AGM.
 22. The Board has recommended the final dividend of ₹2.50 per equity share of ₹2/- each if declared at the meeting, will be paid to those members whose names appear in the Company's register of members after effecting valid transfers received upto the close of business hours on August 20, 2021, subject to deduction of tax at source pursuant to Finance Act, 2020. In respect of shares held in electronic form, the dividend will be payable on the basis of beneficial ownership as per the details provided as at the close of business hours on August 20, 2021 by National Securities Depository Limited and Central Depository Services (India) Limited for this purpose. The dividend on equity shares, if declared at the meeting, will be credited/ dispatched within one month from the date of this meeting.
- Members are request to note that, pursuant to Finance Act, 2020, dividend income will be

taxable in the hands of the members of the Company w.e.f. April 1, 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to the members at rates prescribed in the Income Tax Act, 1961.

23. Additional information pursuant to Regulation 26(4) and 36(3) of the Listing Regulations and Secretarial Standards on general meetings in respect of the Directors seeking appointment/re-appointment at the annual general meeting is furnished in Annexure - I and forms part of the notice. The Directors have furnished the requisite consent / declaration for their appointment / re-appointment.

24. Retirement of Director by rotation:

Mr. Ashwin Devineni, Whole-time director of the Company, retires by rotation at the ensuing annual general meeting and, being eligible, offers himself for re-appointment.

The Board of directors commends the re-appointment of Mr. Ashwin Devineni as a Director, liable to retire by rotation.

25. Instructions for e-voting and joining the AGM are as follows:

A. INSTRUCTIONS FOR REMOTE E-VOTING:

- i. The remote e-voting period commences on Monday, August 23, 2021 at 09:00 a.m. (IST) and ends on Thursday, August 26, 2021 at 05:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. August 20, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being August 20, 2021.
- ii. The Board of directors has appointed CS D. Renuka, Practicing Company Secretary as the 'Scrutinizer' to scrutinize the remote e-voting process and voting during the AGM in a fair and transparent manner.
- iii. The scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the AGM, thereafter unlock the votes through e-voting in the presence of at least two witnesses, not in the employment of the Company and submit, not later than two days from the conclusion of the meeting, a consolidated report of the total votes cast in favour or against, if any, to the Chairman of the Company or to any other person authorized by him.
- iv. The Chairman of the Company or any person authorized by him will declare the result immediately along with the Scrutinizer's report and the same will be communicated to the Stock Exchanges on which the Company's

shares are listed, NSDL, KTPL and will also be displayed on the Company's website at www.nbventures.com.

- v. The members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- vi. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vii. 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 sent through e-mail and holding shares as of the cut-off date i.e. August 20, 2021, may obtain the login ID and password by sending a request to evoting@nsdl.co.in or Company. 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 toll free no. 1800 1020 990 and 1800 22 44 30. 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. August 20, 2021, may follow steps mentioned in the notice of the AGM under "Access to NSDL e-Voting system".
- viii. The process and manner for remote e-voting are explained herein below:

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 to 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
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<p>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.</p> <p>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</p> <p>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.</p> <p>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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.</p> <p>After successful login of Easi/Easiest the user will also able be 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.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>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.</p>

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.
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Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot User ID and Forgot Password option available at above mentioned 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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022- 23058738 or 022-23058542-43

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.co.in 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 General Meeting on NSDL e-Voting system

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC / OAVM" link placed under "Join General 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 prenukaacs@gmail.com with a copy marked to evoting@nsdl.co.in.
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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in.

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 investorservices@nbv.in.

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 investorservices@nbv.in. If you are an Individual shareholder 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.co.in 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 AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members / shareholders, who will be present in the 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the 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 AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the 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 General

meeting" menu against company name. You are requested to click on VC / OAVM link placed under Join General 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 access to 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. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the 49th AGM from their registered e-mail address, mentioning their name, DP ID and Client ID number / folio number and mobile number, to reach the Company's e-mail address at investorservices@nbv.in before 3:00 p.m. (IST) on August 23, 2021. Such questions by the members shall be suitably replied by the Company.
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 investorservices@nbv.in from August 18, 2021, (9:00 a.m. IST) to August 23, 2021, (5:00 p.m. IST). 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.

Explanatory Statement pursuant to Section 102(1) of the Companies Act 2013, read with Rule 15(3) of the Companies (Meetings of Board and Its Powers) Rules, 2014.

Item No.4: Appointment of Mr. Balasubramaniam Srikanth as Independent director of the Company:

The Board, based on the recommendation of the Nomination and Remuneration Committee,

at its meeting held on June 16, 2021, appointed Mr. Balasubramaniam Srikanth as an additional director (Non-executive and Independent) under section 161 of the Companies Act, 2013 w.e.f June 17, 2021 to hold office upto the date of ensuing AGM and thereafter subject to the approval of members therein.

The Company received a notice from one of the shareholders under Section 160 of the Companies Act, 2013 proposing that Mr. Balasubramaniam Srikanth be appointed as an independent director.

Mr. Balasubramaniam Srikanth holds a post-graduate diploma in software engineering from Harvard University (DCE) and a BE degree in Computer Science from R.V College of Engineering, Bengaluru. He is a seasoned information technology entrepreneur with over 28 years of experience.

He is the Founder & CEO of HomeLane, a leading player in the home decor industry in India. He is also on the Board of Unitus Ventures - a leading early stage venture fund - and leads the fund's efforts to invest in the best education startups that have potential to serve low-income population at scale. He is also the co-founder of Diksha Technologies Pvt. Ltd., an IT services firm. His earlier ventures include Companies such as Edurite Technologies, a multi-million dollar venture, where he was the Co-founder. He was responsible for growing its revenue 30-fold in four years. Post the acquisition of edurite by the world's largest education Company Pearson, he served as the CEO of Pearson India, till he started HomeLane in 2014.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Mr. Balasubramaniam Srikanth is appointed as an independent director of the Company to further broad base the Board and to have better oversight of the Company's expansion and diversification plans.

Mr. Balasubramaniam Srikanth is not disqualified from being appointed as director in terms of Section 164 of the Act and has given his consent to act as director. The Company has also received declaration from him that:

- i. He meets the criteria of independence as prescribed in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations; and
- ii. He is in compliance of sub-rule (1) and sub-rule (2) of Rule 6 the Companies (Appointment and Qualifications of Directors) Rules, 2014.

In the opinion of the Board, Mr. Balasubramaniam Srikanth fulfils the conditions for appointment as an independent director as specified in the Act and the listing regulations as amended. Copy of the letter of appointment as Independent director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The profile of Mr. Balasubramaniam Srikanth along with details as required under regulation 36 of the listing regulations and pursuant to secretarial standards on general meetings is furnished in **Annexure - I** to this notice.

The resolution seeks the approval of members for the appointment of Mr. Balasubramaniam Srikanth as an independent director of the Company for a period of 2 (Two) years with effect from June 17, 2021 pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and his office shall not be liable to retire by rotation.

No director, key managerial personnel of the Company or their relatives except himself to whom the resolution relates, is interested in or concerned with the resolution in Item no. 4.

The Board recommends the resolution set forth in Item no. 4 for members' approval..

Item no.5: Re-appointment of and remuneration payable to Mr. CV Durga Prasad, Director (Business Development):

The Board, upon the recommendation of the Nomination and Remuneration Committee and prior approval of Audit Committee, considered and approved the re-appointment of Mr CV Durga Prasad, Director (Business Development) for a further period from April 1, 2021 to June 30, 2022 at a remuneration as set out in the Resolution apart from the allowances and perquisites thereon, subject to the approval of members by way of a special resolution at the ensuing annual general meeting in terms of section 196(3)(a) of the Companies Act, 2013, since he has attained the age of 70 years.

Mr. CV Durga Prasad has rich and varied experience spanning over 48 years with expertise in commercial aspects of the global and domestic ferro alloy industry and has nurtured long term business relations. He oversees the Company's ferro alloys operations with a specific focus on acquiring vital raw materials from indigenous and international suppliers, marketing of finished products in India & abroad. He has been part of the core leadership team and under his leadership, the Ferro Alloys division of the Company witnessed tremendous growth from the nascent stage to where it is today despite many challenges. Mr. CV Durga Prasad serves as Vice Chairman of the Indian Ferro Alloys Producers' Association and is known for his expertise in the Industry. Mr. CV Durga Prasad was last appointed as Director (Business Development) by the members at the AGM held on August 8, 2019, for a term of 2 years with effect from April 1, 2019. Since then, he has been mentoring the team and grooming next level leaders to succeed him and take up the mantle. However, due to COVID-19 pandemic, the process has been delayed and hence the Board of directors felt it was necessary to extend his term upto June 30, 2022 in the best interest of the Company.

Mr. CV Durga Prasad is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director (Business Development) of the Company.

The profile of Mr. CV Durga Prasad along with details as required under Regulation 36 of the Listing Regulations and pursuant to Secretarial Standards on general meetings is furnished in **Annexure - I** to this notice.

Except himself, no other director or key managerial personnel of the Company and their relatives are in any way deemed to be interested or concerned with the resolution in Item no. 5.

The Board recommends the Special Resolution set forth in Item no.5 for members' approval.

Item No.6: Re-appointment of and remuneration payable to Mr. D. Ashok as Chairman of the Company

Mr. D. Ashok was reappointed as Chairman with effect from August 14, 2019, by the members for a term of 2 years in the AGM held on August 8, 2019.

Mr. D. Ashok holds MBA from University of Wisconsin, USA with 39 years of top management experience in all facets of project management and manufacturing. He oversaw the growth of the Company into a diversified conglomerate with business interests in power generation, mining, ferro alloys and agri-business in India and Africa.

He has been holding senior positions in the Company since 1981. He took over as the Executive Director in 1992, as the Managing Director in 1999 and as Chairman of the Company in 2009. He has taken the lead role in policy formulation and geographical diversification in India and abroad to make the Company an Indian Multinational in its own right with substantial accretion of operational assets in India and Zambia. He also provides the thought leadership to all the functional heads at various units of the Company and its subsidiaries. Being focused on the cost benefit aspects of project execution, he transformed the Company to its pre-eminent position of an Indian multinational having successfully executed a US\$ 900 million Project in Zambia within the budgeted resources. He takes active interest in all the CSR activities of the Group to make a qualitative difference and currently chairs the CSR Committee of the Board. On the operational side, he plays a mentor role in guiding strategy for all facets and verticals of the Company and its subsidiaries. The Company received several accolades in the areas of CSR, exports, productivity, quality, industrial safety, environmental protection etc., under his leadership.

The Board, pursuant to the recommendation of the Nomination and Remuneration Committee and prior approval of Audit Committee, reviewed the top management structure at its meeting held on June 17, 2021 and decided to re-appoint Mr. D. Ashok as Chairman for a further period of three (3) years w.e.f

August 14, 2021 on the remuneration as set out in the resolution. Since the Company is poised for next level of growth and given his rich experience, the Board felt that it would be in the best interest of the Company to reappoint Mr. D. Ashok for another term of 3 years to ensure proper handling of its growth schemes and smooth transition.

Mr. D. Ashok is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Chairman and Director in the whole-time employment in the Company.

Pursuant to Regulation 17(6)(e) of the Listing Regulations any remuneration payable to the Executive Directors who are promoters or members of the promoter group in excess of higher of Rupees 5 crore or 2.5 per cent of the net profits to one such director or 5% of net profits in aggregate to all such directors requires the approval of the members of the Company by special resolution.

The remuneration payable to all the Executive Directors who are promoters or members of the promoter group including Mr. D. Ashok are reviewed and approved, from time to time, by the members of the Company within the permissible limits as prescribed under the provisions of Section 197 of the Companies Act, 2013 read with Schedule V thereof. The aggregate remuneration payable to Executive Directors who are promoters or members of the promoter group including Mr. D. Ashok is exceeding the limits prescribed in aforesaid regulation. Hence, it is proposed to seek the approval of the members by special resolution in compliance with the above said Listing Regulations.

The Profile of Mr. D. Ashok along with details as required under Regulation 36 of the Listing Regulations and pursuant to Secretarial Standards on general meetings is furnished in **Annexure - I** to this notice.

Except himself, Mr. Ashwin Devineni, CEO and Whole-time Director, no other director or key managerial personnel of the Company and their relatives are in any way deemed to be interested or concerned in this Resolution.

The Board recommends the Special Resolution set forth in item No. 6 for members' approval.

Item No.7: Ratification of appointment and remuneration of Cost Auditors for the financial year 2021-22:

The Board, on the recommendation of the Audit Committee, approved the appointment and remuneration payable to the cost auditors, M/s. Narasimha Murthy & Co., Cost Accountants, situated at 3-6-365, 104, Pavani Estate, Y.V. Rao Mansion, Himayatnagar, Hyderabad-500029, to conduct the audit of the cost records of the Company across various segments, for the financial year ended March 31, 2022 as per the following details:

Sl. No.	Product	Fee for 2021-22 (₹)
1	Electricity (Eight Units)	5,20,000
2	Ferro Alloys (Steel) (Two Units)	1,80,000
	TOTAL	7,00,000

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of directors, needs to be ratified by the members of the Company. Accordingly, consent of the members is sought for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2022.

The Board recommends the resolution set forth in Item no. 7 for members' approval.

None of the directors, key managerial personnel of the Company and their relatives are in any way deemed to be interested or concerned in this Resolution.

By Order of the Board
for **NAVA BHARAT VENTURES LIMITED**

Place : Hyderabad
Date : June 17, 2021

VSN Raju
Company Secretary &
Vice President

Registered Office:

6-3-1109/1
'Nava Bharat Chambers' Raj Bhavan Road
HYDERABAD – 500 082
CIN : L27101TG1972PLC001549
Ph.No.040-23403501; e-Fax : + 91 80 6688 6121
E-mail: investorservices@nbv.in
Website: www.nbventures.com

ANNEXURE – I

Details of Directors seeking appointment / re-appointment at the annual general meeting (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per Secretarial Standards on general meetings.

The particulars of Mr. D. Ashok, Chairman, Mr. Ashwin Devineni, Chief Executive Officer and Whole-time director, Mr. CV Durga Prasad, Director (Business Development) and Mr. Balasubramaniam Srikanth, Independent Director, who are proposed to be appointed/re-appointed, are given below:

A	Name	Mr. Balasubramaniam Srikanth	Mr. CV Durga Prasad
B	Brief Resume		
i)	Age	50 years	70 years
ii)	Qualification	Post-graduate diploma in software engineering and a BE degree in Computer Science	B.Com
iii)	Experience	28 years	48 years
iv)	Date of appointment on the Board of the Company (Nava Bharat Ventures Ltd.)	June 17, 2021	June 28, 2003
C	Nature of his expertise in specific functional areas	Seasoned information technology entrepreneur	Commercial functions like raw material procurement, sales, marketing and business development
D	Terms and Conditions along with details of remuneration sought to be paid	As mentioned in the Resolution	As mentioned in the Resolution
E	Relationship between Directors inter se [(As per Section 2(77) of the Companies Act, 2013 and Rule 4 of Companies (Specification of Definition Rules, 2014)]	None	None
F	Name(s) of other Companies in which Directorships held	1. Diksha Technologies Private Limited 2. Homevista Decor And Furnishings Private Limited 3. Hippocampus Learning Centres Private limited 4. Find Bus Holidays Private Limited 5. HYPPr Retail Private Limited	The Indian Ferro Alloy Producers Association
G	Name(s) of other companies in which Committee Membership(s) / Chairmanship(s) held	Nil	Nil
H	No. of shares of Rs. 2/- each held by the Director his relatives Total	Nil	1,41,830 <u>1,22,700</u> 2,64,530
I	Last Remuneration drawn	Not applicable	₹288.77 lakhs (Total Remuneration drawn in FY 2020-21)
J	No. of Board meetings attended during the year	Not applicable	5

A	Name	Mr. D. Ashok	Mr. Ashwin Devineni
B	Brief Resume		
i)	Age	64 Years	38 Years
ii)	Qualification	M.B.A. from U.S.A.	Graduate in Industrial Engineering from the University of Washington
iii)	Experience	39 years	Over 13 years
iv)	Date of appointment on the Board of the Company (Nava Bharat Ventures Ltd.)	March 19, 1992	August 18, 2017
C	Nature of his/her expertise in specific functional areas	Top management experience as Chairman (Executive) of Nava Bharat Ventures Ltd., in planning and execution, project management and diversification. Expertise in managing and monitoring international operations.	Experience in business development in the power, mining, agriculture, and enterprise software sectors. Played crucial roles in corporate acquisitions across North America, Europe, Middle East Africa and Asia
D	Terms and Conditions along with details of remuneration sought to be paid	As mentioned in the Resolution	As mentioned in the resolution for his appointment approved by the shareholders
E	Relationship between Directors inter se [(As per Section 2(77) of the Companies Act, 2013 and Rule 4 of Companies (Specification of Definition Rules, 2014)]	Mr. D. Ashok is father of Mr. Ashwin Devineni, CEO and whole-time director of the Company.	Mr. Ashwin Devineni is son of Mr. D. Ashok, Chairman of the Company.
F	Name(s) of other companies in which directorships held	Nava Bharat Projects Limited Nava Bharat Energy India Limited AV Dwellings Private Limited A9 Homes Private Limited	Nil
G	Name(s) of other companies in which Committee Membership(s) / Chairmanship(s) held	Chairman - Corporate Social Responsibility Committees of Nava Bharat Ventures Limited Nava Bharat Projects Limited Nava Bharat Energy India Limited Member - Nomination and Remuneration Committee of 'Nava Bharat Energy India Limited'	Nil
H	No. of shares of ₹2/- each held by the Director his relatives Total	22,26,000 <u>2,51,22,105</u> 2,73,48,105	41,72,789 <u>53,14,860</u> 94,87,649
I	Last Remuneration drawn	₹701.28 lakhs (Total Remuneration [including Commission to be paid] drawn in FY 2020-21)	Nil
J	No. of Board Meetings attended during the year	5	5 (through video conference)