

October 6, 2023

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

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

Ref: Scrip Code: - 530655

Scrip Code: - GOODLUCK

Dear Sir,

Sub: Minutes 37th Annual General Meeting

We enclose herewith a copy of the minutes of the 37th Annual General Meeting of the Company held on 30th September 2023.

This is for your information and record.

Thanking you

For GOODLUCK INDIA LIMITED

**RAMESH
CHANDRA
GARG**

Digitally signed by
RAMESH CHANDRA
GARG
Date: 2023.10.06
12:15:19 +05'30'

**RAMESH CHANDRA GARG
DIRECTOR**

Encl: as above

MINUTEBOOK



MINUTES OF THE 37th ANNUAL GENERAL MEETING OF GOODLUCK INDIA LIMITED HELD ON SATURDAY, 30TH SEPTEMBER, 2023 FROM 11:00 AM TO 11:40 AM 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. Rajiv Goel | Independent Director & Chairman of Audit Committee |
| Ms. Rajni Abbi | Independent Director & Chairperson of Nomination and Remuneration committee & Corporate Social Responsibility Committee |
| 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:

99 Shareholders were present through Video Conferencing.


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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 37th 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 and 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 at 9.00 A.M. on Wednesday, 27th September, 2023 and ended on Friday, 29th September, 2023 at 5.00 P.M. and Mr. N. K. Rastogi, a 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

Directors were introduced to the members present in the virtual meeting through Video Conferencing. The Chairman also informed the members that the Chairman of the Audit Committee, Chairperson of the Nomination & Remuneration Committee, Chairperson of Corporate Social Responsibility Committee, Chairman of Stakeholders Relationship Committee, Chairman of Risk Management Committee, the Chief Financial Officer, the Company Secretary, the Scrutinizer and the Authorized representatives of the Auditors were present for the Meeting.

NOTICE AND DIRECTORS REPORT

The Chairman informed the Members that the Notice dated September 02, 2023 and a Copy of the Annual Report for the Financial Year ended March 31, 2023 has already



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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, 2023 is taken as read as it do not contain any Qualification, Observation or any adverse remark.

CHAIRMAN'S ADDRESS

Mr. Mahesh Chandra Garg, Chairman then delivered the formal address. 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, a 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 Wednesday, 27th September, 2023 and ended on Friday, 29th September, 2023 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.

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


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raise their query and speak at the meeting. The Chairman invited the Members to raise their queries, if any, with a request to ask their questions only related to this Annual Report (ended on 31.03.2023) and complete within 3 minutes who have registered themselves with us previously. Once they had asked their question they can log off and continued to watch the proceeding. To avoid repetition, all the questions would be responded at the end.

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 querries: -

- 1) Mr. Yashvee Kothari (1204150001812215)
- 2) Mr. Subhash Chander Wadhwa (IN30011810082349)
- 3) Mr. Ankit

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

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

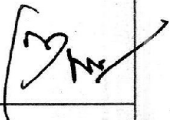
VOTE OF THANKS

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 30th September, 2023. The Chairman on 30th September, 2023 announced the results of the business agenda on the following items as set out in the Notice of 37th 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 | 16024081 | 100 | 23 | 0 | - |
| | Poll | - | - | - | - | - |
| | TOTAL | 16024081 | 100 | 23 | 0 | - |
| Item No. 2 of the Notice (As an Ordinary Resolution) | E- Voting | 16017881 | 99.96 | 6223 | 0.04 | - |
| | Poll | - | - | - | - | - |

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| | TOTAL | 16017881 | 99.96 | 6223 | 0.04 | - |
|---|-----------|----------|-------|------|------|---|
| Item No. 3 of the Notice (As an Ordinary Resolution) | E- Voting | 16023581 | 100 | 523 | 0 | - |
| | Poll | - | - | - | - | - |
| | TOTAL | 16023581 | 100 | 523 | 0 | - |
| Item No. 4 of the Notice (As an Ordinary Resolution) | E- Voting | 16012806 | 100 | 23 | 0 | - |
| | Poll | - | - | - | - | - |
| | TOTAL | 16012806 | 100 | 23 | 0 | - |
| Item No. 5 of the Notice (As an Special Resolution) | E- Voting | 16024081 | 100 | 23 | 0 | - |
| | Poll | - | - | - | - | - |
| | TOTAL | 16024081 | 100 | 23 | 0 | - |
| Item No. 6 of the Notice (As an Special Resolution) | E- Voting | 16015700 | 99.95 | 8404 | 0.05 | - |
| | Poll | - | - | - | - | - |
| | TOTAL | 16015700 | 99.95 | 8404 | 0.05 | - |
| Item No. 7 of the Notice (As an Special Resolution) | E- Voting | 16015700 | 99.95 | 8404 | 0.05 | - |
| | Poll | - | - | - | - | - |
| | TOTAL | 16015700 | 99.95 | 8404 | 0.05 | - |
| Item No. 8 of the Notice (As an Special | E- Voting | 16015700 | 99.95 | 8404 | 0.05 | - |
| | Poll | - | - | - | - | - |


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| | | | | | | |
|--|-----------|----------|-------|-------|------|---------|
| Resolution) | TOTAL | 16015700 | 99.95 | 8404 | 0.05 | - |
| Item No. 9 of the Notice (As an Ordinary Resolution) | E- Voting | 16015604 | 99.90 | 8500 | 0.10 | 7461591 |
| | Poll | - | - | - | - | - |
| | Total | 16015604 | 99.90 | 8500 | 0.10 | 7461591 |
| Item No. 10 of the Notice (As an Ordinary Resolution) | E- Voting | 16009604 | 99.83 | 14500 | 0.17 | 7461591 |
| | Poll | - | - | - | - | - |
| | TOTAL | 16009604 | 99.83 | 14500 | 0.17 | 7461591 |

The Resolutions for the ordinary and special business as set out in item No. 1 to 10 in the notice of the 37th AGM of the Company duly approved by the members with requisite majority are recorded hereunder as part of the proceeding of 37th AGM of the members held on 30th September, 2023.

ORDINARY BUSINESS:

ORDINARY RESOLUTION No. 1:

ADOPTION OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

“RESOLVED THAT the Standalone and Consolidated Financial Statements for the year ended 31st March 2023, and the reports of the Directors and Auditors thereon as placed before the Meeting be and are hereby adopted and approved.”

ORDINARY RESOLUTION No.2:

DECLARATION THE FINAL DIVIDEND OF RS. ₹ 2.50/- PER EQUITY SHARE OF THE FACE VALUE OF RS. ₹ 2/- EACH, I.E. @ 125%, OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2023

“RESOLVED THAT pursuant to the recommendation made by the Board of Directors of the Company at their meeting held on 15th May, 2023, final dividend @

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Rs. 2.50 per share, i.e., 125% on the paid up equity share capital be and is hereby declared out of current profits of the company for the year 2022-23.

RESOLVED FURTHER THAT the final dividend be paid within 30 days hereof to all equity shareholders, who are entitled to receive the payment.

FURTHER RESOLVED THAT the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents as may be necessary, expedient and incidental thereto to give effect to this resolution."

ORDINARY RESOLUTION No.3:

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 103 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.4:

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.70,000 (Rupees Seventy 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 financial year ending on 31st March, 2024."

SPECIAL RESOLUTION No.5:

APPOINTMENT OF SHRI SHAMBHU NATH SINGH (DIN: 09847470) AS AN EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS W.E.F 01ST OCTOBER, 2023

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 198 and 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and those contained in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any


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statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the member(s) be and is hereby granted to the appointment of Shri Shambhu Nath Singh (DIN: 09847470) as an Executive Director of the Company, for a period of five (5) years with effect from October 1, 2023, , be liable to retire by rotation, on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

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 of the Board) be and is hereby authorized to alter and/or vary the terms and conditions of the said appointment including remuneration within the overall limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT where in any Financial Year, during the tenure of Shri Shambhu Nath Singh, the Company incurs a loss or its profits are inadequate, the Company shall continue to pay to Shri Shambhu Nath Singh the remuneration by way of salary, perquisites and other allowances as a minimum remuneration subject to necessary approvals and in accordance with the conditions specified under Schedule V to the Companies Act, 2013 and rules made thereunder or such other limits as may be prescribed by the Central Government from time to time and approval of members and/or Central Government required, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as it may deem necessary and authorize executives of the Company for the purpose of giving effect to this Resolution.”

SPECIAL RESOLUTION No.6:

REVISION IN THE REMUNERATION OF SHRI MAHESH CHANDRA GARG (DIN: 00292437), WHOLE TIME DIRECTOR OF THE COMPANY

“**RESOLVED THAT** in partial modification of the resolution passed regarding the appointment and remuneration of Shri Mahesh Chandra Garg (DIN: 00292437) by the members of the Company at 35th Annual General Meeting held on 29th September, 2021 and in accordance with the provisions of Sections 196, 197 and 198 read with Schedule V of the Companies Act, 2023 (‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014, pursuant to notification issued by Ministry of Corporate Affairs (“MCA”) dated 12 September 2018, under notified provisions of the Companies (Amendment) Act, 2017, (“Amendment Act, 2017”) and other applicable provisions of the Act, and as per Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements)


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Regulations, 2015 ('Listing Regulations') including any statutory modification(s) or re-enactment(s) as amended, or any other law applicable for the time being in force read with the Articles of Association of the Company and as recommended by the Nomination and Remuneration Committee, approved by Board of Directors of the Company and subject to the approval of any other statutory authorities, as may be required in this regard, the approval of the Members of the Company, be and is hereby accorded to modify the remuneration structure as set out in the explanatory statement, for the remaining tenure of current appointment of Shri Mahesh Chandra Garg.

RESOLVED FURTHER THAT where in any financial year during the tenure of the above mentioned Whole-time Director, the Company has no profits or its profits are inadequate, the Company shall pay the remuneration as mentioned in the explanatory statement as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to vary, alter and modify the terms and conditions of appointment, remuneration/remuneration structure of Mr. Mahesh Chandra Garg within the limits prescribed above and in accordance with the provisions of the applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things and give such directions, as it may in its absolute discretion, deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate, to the extent permitted by law, any of the

powers herein conferred to any Committee of Directors or to any Director(s) or to any Key Managerial Personnel of the Company."

SPECIAL RESOLUTION No.7:

REVISION IN THE REMUNERATION OF SHRI RAMESH CHANDRA GARG (DIN: 00298129), WHOLE TIME DIRECTOR OF THE COMPANY

"RESOLVED THAT in partial modification of the resolution passed regarding the appointment and remuneration of Mr. Ramesh Chandra Garg (DIN: 00298129) by the members of the Company at 35th Annual General Meeting held on 29th September, 2021 and in accordance with the provisions of Sections 196, 197 and 198 read with Schedule V of the Companies Act, 2023 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, pursuant to notification issued by Ministry of Corporate Affairs ("MCA") dated 12 September


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2018, under notified provisions of the Companies (Amendment) Act, 2017, ("Amendment Act, 2017") and other applicable provisions of the Act, and as per Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any statutory modification(s) or re-enactment(s) as amended, or any other law applicable for the time being in force read with the Articles of Association of the Company and as recommended by the Nomination and Remuneration Committee, approved by Board of Directors of the Company and subject to the approval of any other statutory authorities, as may be required in this regard, the approval of the Members of the Company, be and is hereby accorded to modify the remuneration structure as set out in the explanatory statement, for the remaining tenure of current appointment of Mr. Ramesh Chandra Garg.

RESOLVED FURTHER THAT where in any financial year during the tenure of the above mentioned Whole-time Director, the Company has no profits or its profits are inadequate, the Company shall pay the remuneration as mentioned in the explanatory statement as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to vary, alter and modify the terms and conditions of appointment, remuneration/remuneration structure of Shri Ramesh Chandra Garg within the limits prescribed above and in accordance with the provisions of the applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things and give such directions, as it may in its absolute discretion, deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate, to the extent permitted by law, any of the powers herein conferred to any Committee of Directors or to any Director(s) or to any Key Managerial Personnel of the Company."

SPECIAL RESOLUTION No.8:

REVISION IN THE REMUNERATION OF SHRI NITIN GARG (DIN:02693146), WHOLE TIME DIRECTOR OF THE COMPANY

"RESOLVED THAT in partial modification of the resolution passed regarding the appointment and remuneration of Mr. Nitin Garg (DIN: 02693146) by the members of the Company at 35th Annual General Meeting held on 29th September, 2021 and in accordance with the provisions of Sections 196, 197 and 198 read with Schedule V of the Companies Act, 2023 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, pursuant to notification issued by Ministry of Corporate Affairs ("MCA") dated 12 September 2018, under notified provisions of the Companies (Amendment) Act, 2017, ("Amendment Act, 2017")


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and other applicable provisions of the Act, and as per Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') including any statutory modification(s) or re-enactment(s) as amended, or any other law applicable for the time being in force read with the Articles of Association of the Company and as recommended by the Nomination and Remuneration Committee, approved by Board of Directors of the Company and subject to the approval of any other statutory authorities, as may be required in this regard, the approval of the Members of the Company, be and is hereby accorded to modify the remuneration structure as set out in the explanatory statement, for the remaining tenure of current appointment of Mr. Nitin Garg.

RESOLVED FURTHER THAT where in any financial year during the tenure of the above mentioned Whole-time Director, the Company has no profits or its profits are inadequate, the Company shall pay the remuneration as mentioned in the explanatory statement as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to vary, alter and modify the terms and conditions of appointment, remuneration/remuneration structure of Mr. Nitin Garg within the limits prescribed above and in accordance with the provisions of the applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company, be and is hereby authorized to do all such acts,

deeds, matters and things and give such directions, as it may in its absolute discretion, deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate, to the extent permitted by law, any of the powers herein conferred to any Committee of Directors or to any Director(s) or to any Key Managerial Personnel of the Company."

ORDINARY RESOLUTION No.9:

REVISION IN THE REMUNERATION OF SHRI MANISH GARG, COO 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. 25,00,000 (Rupees Twenty Five Lakh only) to Mr. Manish Garg, COO, a related party (Son of Mr.

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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. 25,00,000 (Rupees Twenty Five Lakh only) 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.”

ORDINARY RESOLUTION No.10:

REVISION IN THE REMUNERATION OF SHRI UMESH GARG, SENIOR MANAGEMENT EXECUTIVE 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. 25,00,000 (Rupees Twenty Five Lakh 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. 25,00,000 (Rupees Twenty Five Lakh only) per month.


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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: 30.09.2023


(M. C. Gupta)
CHAIRMAN


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