

**NIIT Limited**

Registered Office:
Plot No 85, Sector 32,
Institutional Area,
Gurugram 122 001,
(Haryana) India
Tel:+91 (124) 4293000
Fax:+91 (124) 4293333
Email: info@niit.com

CIN: L74899HR1981PLC107123

www.niit.com

September 05, 2023

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

The Manager
BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Subject: Newspaper Advertisements - Dispatch of Notice of 40th Annual General Meeting and Annual Report for FY 2022-23 and e-Voting information

Scrip Code: BSE - 500304; NSE - NIITLTD

Dear Sir/Madam,

This is in continuation to our letter dated September 04, 2023, regarding 40th Annual General Meeting ('AGM') of the Company to be held on Wednesday, September 27, 2023, through Video Conferencing/ Other Audio Visual Mode.

Pursuant to Regulation 30 read with Schedule III Part A Para A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we enclose copies of newspaper advertisements published in Financial Express (English Language) and Jansatta (Hindi Regional Language) on September 05, 2023, intimating *inter-alia* dispatch of Notice of 40th AGM and Annual Report for the financial year 2022-23 through electronic mode only, to the members whose e-mail addresses are registered with the Company/ the Depository Participants and regarding e-Voting information for the 40th AGM of the Company in compliance with section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations.

This is for your information and records.

Thanking you,

Yours truly
For NIIT Limited

Arpita Bisaria Malhotra
Company Secretary &
Compliance Officer

Encls: a/a

ADLINE CHEM LAB LIMITED

Registered Office: 904, 9th Floor, Shapath-I Complex, Opp. Rajpath Club Nr. Madhur Hotel, S. G. Highway, Bodakdev, Ahmedabad - 380054, India
Tel No.: 91-9227714587; E-mail: info@kamronlabs.in; Website: www.kamronlabs.com
CIN: L24231GJ1988PLC010956

Recommendation of the Independent Director Committee ("IDC") of Adline Chem Lab Limited ("Target Company") in relation to the Open Offer ("Offer") made by Mr. Hemant Amrishi Parikh ("Acquirer") to the Public Shareholders of the Target Company ("Shareholders") under Regulations 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Subsequent Amendments thereto ("SEBI (SAST) Regulations, 2011").

1	Date	04.09.2023
2	Target Company ("TC")	Adline Chem Lab Limited
3	Details of the Offer pertaining to the Target Company	The Offer is being made by the Acquirer pursuant to Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations, 2011 for the acquisition up to 15,21,000 (Fifteen Lakhs Twenty-One Thousand Only) Fully Paid-Up Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) Each representing 26% ("Twenty-Six Percent") of the Fully Paid-Up Equity Share Capital and Voting Capital, payable in Cash.
4	Acquirer	Mr. Hemant Amrishi Parikh ("Acquirer")
5	Manager to the Offer	Kunvarji Finstock Private Limited
6	Members of the Committee of Independent Director	1) Mr. Mahendra Poptal Shah - Independent Director, Chairman 2) Mr. Devarshi Dilipbhai Patel - Non-Executive Independent Director
7	IDC Member's relationship with the Target Company (Director, Equity shares owned, any other contract/relationship), if any	IDC Member's are Independent Directors on the Board of the Target Company. They do not have any Equity holding in the Target Company. None of them have any contractual or other relationships with the Target Company other than their position as Independent Directors of the Target Company.
8	Trading in the Equity shares/other securities of the TC by IDC Members	No trading in the Equity Shares of the Target Company has been done by IDC Members
9	IDC Member's relationship with the Acquirer (Director, Equity shares owned, any other contract/relationship), if any.	None of the IDC Members holds any contracts, nor have any relationship with the Acquirer.
10	Trading in the Equity shares/other securities of the Acquirer by IDC Member	No trading in the Equity Shares/other securities of the Acquire by IDC Member
11	Recommendation on the Open offer, as to whether the offer, is or is not, fair and reasonable	Based on the review of the Public Announcement and the Detailed Public Statement issued by the Manager to the Offer on behalf of the Acquirer, IDC Members believe that the Offer is fair and reasonable and in line with the SEBI (SAST) Regulations, 2011. The shareholders are advised to independently evaluate the Open Offer and take an informed decision, whether or not to tender equity shares in the open offer.
12	Summary of reasons for the recommendation	IDC has taken into consideration the following for making the recommendation: IDC has reviewed a) The Public Announcement ("PA") dated 17.05.2023; b) The Detailed Public Statement ("DPS") which was published on 24.05.2023; c) The Draft Letter of Offer ("DLOF") dated 31.05.2023; d) The Letter of Offer ("LOF") dated 28.08.2023. Based on the review of PA, DPS, DLOF and LOF, the IDC Members are of the view that the Offer Price is in line with the parameters prescribed by SEBI in the Regulations. The Equity Shares of the Target Company are infrequently traded on BSE Limited (BSE) during the Twelve (12) calendar months preceding the month in which PA was made as set out under Regulation 2(1)(j) of SEBI (SAST) Regulation, 2011. The Offer Price of Rs. 5.25/- (Rupees Five Point Twenty Five Only) per Equity Share is justified in terms of Regulations, 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011 being the highest of the following:

Sr.	Particulars	Price (In Rs. per Equity Share)
1	The highest negotiated price per Equity Share of the Target Company for acquisition under any agreement attracts the obligation to make a PA of an Open Offer.	5.25/-
2	The volume-weighted average price paid or payable for acquisitions, by the Acquirer during 52 (Fifty-two) weeks immediately preceding the date of the PA.	Not Applicable
3	The highest price paid or payable for any acquisition, whether by the acquirer or by any person acting in concert with him, during the 26 (Twenty-six) weeks immediately preceding the date of the public announcement	Not Applicable

NIIT

एनआईआईटी लिमिटेड

पंजीकृत कार्यालय: प्लॉट नं. 85, सेक्टर 32, इस्टीद्यूशनल एरिया, गुरुग्राम - 122001, हरियाणा
CIN: L74899HR1981PLC107123
फोन: +91 (124) 4293000; फैक्स: +91 (124) 4293333
वेबसाइट: www.niit.com; ईमेल: investors@niit.com

40वीं वार्षिक आम बैठक की सूचना

एनआईआईटी लिमिटेड ('कंपनी') के सदस्यों की 40वीं वार्षिक आम बैठक ('एजीएम') बुधवार, 27 सितंबर, 2023 को सुबह 11:30 बजे (भा.मा.स) में एजीएम की सूचना में निर्धारित व्यवसाय के निष्पादन के लिए विडियो कॉन्फ्रेंसिंग (वीसी)/अन्य ऑडियो विडियो साधन (ओएवीएम) के माध्यम से आयोजित की जाएगी।

कंपनी अधिनियम, 2013 ('अधिनियम') के लागू प्रावधानों और उसके अधीन बनाए गए नियमों तथा भारतीय प्रतिभूति एवं विनियम बोर्ड ('सेबी') (सूचीयन बाध्यताएं एवं प्रकटीकरण आवश्यकताएं) विनियम, 2015 ('सूचीबद्धता विनियम') के साथ पठित कॉर्पोरेट कार्य मंत्रालय ('एमसीए') द्वारा जारी किए गए सामान्य परिपत्र सं. 10/2022 दिनांक 28 दिसम्बर, 2022 और अन्य परिपत्र और सेबी द्वारा जारी परिपत्र सं. सेबी/सूचो/सीएफडी/पीओडी-2/पी/सीआईआर/2023/4 दिनांक 5 जनवरी, 2023 (यहां के बाद संयुक्त रूप से 'परिपत्र' के रूप में संदर्भित) के अनुसरण में एजीएम की सूचना और वार्षिक रिपोर्ट उन सदस्यों को केवल इलेक्ट्रॉनिक माध्यम से भेजी गई है जिन्हें ई-मेल पते कंपनी/डिर्घाजिटी प्रतियागी के पास पंजीकृत है। सदस्यों को एजीएम की सूचना और वार्षिक रिपोर्ट की नौतिक प्रति भेजने की आवश्यकता कथित परिपत्रों के माध्यम से हटा दी गई है। सदस्यों को वार्षिक रिपोर्ट इलेक्ट्रॉनिक माध्यम से भेजने का कार्य 04 सितंबर, 2023 को पूरा कर लिया गया है। उपरोक्त कथित सूचना और वार्षिक रिपोर्ट कंपनी की वेबसाइट अर्थात् www.niit.com तथा स्टॉक एक्सचेंजों की वेबसाइट अर्थात् www.bseindia.com एवं www.nseindia.com पर भी उपलब्ध है।

एजीएम में निष्पादित किये जाने वाले मद से संबंधित दस्तावेज और एजीएम की सूचना में संदर्भित दस्तावेज तथा वार्षिक रिपोर्ट कंपनी को ई-मेल investors@niit.com पर अनुरोध भेजने पर सदस्यों द्वारा निरीक्षण के लिए इलेक्ट्रॉनिकली उपलब्ध कराई जाएगी।

अधिनियम की धारा 108 के प्रावधानों के साथ पठित कंपनी (प्रबंधन एवं प्रशासन) नियम, 2014 के नियम 20, समय-समय पर यथासंशोधित और लिस्टिंग विनियमों के विनियम 44 तथा इस्टीद्यूट ऑफ कंपनी सेक्रेटरीज आफ इंडिया द्वारा जारी सामान्य बैठक पर सचिवीय मानक (एसएस-2) के अनुपालन में कंपनी अपने सदस्यों को एजीएम के स्थान के अलावा कहीं से भी अपना वोट रिमोट ई-वोटिंग ('रिमोट ई-वोटिंग') के माध्यम से देने की सुविधा उपलब्ध करा रही है। कंपनी अपने सदस्यों को वीसी/ओएवीएम सुविधा के माध्यम से एजीएम में भागीदारी के लिए इलेक्ट्रॉनिक वोटिंग सिस्टम ('रिमोट ई-वोटिंग') के उपयोग द्वारा रिमोटली अपना वोट देने और नेशनल इन्वैस्टिगेशन डिपॉजिटरी लिमिटेड ('एनएसडीएल') के माध्यम से एजीएम के दौरान ई-वोटिंग की सुविधा उपलब्ध करा रही है। इस संबंध में प्रक्रिया/निर्देश एजीएम की सूचना में संलग्न नोट्स में दिये गये हैं। इस्टीद्यूशनल/कॉर्पोरेट शेरधारकों की श्रेणी के अंतर्गत कंपनी के सदस्यों को वीसी/ओएवीएम के माध्यम से एजीएम में शामिल होने एवं भाग लेने तथा अपना वोट देने के लिए प्रोत्साहित किया जाता है। वीसी/ओएवीएम के माध्यम से एजीएम में भाग लेने वाले सदस्यों यदि रिमोट ई-वोटिंग के माध्यम से वोट नहीं देते हैं तो एजीएम के दौरान ई-वोटिंग सिस्टम के माध्यम से वोट देने के लिए योग्य होंगे।

कट-ऑफ तिथि अर्थात् बुधवार, 20 सितंबर, 2023 को डिमेटिरीयलाइज्ड फारम में शेर धारण करने वाले कंपनी के सदस्यों रिमोट ई-वोटिंग के माध्यम से वोट देने या वीसी/ओएवीएम के माध्यम से उपस्थित होने और एजीएम में ई-वोटिंग के लिए हकदार होंगे। सदस्यों में मतदान के अधिकांश, कट-ऑफ तिथि के अनुसार कंपनी की चुकता इक्विटी शेर पूंजी के शेरों के अनुपात में होंगे। रिमोट ई-वोटिंग अवधि शुक्रवार, 22 सितंबर, 2023 (प्रातः 9:00 बजे भा.मा.स) प्रारंभ होगी और मंगलवार, 26 सितंबर, 2023 (सायं 5:00 बजे भा.मा.स) समाप्त होगी। उसके बाद एनएसडीएल द्वारा रिमोट ई-वोटिंग मॉड्यूल हटा लिया जाएगा। रिमोट ई-वोटिंग के बार प्रस्ताव पर सदस्य द्वारा वोट देने के बाद उसे बदला नहीं जा सकता है। यदि रिमोट ई-वोटिंग और एजीएम में भी ई-वोटिंग से वोट दिया जाता है तो केवल रिमोट ई-वोटिंग को ही अंतिम माना जाएगा और एजीएम में ई-वोटिंग पर विचार नहीं किया जाएगा।

यदि कोई सदस्य सूचना के प्रेषण के बाद शेर अर्जित करते हैं तथा कंपनी का सदस्य बनते हैं तथा कट ऑफ तिथि अर्थात् बुधवार 20 सितंबर, 2023 को शेर धारित करते हैं, वे evoting@nsdl.co.in अथवा investors@niit.com पर अनुरोध भेजकर ऑनलाइन आईडी तथा पासवर्ड प्राप्त कर सकते हैं। लेकिन, यदि वे रिमोट ई-वोटिंग के लिये पहले से ही एनएसडीएल में पंजीकृत हैं तो अपना वोट करने के लिये वे अपने वर्तमान यूजर आईडी तथा पासवर्ड का प्रयोग कर सकते हैं।

मैसर्स. नित्यानंद सिंह एंड क. कंपनी सचिव के श्री नित्यानंद सिंह, कंपनी सचिव (सदस्यता सं. एफसीएस 2688) को स्वच्छ एवं पारदर्शी प्रक्रिया में ई-वोटिंग प्रक्रिया की जांच के लिये पर्यवेक्षक नियुक्त किया गया है।

सदस्यों को एजीएम के दौरान अपनी राय रखना चाहते हैं या प्रश्न पूछना चाहते हैं, वह अपने पंजीकृत ई-मेल आईडी के माध्यम से अपना नाम, डिमेट खाता/फोलियो नम्बर, ई-मेल आईडी, मोबाइल नम्बर वर्णित करते हुए अनुरोध पत्र कंपनी के पास investors@niit.com पर भेजकर अपना पंजीकरण करा सकते हैं। स्पीकर रजिस्ट्रेशन शुक्रवार, 22 सितंबर, 2023 तक खुला रहेगा। ऐसा व्यक्ति जो कट-ऑफ तिथि को सदस्य के रूप में है, वहीं पंजीकरण और एजीएम में भागीदारी के लिए योग्य होगा।

डिमेटिरीयलाइज्ड फारम में शेर धारण करने वाले शेरधारक जिन्होंने अपना केवाईसी विवरण अपडेट नहीं किया है, उनसे अनुरोध है कि वे अपने डिर्घाजिटी प्रतियागी के माध्यम से अपने डिर्घाजिटीज के पास अपना ई-मेल पता एवं केवाईसी विवरण पंजीकृत/अपडेट कराएं।

नौतिक प्रारूप में शेर धारण करने वाले शेरधारक जिन्होंने अपना केवाईसी विवरण अपडेट नहीं किया है, उनसे अनुरोध है कि वे कंपनी के रजिस्ट्रार एवं शेर ट्रांसफर एजेंट अर्थात् अलंकिट एग्साइन्मेंट्स लिमिटेड के पास ita@alankit.com पर अपना ई-मेल पता, बैंक खाता विवरण एवं अन्य केवाईसी विवरण भेजकर उसे अपडेट कराएं।

वीसी/ओएवीएम के माध्यम से एजीएम में ई-वोटिंग एवं भागीदारी के संबंध में किसी भी पूछताछ के लिए सदस्यों को www.evoting.nsdl.com के डाउनलोड सेशन पर उपलब्ध शेरधारकों के लिए अक्सर पूछे जाने वाले प्रश्न (एफएक्यू) और शेरधारकों के लिए ई-वोटिंग यूजर मैनुअल का अवलोकन करें या टोल फ्री नं. 022-4886 7000 और 022-2499 7000 पर कॉल करें या evoting@nsdl.co.in पर अनुरोध भेजें या एनएसडीएल, ट्रेड बल्ड, 'ए' विंग, चौथा तल, कमला गिल्स कम्पाउंड, सेनापति बापट मार्ग, लोअर परेल, मुम्बई-400013, पर संपर्क कर सकते हैं।

बोर्ड के आदेश से कृते एनआईआईटी लिमिटेड हस्ता/—

अर्पिता बिसारिया महासेना
कंपनी सचिव एवं अनुपालन अधिकारी

स्थान: गुरुग्राम
दिनांक: 04 सितंबर, 2023

NIIT

NIIT LIMITED

Regd. Office: Plot No. 85, Sector 32,
Institutional Area, Gurugram - 122001, Haryana
CIN: L74899HR1981PLC107123
Phone: +91 (124) 4293000; Fax: +91 (124) 4293333
Website: www.niit.com; E-mail: investors@niit.com

NOTICE OF 40TH ANNUAL GENERAL MEETING

Notice is hereby given that the 40th Annual General Meeting ("AGM") of the Members of NIIT Limited ("the Company") will be held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") on Wednesday, September 27, 2023, at 11:30 A.M. (IST) to transact the business, as set out in the Notice of the AGM.

In accordance with the applicable provisions of Companies Act, 2013 ("the Act") and Rules made thereunder and the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), read with General Circular No. 10/2022 dated December 28, 2022 and other circulars issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), the Notice of AGM and Annual Report have been sent in electronic mode only, to the members whose e-mail addresses are registered with the Company/Depository Participants. The requirements of sending physical copy of the Notice of the AGM and Annual Report to the Members have been dispensed with wide said Circulars. The electronic dispatch of Annual Report to the members has been completed on September 04, 2023. The aforesaid Notice and Annual Report are also available on the website of the Company i.e., www.niit.com and on the website of the Stock Exchanges i.e., www.bseindia.com and www.nseindia.com.

The documents pertaining to the items of business to be transacted in the AGM and referred in Notice of AGM or Annual Report shall be available electronically for inspection by members upon request to the Company by sending email at investors@niit.com.

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, the Company is pleased to provide remote e-Voting facility to its members, to vote from a place other than venue of the AGM (remote e-Voting). The Company is providing facility to its members to cast their votes remotely, using the electronic voting system (remote e-Voting), for participation in the AGM through VC/OAVM facility and e-Voting during the AGM through National Securities Depositories Limited ("NSDL"). The procedure/instructions in this respect have been provided in notes to the Notice of AGM. Members of the Company under the category of Institutional/Corporate shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote thereat. The Members participating in the AGM through VC/OAVM facility, shall be eligible to vote through e-Voting system during the AGM if not voted earlier through remote e-Voting.

The members of the Company holding shares in dematerialized form as on the cut-off date i.e., Wednesday, September 20, 2023, shall be entitled to cast vote by remote e-Voting or attend the meeting through VC/OAVM and e-Voting at AGM. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date. The remote e-Voting period shall commence on Friday, September 22, 2023 (9:00 A.M. IST) and ends on Tuesday, September 26, 2023 (5:00 P.M. IST). The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member through remote e-Voting, it cannot be changed subsequently. In the case of voting by remote e-Voting and also e-Voting at the AGM, votes cast through remote e-Voting will be considered final and e-Voting at the AGM will not be considered.

Any person, who acquires shares and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., Wednesday, September 20, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or investors@niit.com. 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.

Mr. Nityanand Singh, Company Secretary (Membership No. FCS 2668) from M/s. Nityanand Singh & Co., Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

Members who would like to express their views or ask questions during the AGM may register themselves by sending request mentioning their name, demat account/ folio number, email id, mobile number through their registered email to the Company at investors@niit.com. The Speaker Registration will be open till Friday, September 22, 2023. Only persons who shall be member as on the cut-off date shall be entitled to register and participate in the AGM.

Shareholders holding shares in dematerialized mode and have not updated their KYC details are requested to register/ update their email address and KYC details with their depositories through their depository participants.

Shareholders holding shares in physical mode and have not updated their KYC details are requested to update their email address, bank account details and other KYC details with the Company's Registrar and Share Transfer Agent i.e., Alankit Assignments Limited at ra@alankit.com.

In case of any queries related to e-Voting or attending AGM through VC/OAVM, members may refer the Frequently Asked Questions ("FAQs") for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsd.com or call on toll free no.: 022-488 67000 and 022-2499 7000 or send a request at evoting@nsdl.co.in or contact NSDL, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

By Order of the Board
For NIIT Limited
Sd/-

Place: Gurugram
Date: September 04, 2023

Aprita Bisaria Malhotra
Company Secretary & Compliance Officer

manner of registering/ updating e-mail addresses to receive the notice of AGM alongwith the Annual Report and /or updating Bank Account Mandate for receipt of Dividend

- Members holding shares in physical mode are requested to update their email addresses by sending a request letter to the company at pccosmaisting@doctorsoap.com alongwith the Form ISR 1 mentioning the name, Folio no., Mobile no., email address and address of the shareholder, bank account details, cancelled cheque leaf, scanned copies of share certificate(s) (both sides), self-attested PAN card and self attested copy of any document (eg. Driving License, Election Identity Card, Passport, Aadhar Card) in support of the address of the shareholder.
- Members holding shares in Dematerialised mode are requested to register/update their email addresses, Mobile Numbers, Bank Account details for receipt of dividend, and/or other details with the relevant Depository Participants.

E Voting: Pursuant to Section 108 of the Companies Act 2013 and Rule 20 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide e-voting facility to its Members enabling them to cast their vote for all the resolutions as set in the Annual General Meeting Notice. The Company has availed e-voting services as provided by National Securities Depository Limited (NSDL). Shri Debabrata Deb Nath, Company Secretary in whole-time Practice of M/s R & D Company Secretaries, Delhi, has been appointed as the Scrutinizer for conducting e-voting process in a fair and transparent manner. **The e-voting period commences on Tuesday, 26th September, 2023 at 9:00 am IST and ends on Thursday, 28th September, 2023 at 5:00 pm IST.** The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of Members shall be as per the Number of Equity shares held by them as on the cut-off date which is **22nd September, 2023.** Any person, who becomes member of the company after sending the notice of the 36th AGM by email and holding shares as on the cut-off date i.e. 22nd September 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However if a person is already registered with NSDL for remote e-voting, then existing user ID and password can be used for casting vote.

Members may note that (1) the remote e-voting module shall be disabled by NSDL after the aforesaid date and time for voting and once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently; (2) At the venue of AGM, voting shall be done through ballot papers ("Ballot Paper") and the Members attending AGM who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper. Member may participate in the AGM even after exercising his right to vote through Remote E-voting but shall not be allowed to vote again at the venue of the AGM. If a Member casts votes through Remote E-voting and also at the AGM, then voting done through Remote E-voting shall prevail and voting done at the AGM shall be treated as invalid.

Book Closure: Pursuant to the provision of section 91 of the Companies Act 2013 and Rules made there under, and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the **Register of Members and Share Transfer book of the Company will remain closed from Friday, 22nd September 2023 to Friday, 29th September, 2023 (both days inclusive)** for the purpose of Dividend and 36th Annual General Meeting to be held on **Friday, 29th September, 2023.**

Dividend: Shareholders may note that the Board of Directors at their meeting held on 27th May 2023, has recommended a final dividend of Rs. 2/- per share. The Final dividend, subject to approval of shareholders, will be paid to the members whose names appear in the Register of members as on the cut off date i.e. **Friday, 22nd September, 2023** through various online transfer modes to the shareholders who have updated their bank account details. For shareholders who have not updated their bank account details, dividend warrants/DD/Cheque will be sent to the Registered address depending on availability of postal services.

Manner of registering mandate of receiving dividend electronically:

To avoid delay in receiving dividend, Members are requested to update their bank details with their Depositories (where the shares are held in dematerialized mode) and with Company/RTA - Skyline Financial Services Ltd., (where the shares are held in physical mode) by sending scanned copy of signed request letter mentioning the name, folio no., bank account details, self attested copy of PAN card and a cancelled cheque leaf with pre printed name of the member (first shareholder) of the Company through email on info@skylinert.com or info@peeceecosma.com. Shareholders may note that the Income Tax Act, 1961 (ACT), as amended by the Finance Act, 2020, mandates that dividend paid or distributed by a company after 1st April, 2020 shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making of the final dividend. In order to enable us to determine the applicable TDS rates, shareholders are requested to submit the documents in accordance with the provisions of the Act. The detailed tax rates and documents required for availing the applicable tax rates are provided in the notice of the A.G.M.

Shareholders holding shares in the physical form are required to convert their holding in DEMAT form as transfer of shares in physical form has been prohibited by the SEBI.

The entry to the meeting venue will be regulated by Attendance Slips, which have been sent along with Annual Report to the Members. Members are requested to submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

In case of any queries related to E-voting, 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.nsd.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, at evoting@nsdl.co.in or pallavi@nsdl.co.in or soni@nsdl.co.in or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with the voting by electronic means.

For & on behalf of the Board
PEE CEE COSMA SOPE LIMITED
MAYANK JAIN
(Executive Chairman) DIN : 00112947

PLACE : AGRA
DATED : 05.09.2023