

HEUBACH COLORANTS INDIA LIMITED
[formerly Clariant Chemicals (India) Limited]

Registered Office:
Rupa Renaissance, B Wing, 25th Floor
D-33, MIDC Road, TTC Industrial Area
Juinagar, Navi Mumbai – 400705. India
CIN: L24110MH1956PLC010806
www.heubach.com



August 31, 2024

To
BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Mumbai - 400 001
Scrip: 506390

To
The 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
Scrip: HEUBACHIND

Sub.: Notice of the 67th Annual General Meeting (“AGM”) of the Company for the financial year 2023-24 to be held on September 25, 2024

Dear Sir,

Pursuant to Regulation 30 and Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find attached the Notice for the 67th Annual General Meeting (AGM) of the Company. The AGM is scheduled for 4:00 p.m. IST on Wednesday, September 25, 2024, and will be conducted through Video Conferencing (VC) or Other Audio-Visual Means (OAVM). This notice is also included in the Annual Report for the financial year 2023-24, which is available on the Company’s website at <https://heubach.com/heubach-india/investor-relations-india-overview/annual-reports/>.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

For Heubach Colorants India Limited

Jugal Sahu
Executive Director
and Chief Financial Officer
DIN: 02629782

Encl: a/a

Notice

NOTICE is hereby given that the **Sixty Seventh Annual General Meeting** of the Company will be held at 4:00 p.m. on Wednesday, September 25, 2024 through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'), to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2024, together with the Reports of the Directors and Auditors thereon.
- To appoint a Director in place of Mr. Jugal Sahu (DIN: 02629782) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

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

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants, who were appointed by the Board of Directors as the Cost Auditors based on the recommendation of the audit committee, to conduct audit of Cost records of the Company, for the Financial year 2023-2024 and 2024-2025, amounting to ₹ 3.00 Lakhs plus service tax and reimbursement of out-of-pocket expenses at actuals if any, incurred in connection with the audit, for each of the respective financial years, be and is hereby ratified."

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorized to settle any question, difficulty, or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of effectuating this resolution and for matters concerned or incidental thereto."

For and on Behalf of the Board

Ravi Kapoor
Chairman
DIN: 01761752

Place: Navi Mumbai
Date: August 31, 2024

Registered Office:

Heubach Colorants India Limited
Rupa Renaissance, B Wing, 25th Floor
D-33, MIDC Road, TTC Industrial Area
Juinagar, Navi Mumbai 400705 India

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

M/s RA & Co., Cost Accountants, who were appointed as the cost auditor to conduct the audit of the cost records of the Company for F.Y. 2023-2024, resigned w.e.f. April 01, 2024, owing to ineligibility of Mr. Rakesh Chokshi, one of the partners of the firm, to continue as the cost auditor of the Company, due to his inheritance of the Company's shares.

Accordingly, in order to fill the casual vacancy in the office of the cost auditor, the Board of Directors of the Company by way of a circular resolution dated April 29, 2024, on the recommendation of Audit Committee, considered and approved the appointment of M/s. Kishore Bhatia & Associates, Cost Accountants (FRN: 000294) to conduct the audit of the cost records maintained by the Company for the Financial year 2023-2024, at a remuneration of ₹ 3.00 Lakhs per annum exclusive of service tax and out of pocket expenses, to be reimbursed at actuals.

Further, the Board of Directors of the Company at their meeting held on May 29, 2024, on the recommendation of Audit Committee, considered and approved the re-appointment of M/s. Kishore Bhatia & Associates, Cost Accountants (FRN: 000294) to conduct the audit of the cost records maintained by the Company for the Financial year 2024-2025, at a similar remuneration of ₹ 3.00 Lakhs per annum exclusive of service tax and out of pocket expenses, to be reimbursed at actuals.

The overall remuneration proposed to be paid to the Cost Auditors for the financial year ending March 31, 2024, and March 31, 2025, is commensurate to the scope of the audit to be carried out by the Cost Auditors and is in line with the guidelines issued by the Institute of Cost Accountants of India.

M/s Kishore Bhatia & Associates, Cost Accountants, have confirmed that they hold a valid certificate of practice under Section 6(1) of the Cost and Works Accountants Act, 1959 and are free from any disqualifications specified under the provisions of the Companies Act, 2013.

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be approved by the Directors and subsequently shall be ratified by the shareholders and accordingly, the consent of the Shareholders is sought for ratification of the remuneration payable to the Cost Auditors for the financial year ended March 31, 2024 and March 31, 2025.

The Board of Directors, on recommendation of the audit committee, propose the ratification of the remuneration payable to M/s Kishore Bhatia & Associates, as the Cost Auditor of the Company for the financial year ending March 31, 2024, and March 31, 2025, and recommends passing of resolution as set out in Item no. 3 as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel and/or their relatives, are interested and/or concerned in passing of the said resolution.

For and on Behalf of the Board

Ravi Kapoor

Chairman

DIN: 01761752

Place: Navi Mumbai

Date: August 31, 2024

Registered Office:

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Rupa Renaissance, B Wing, 25th Floor
D-33, MIDC Road, TTC Industrial Area
Juinagar, Navi Mumbai 400705 India

NOTES:

- The Ministry of Corporate Affairs ("MCA") has vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 09/2023 dated September 25, 2023 and other circulars issued in this regard ("**MCA Circulars**") and the Securities and Exchange Board of India ("SEBI") has vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 and other circulars issued in this regard ("**SEBI Circulars**") (collectively referred to as "**Circulars**"), permitted companies to conduct their Annual General Meeting through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") without the physical presence of Members at a common venue till September 30, 2024. In accordance with the Circulars and in compliance with the provisions of the Companies Act, 2013 ("Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 67th Annual General Meeting ("AGM") of the Company is being conducted through VC/OAVM.
- The explanatory statement pursuant to Section 102 of the Companies Act, 2013 for the business set out under Item No. 3 is annexed to the Notice.
- Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote thereat instead of himself, on a poll. However, this AGM is being held, pursuant to the Circulars, through VC/ OAVM, the 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.**
- Institutional/Corporate Shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer and to the Company by email at investor.relations_india@heubach.com and to the Registrar and Transfer Agents at rnt.helpdesk@linkintime.co.in.
- In case of joint holders participating at the AGM together, only such joint holder whose name appears higher in the order of names will be entitled to vote.
- The Register of members and Share Transfer Books of the Company will remain closed from, September 18, 2024 to September 25, 2024 (Both days Inclusive)
- The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act and any other documents referred to in the accompanying Notice and Explanatory Statement, shall be made available for inspection electronically by the Members in accordance with the applicable statutory requirements based on the requests received by the Company at investor.relations_india@heubach.com. Additionally, such documents shall be made available for inspection at the registered office of the Company during business hours on all working days except Saturdays and Sundays up to the date of the AGM.
- The details of Director seeking reappointment at this Annual General Meeting, as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India, is annexed hereto.
- The amount outstanding in the unpaid dividend accounts in respect of any Dividend declared earlier by the Company will be transferred to Investor and Education Protection Fund (IEPF) after completion of 7 years. Members who have still not claimed/encashed their dividends are requested to claim/ encash the same at the earliest.
- As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed Companies can be transferred, transmitted or transposed only in dematerialized form. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents, Link Intime India Private Limited for assistance in this regard.
- Members desirous of getting any information about the accounts and operations of the Company are requested to send their query to investor.relations_india@heubach.com on or before September 15, 2024.
- Members are requested to register their E-mail address with the Company/Registrar & Transfer Agents so as to receive the Annual Report and other communication electronically.
- In compliance with the aforesaid MCA Circulars and circular issued by SEBI dated May 13, 2022 and January

5, 2023, Notice of the Annual General Meeting along with the Annual Report for the Financial year 2023-24 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice of Annual General Meeting and Annual Report for the Financial year 2023-24 will also be available on the Company's website www.heubach.com; websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd and BSE Limited at www.nseindia.com and www.bseindia.com, respectively, and on the website of Link Intime India Private Limited at <https://instavote.linkintime.co.in/>.

14. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.

15. Since the AGM will be held through VC/OAVM, the route map is not annexed to this Notice.

16. SEBI has through relevant circulars issued in this regard, mandated furnishing of PAN, KYC and Nomination by Members holding shares in physical form. In view of the same, concerned shareholders are requested to furnish the requisite documents/information to the RTA at the earliest. Any payments including dividend in respect of such folios wherein any one of the above cited documents/details are not available shall only be made electronically, upon registering all the required details. The Company has sent communications to the concerned shareholders explaining the aforesaid requirements and the same can also be accessed at: www.heubach.com.

Further, SEBI has vide its circular dated January 25, 2022 mandated listed companies to issue securities in demat form only while processing service requests viz. issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests in prescribed Form ISR-4, as available on the Company's website at aforesaid link. The Company/ RTA shall verify and process the investor service requests and thereafter issue a 'Letter of Confirmation ("LOC")' in lieu of physical share certificate(s). The LOC shall be valid for a period of one hundred and twenty days from the date of issuance within which the Member/Claimant shall make a request to the Depository Participant for dematerialising the said shares. In case, the demat request is not submitted within the aforesaid period, the shares shall be credited to the Company's Suspense Escrow Demat Account.

17. VOTING THROUGH ELECTRONIC MEANS:

a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management

and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations and the aforementioned Circulars, the Company is providing the facility of remote e-Voting to its members in respect of the business to be transacted at the AGM.

For this purpose, the Company has entered into an agreement with Link Intime India Private Limited for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by Link Intime.

b) The members, whose names appear in the Register of Members/ Beneficial Owners as on September 18, 2024, are entitled to vote on the resolutions set forth in this notice. A person who is not a member as on the cutoff date should treat this notice of AGM for information purpose only.

c) The remote e-Voting period begins on September 22, 2024 at 9:00 AM and ends on September 24, 2024 5:00 PM. The remote e-Voting module shall be disabled by Link Intime for voting thereafter.

Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e., September 18, 2024 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.

d) In addition, the facility for voting through electronic voting system will also be made available during the AGM. Members attending the AGM, who have not casted their vote by remote e-Voting, will be eligible to cast their vote through e-Voting during the AGM.

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 meeting. Members holding shares in physical form are requested to access the remote e-Voting facility provided by the Company through Link Intime e-Voting system.

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

A. REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:

Shareholders are advised to update their Mobile No. and email address in their Demat Accounts to access eVoting facility.

As per SEBI circular dated December 9, 2020, individual holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP Portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

A. INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>METHOD 1 - If registered with NSDL IDeAS facility Users who have registered for NSDL IDeAS facility:</p> <ul style="list-style-type: none"> Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login". Enter user id and password. Post successful authentication, click on "Access to e-voting". Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period. <p>OR</p> <p>User not registered for IDeAS facility:</p> <ul style="list-style-type: none"> To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with updating the required fields. Post registration, user will be provided with Login ID and password. After successful login, click on "Access to e-voting". Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period. <p>METHOD 2 - By directly visiting the e-voting website of NSDL:</p> <ul style="list-style-type: none"> Visit URL: https://www.evoting.nsdl.com/ Click on the "Login" tab available under 'Shareholder/Member' section. Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting". Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with CDSL	<p>METHOD 1 - From Easi/Easiest Users who have registered/ opted for Easi/Easiest</p> <ul style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. Click on New System Myeasi Login with user id and password After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period. <p>OR</p> <p>Users not registered for Easi/Easiest</p> <ul style="list-style-type: none"> To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration Proceed with updating the required fields. Post registration, user will be provided Login ID and password. After successful login, user able to see e-voting menu. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period. <p>METHOD 2 - By directly visiting the e-voting website of CDSL.</p> <ul style="list-style-type: none"> Visit URL: https://www.cdslindia.com/ Go to e-voting tab. Enter Demat Account Number (BO ID) and PAN No. and click on "Submit". System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Type of Shareholders	Login Method
Individual Shareholders (holding securities in demat mode) may login through their depository participants	Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility. <ul style="list-style-type: none"> • Login to DP website • After Successful login, members shall navigate through “e-voting” tab under Stocks option. • Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu. • After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.
Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:	Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under: <ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in 2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:- <ol style="list-style-type: none"> A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID. B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. *Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above *Shareholders holding shares in NSDL form, shall provide ‘D’ above <ul style="list-style-type: none"> • Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). • Click “confirm” (Your password is now generated). 3. Click on ‘Login’ under ‘SHARE HOLDER’ tab. 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.
Cast your vote electronically:	<ol style="list-style-type: none"> 1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. 2. E-voting page will appear. 3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). 4. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
Guidelines for Institutional shareholders:	Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at https://instavote.linkintime.co.in and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

In case you have forgotten the Password

Type of shareholders	Method for retrieving the password
Individual Shareholders holding securities in Physical mode has forgotten the password:	<p>If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in</p> <ul style="list-style-type: none"> Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?' Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT". <p>In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.</p> <p>User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company</p>
Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:	<p>Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.</p> <ul style="list-style-type: none"> It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice. During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".
Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:	<p>If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in</p> <ul style="list-style-type: none"> Click on 'Login' under 'Corporate Body/ Custodian/Mutual Fund' tab and further Click 'forgot password?' Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT". <p>In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.</p>

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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@cdsliindia.com or contact at 022- 23058738 or 22- 23058542-43.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & eVoting service provider is Link Intime:

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-Voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on:-
Tel: 022 – 4918 6000
InstaVote Support Desk
Link Intime India Private Limited

B. INSTRUCTIONS FOR MEMBERS TO ATTEND THE ANNUAL GENERAL MEETING THROUGH INSTAMEET (VC/OAVM) ARE AS UNDER:

- Facility for joining the Annual General Meeting through VC / OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and shall be kept open till the expiry of 15 minutes after the schedule time on first come first basis.
- Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee,

Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first come first basis. Participation is restricted upto 1000 members only.

3. Shareholders/Members will be provided with the InstaMeet facility wherein they shall register their details and attend the Annual General Meeting as under:
 - Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> and click on **“Log in”**
- > Select the **“Company”** and **‘Event Date’** and register with your following details:-
 - a. **Demat Account No. or Folio No:** Enter your 16-digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company.
 - b. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP) / Company shall use the sequence number provided to you, if applicable.
 - c. **Mobile No.:** Enter your mobile number.
 - d. **Email ID:** Enter your email id, as recorded with your DP/Company.
- > Click **“Go to Meeting”** (You are now registered for InstaMEET and your attendance is marked for the meeting).

Please refer the instructions (below) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully before participating in the meeting. In case you need any assistance, you may call the InstaMeet Support desk on the dedicated numbers provided to you in the instructions/InstaMeet website

Guidelines to attend the AGM through InstaMEET

For a smooth experience of viewing the AGM through InstaMEET, shareholders/members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/> and following the instructions as below:



- To check windows configuration i.e. (64 bit or 32 bit) Go to Desktop/PC Device "Setting", click on "About" to check the system type is 64 bit / 32 bit
- Install the desktop app to get the full-featured Webex Meetings experience.
- You can still join from your web browser by clicking Join from your browser. If you can't install apps.
- Checkpoints

Your microphone and webcam are usually turned off. You will need to turn both of those on, by clicking on each icon. You will also select use computer for audio.



- Open the internet browser and launch the Meeting URL shared to you. Or Open Webex App and further enter Meeting URL.
- Enter your name and email address, click "Next" and further click "Join Webinar".
- Click Join Meeting.

C. INSTRUCTIONS FOR SHAREHOLDERS / MEMBERS TO SPEAK DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Shareholders who would like to speak during the meeting must register their request mentioning their name, email id, demat account number/folio number, mobile number with the Company at investor.relations_india@heubach.com from September 15, 2024 to September 19, 2024.
2. The first 15 Speakers on first come basis will only be allowed to express their views during the meeting.
3. Shareholders will receive '**speaking serial number**' once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

D. INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO VOTE DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/

members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
2. Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/ Against'.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on:-

Tel: 022-49186175
InstaMeet Support Desk
Link Intime India Private Limited

E. OTHER INSTRUCTIONS

1. Mr. Bhadresh Shah, Proprietor of Bhadresh Shah & Associates, Practising Company Secretary (CP No. 15957) has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the voting during the meeting, to be conducted at the Annual General Meeting, in a fair and transparent manner.
2. The Scrutinizer shall within 48 hours of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.
3. The results declared along with the Scrutinizer's report shall be communicated to BSE Limited and NSE Limited and made available on the Company's website: www.heubach.com

PARTICULARS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Name of Director	Mr. Jugal Sahu
DIN	02629782
Type	Executive Director and Chief Financial Officer
Date of Birth and Age	February 10, 1972, 52 years
Nationality	Indian
Date of Appointment	February 3, 2023
Qualification	Mr. Jugal Sahu has a degree in Bachelor of Commerce from the University of Berhampur, Odisha, is a Chartered Account from ICAI, Cost Accountant from ICWAI, Company Secretary from ICSI and Management Accountant from CIMA, London.
Expertise in Specific Functional area	<ul style="list-style-type: none"> • Strategic Financial Planning & Business Analysis • P&L Ownership & Growth Strategy • Corporate Financial Reporting • Business Plan, Budget & Forecast • Financial Risk & Mitigation • Cost Reduction & Control • Statutory & Internal Audit • Fund Management • Accounting & Taxation • ERP & MIS • Business Valuation & M&A
No. of Equity Shares held	1,960 Equity Shares of the Company are being held in the name of Jugal Kishore Sahu HUF of which Mr. Jugal Sahu is the Karta.
Details of Board Meetings attended by the Directors during the year	During the year under review, Mr. Jugal Sahu was present in all 6 (Six) meetings held on May 16, 2023, July 25, 2023, October 27, 2023, December 28, 2023, January 24, 2024 and March 27, 2024.
Membership of Committees of HCIL	Member in the Risk Management Committee
Terms and Conditions of Appointment or re-appointment	Mr. Jugal Sahu would be Executive Director and Chief Financial Officer of the Company.
Remuneration last drawn	Please refer to the "Corporate Governance Report" which is a part of this Annual Report

Name of Director	Mr. Jugal Sahu
Remuneration sought to be paid	The Remuneration shall be within the limit of ₹ 3 Crore per year as approved by the Shareholders through the postal ballot on March 24, 2023.
Directorships held in other Listed Companies	Nil
Particulars of Committee Chairmanship/Membership held in other Listed Companies	Nil
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	Nil
Name of listed entities from which the person has resigned in the past three years	Nil
Relationship with other Directors inter-se	None

Note: Only two Committees viz. Audit Committee and Stakeholders' Relationship Committee have been considered.

IMPORTANT DATES AT A GLANCE

Sr. No.	Particular	Dates
1.	Request for information relating to accounts and operations of the Company	September 15, 2024
2.	Window for registration as Speaker during the AGM	September 15, 2024 to September 19, 2024
3.	Cut-Off date for e-voting	September 18, 2024
4.	Book Closure	September 18, 2024 to September 25, 2024 (Both days inclusive)
5.	E-voting period	September 22, 2024 to September 24, 2024
6.	Date of AGM	September 25, 2024