



HARIA APPARELS LTD.

8, SUBHASH ROAD, VILE PARLE (EAST), MUMBAI – 400 057

TEL : 6239 0086 Email : accounts@hariagroup.com

CIN : U18204MH2011PLC212887

REF:- HAL/AGM/2024-25/2284

30th August, 2024

The Secretary,
Listing Department,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: **538081**

Scrip Symbol: **HARIAAPL**

Subject: Notice of the 13th Annual General Meeting

Ref :- Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir/Madam,

Please find enclosed herewith Notice of the 13th Annual General Meeting, pursuant to Regulation 30 of SEBI Listing Regulations informing the Members about the 13th Annual General Meeting (“AGM”), scheduled to be held on 30th September 2024 at 11:00 a.m. IST through Video Conferencing/Other Audio-Visual Modes (VC/OAVM) facility as published in the newspapers viz. Active Times (English Daily) and Mumbai Lakshadeep (Marathi Daily).

Kindly take the above on record.

Thank you.

Yours faithfully,

For Haria Apparels Limited



DIRECTOR
(UTSAV MARU)

N O T I C E

Notice is hereby given that the **Thirteen Annual General Meeting** of the Members of **HARIA APPARELS LIMITED** will be held on Monday the 30th, September 2024 at 11:00. A.M. through the Video Conferencing (VC) and Other Audio-Visual Medium (OAVM) to transact the following business:

Ordinary Business:

1. **Consideration and Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon**

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

“RESOLVED that the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be considered and adopted.”

SPECIAL BUSINESS

Item No.1 : Regularization of Additional Director, Mr Bimal Haria (DIN: 00585299) as 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 provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, Mr. Bimal Haria (DIN: 00585299) who was appointed as an Additional Director by the Board of Directors of the company at their meeting held on 14th February, 2024, and who holds office up to the date of this Annual General Meeting be and is hereby appointed as the Director of the Company.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

Item No. 2: - Appointment of Mr. Bimal Haria (DIN: 00585299) as Managing Director of the company.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, subject to approval of members in the general meeting and such other consents and permission as may be necessary, consent of the board of directors be and is hereby accorded for the appointment of **Mr. Bimal Haria (DIN: 00585299)** as the Managing Director of the Company with effect from **30th September 2024** and as per the terms and condition set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and remuneration as determined by the board.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution anyone of the director of the Company be and is hereby authorized to do all acts, deeds,

matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E – forms as a notice of appointment and resignation with the Registrar of Companies, Mumbai.”

Item No.3: Appointment of Mr.Rajesh Parmar (DIN:03086652) as Executive Director and Chief Financial Officer.

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 and 203 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and other applicable provisions if any of the Companies Act, 2013 and relevant rules thereunder and the Articles of Association of the Company, approval of Members of the Company be and is hereby accorded for appointment of Mr.Rajesh Parmar (DIN: 03086652), as ‘Executive Director & Chief Financial Officer’ of the Company with effect from September 30,2024 on the such terms and conditions mentioned in the explanatory statement attached to this notice.”

“**RESOLVED FURTHER THAT** pursuant to Section 197 read with Schedule V of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, approval of the Members be and is hereby accorded to the Board to decide on the annual increase in the remuneration of Mr.Rajesh Parmar (DIN: 03086652), for the period September 30, 2024 until his completion of period of office.”

“**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds, matters, and things and to execute any agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said appointment as it may in its sole discretion deem fit and to delegate all or any of its powers conferred herein to any Director(s) and / or Officer(s) of the Company to give effect to this Resolution.”

**By Order of the Board of Directors
For Haria Apparels Limited**

**Date: 14th August, 2024
Place: Mumbai**

**UTSAV JAYSUKH MARU
DIRECTOR
DIN No. 07752233**

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

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') and Regulation 36(3) and (5) of the Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), given hereunder sets out all material facts relating to the resolutions mentioned at Item Nos 1 to 3 of the accompanying Notice dated 14th August 2024.

Item No.1

Mr. Bimal Haria (DIN: 00585299) was inducted to the Board at the Board Meeting held on 14th February, 2024 and in the same meeting he was appointed as the Additional Director. In terms of Section 161(1) of the Companies Act, 2013. **Mr. Bimal Haria (DIN: 00585299)** can hold office only up to the date of the ensuing Annual General Meeting. With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company. The Board recommends the resolution set out in item no.1 of the accompanying Notice for approval and adoption of the Members. None of the Directors of the Company except **Mr. Bimal Haria (DIN: 00585299)**, is concerned or interested in the proposed resolution

Item No.2

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting held on 14th August 2024, the Board of Directors has appointed **Mr. Bimal Haria (DIN: 00585299)** as the Managing Director of the Company w.e.f **30th September 2024** subject to approval of the members in General Meeting of the Company.

Your directors recommend the resolution at Item No. 1 of the Notice for your approval.

Mr. Bimal Kantilal Haria is interested in in the said resolution as it pertains to his own appointment

None of the Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

Brief details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Bimal Kantilal Haria
Age	49 years
Qualification	B.B.A.
Date of first Appointment on Board	14 February 2024 as an additional director
Experience and expertise in specific functional areas	Sales, Marketing and Finance
Directorships held in other (excluding foreign) Companies	Listed Company-one Private Company- One
Memberships/ Chairmanships of Committees across public companies	NIL
Number of shares held in the Company	89,44,473
Remuneration last drawn (including sitting fees, if any)	NIL
Relationship with another Directors/ KMPs/ Manager	NIL
Number of Board meetings attended during the Year	Two

Other Directorships of Mr.Bimal Haria are as mentioned below :

CIN	Name of the company	Designation	Date of Appointment
L51900MH1970PLC014758	Haria Exports Limited	Director	14/02/2024
U65990MH1981PTC025044	Haria Investments Pvt Ltd	Director	05/01/2023

Item No.3

The Board of Directors of the Company, pursuant to the recommendation of Nomination and Remuneration Committee, have **appointed Mr.Rajesh Parmar (DIN: 03086652) as ‘Executive Director & Chief Financial Officer’** of the company with effect from September 30, 2024.

The Board recommends that, considering his knowledge and wide experience, his association would be of immense benefit to the Company.

The Board of Directors request the members of the Company to approve the appoint of Mr. **Rajesh Parmar (DIN: 03086652)** as **‘Executive Director & Chief Financial Officer’** with effect from 30th September 2024.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives (other than Mr. **Rajesh Parmar**) have any conflict of interest, financial or otherwise, in the proposed resolution.

The Board recommends the Special Resolution with respect to the appointment of **Mr.Rajesh Parmar**, as set out in item no.3 of the notice for approval of the members.

Brief details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Rajesh Parmar
Age	48 Years
Qualification	B.Com, DFM
Date of first Appointment on Board	14 August 2024
Experience and expertise in specific functional areas	Accounts, Taxation and finance
Directorships held in other (excluding foreign) Companies	NIL
Memberships/ Chairmanships of Committees across public companies	NIL
Number of shares held in the Company	100
Remuneration last drawn (including sitting fees, if any)	Rs.5.50 Lacs
Relationship with another Directors/ KMPs/ Manager	NIL
Number of Board meetings attended during the Year	NIL

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed.
2. Pursuant to the General Circular No. 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (MCA) and **MCA General Circular No. 09/2023 dated 25th September, 2023**, (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through Video conferencing/other audio visual means (“VC / OAVM”), without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a Proxy to attend and vote on his/her behalf and the Proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM,

pursuant to the applicable MCA Circulars read with Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Proxies submitted on behalf of companies, societies, partnership firms, etc. must be supported by appropriate resolution/ authority, as applicable, issued on behalf of the nominating organization.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to scrutinizer at shilparayassociates@gmail.com and copy marked to the Company at accounts@hariagroup.com.
5. Since there is no Dividend or Corporate Action, the management has decided not to fix any Book Closure.
6. Members are requested to notify any change in their address/ mandate/bank details immediately to the share transfer Agent of the Company- M/S. LINK INTIME INDIA PVT.LTD.
7. Members holding shares in physical form are requested to advise any change of address immediately to the Company’s Share Registrars and Transfer Agents. Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company’s Share Registrars and Transfer Agents.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their respective Depository Participants. Members holding shares in physical form are requested to submit their PAN details to the Share Registrars and Transfer Agents.
9. As per Regulation 40 of the SEBI Listing Regulations, as amended, the Securities of listed Companies can be transferred only in dematerialized form w.e.f. April 1, 2019 except in case of requests received for transmission or transposition of securities. In view of the above and to avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form.
10. All documents referred to in the Notice are open for inspection at the Registered Office of the Company on all working days except Saturdays and Public Holidays between 11.00 A.M. and 1.00 P.M. up to the date of the Annual General Meeting.
11. The register of directors and key managerial personnel (KMP) 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.
12. Members seeking to inspect such documents can send an email to accounts@hariagroup.com.

13. In compliance with the aforesaid MCA Circulars and SEBI Circular the Notice of the AGM along with the Annual Report 2023-24 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 2023-24 will also be available on the Company's website www.hariaapparels.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>. The Members are requested to support Green initiative by registering/ updating their e-mail addresses with the Depository Participant (in case of shares in dematerialized form) or with Link Intime India Private Limited, the Registrar and Transfer Agent ("RTA") of the Company (in case of shares held in physical form) for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
14. In terms of and in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer remote e-voting facility as an alternate to all its Members to enable them to cast their vote electronically instead of casting the vote at the Meeting. The Members who have cast their votes by remote e-voting may participate in the Meeting even after exercising their right to vote through remote e-voting but shall not be allowed to cast vote again at the Meeting. For this purpose, company has entered into an agreement with NSDL for facilitating e-voting to enable the Shareholders to cast their votes electronically. The Company is also providing facility for voting by Ballot at the Annual General Meeting apart from providing remote e-voting facility for all those members who are present at the general meeting but have not cast their votes by availing the remote e-voting facility.
15. The remote e-voting facility shall be opened from Monday, 23rd September, 2024 at 9.00 a.m. to Saturday 28th September, 2024 till 5.00 p.m., both days inclusive. The remote e-voting facility shall not be allowed beyond 5.00 p.m. on Saturday 28th September, 2024. During the period when facility for remote e-voting is provided the members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently or cast the vote again.
16. The Company has fixed Friday 20th September, 2024 as the cut-off date for identifying the Shareholders for determining the eligibility to vote by electronic means or in the Meeting by Ballot. The Register of Member of the Company shall be closed for the purpose of Annual General meeting from Monday, 23rd September, 2024 at 9.00 a.m. to Saturday 28th September, 2024 till 5.00 p.m. (both days inclusive). Instructions for participating in the meeting through VC/OAVM and exercising voting rights by remote e-voting are attached herewith and forms part of this Notice. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off/entitlement date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.
17. Any person who becomes a member of the Company after the dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e., Friday 20th September, 2024 may obtain the User ID and Password by sending an email. Members may also send a request to Mr. Suraj Babulal Shah, Compliance Officer, by writing to him at 8, Subhash Road, Vile Parle (East), Mumbai-

18. The Voting Rights will be reckoned on the paid-up value of shares registered in the name of shareholders on Friday 20th September, 2024, the cut-off date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means or at the Meeting by Ballot.
19. The Notice of the Meeting is being placed on the website of the Company viz., www.hariaapparels.com and on the website of NSDL viz., www.evoting.nsdl.com.
20. Mrs. Shilpa Ray, Company Secretary in Whole Time Practice, (CP No.5311) has been appointed as a Scrutinizer for conducting the voting by Ballot at the Meeting and remote e-voting process in a fair and transparent manner.
21. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, and thereafter unblock the votes cast through remote e-voting, in the presence of at least two (2) witnesses not in the employment of the Company. The Scrutinizer will collate the votes cast at the AGM and votes downloaded from the e-voting system and make, not later than twenty four hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same. The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the result of the voting. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.hariaapparels.com and on the website of NSDL at www.evoting.nsdl.com, immediately after the results are declared by the Chairman.
22. The general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) pursuant to the the Circulars. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
23. 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 at the AGM through VC/OAVM will be made available to at least 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 Chairpersons 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.
24. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
25. The instructions for members for voting electronically are as under :-
 1. The voting period begins Monday, 23rd September, 2024 at 9.00 a.m. to Friday 27th September, 2024 till 5.00 p.m. During this period shareholders' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, on Friday 20th September, 2024 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

2. Pursuant to MCA Circular No.14/2020 dated April 08, 2020 the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Act representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
3. In line with the MCA General Circulars issued by the Ministry of Corporate Affairs (MCA), the Notice calling the AGM has been uploaded on the website of the Company at www.hariaapparels.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evoting.nsdl.com.
4. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Act read with the Circulars The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

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 ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password 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. Your password details are given below :
 - i. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - ii. 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.

- iii. How to retrieve your 'initial password'?
 - a) 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'.
 - b) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
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.
 - 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.

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVSN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVSN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

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 shilparayassociates@gmail.com with a copy marked to evoting@nsdl.co.in . 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.

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 or send a request at evoting@nsdl.co.in

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

- i. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials.
- ii. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- iii. Shareholders are encouraged to join the Meeting through Laptops / i-pads for better experience.
- iv. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- v. 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.
- vi. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at accounts@hariagroup.com . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at accounts@hariagroup.com . These queries will be replied to by the company suitably by email.
- vii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING 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 shareholders, who are 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 available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such

**By Order of the Board of Directors
For Haria Apparels Limited**

**Date : 14/08/2024
Place : Mumbai**

**UTSAV JAYSUKH MARU
Director
DIN No. 07752233**