

Anant Raj Limited

CIN : L45400HR1985PLC021622

Head Off : H-65, Connaught Circus, New Delhi-110 001

Tel : 011-43034400, 23324127, 23323880 Fax : 011-43582879

E-mail : info@anantrajlimited.com Website : www.anantrajlimited.com

Regd. Office : CP-1, Sector-8, IMT Manesar, Haryana-122051

Telefax : (0124) 4265817



ARL/CS/13278

June 28, 2023

<p>The Secretary, The National Stock Exchange of India Limited, "Exchange Plaza", 5th Floor, Plot No. C/1, G-Block, Bandra – Kurla Complex, Bandra (E), Mumbai-400051</p> <p>Scrip code: ANANTRAJ</p>	<p>The Manager Listing Department The BSE Limited, Phiroze Jee Jee Bhoy Towers, Dalal Street, Mumbai – 400001</p> <p>Scrip code: 515055</p>
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Subject: Addendum to the Notice of 38th Annual General Meeting of the shareholders of Anant Raj Limited to be held on July 5, 2023.

Ref: Our earlier intimation dated June 9, 2023 for Notice of 38th Annual General Meeting and Annual Report

Dear Sir/Madam,

With reference to the captioned subject and in continuation to the Company's intimation dated June 9, 2023, whereby Notice convening the 38th Annual General Meeting of the Company scheduled to be held on July 5, 2023 along with Annual Report was submitted to the Stock Exchanges, please find enclosed an Addendum to the Notice of 38th Annual General Meeting which should be read along with the original Notice dated May 29, 2023. The same is being also emailed to the shareholders of the Company.

The Addendum is being issued regarding changes in the Notice convening 38th Annual General Meeting and Explanatory Statement by inclusion of a new item. The said Addendum is also being published in the respective newspapers in English and Hindi language and also being uploaded on the website of the Company.

Except as detailed in the attached Addendum, all other items of the Notice convening 38th Annual General Meeting along with Explanatory Statement dated May 29, 2023, shall remain unchanged.

The copy of the Addendum is also available on the Company's website www.anantrajlimited.com.

This addendum to the Notice convening 38th Annual General Meeting shall form an integral part of Notice dated May 29, 2023, circulated to the members of the Company. Accordingly, all the concerned members, stock exchanges, depositories, agencies appointed for e-voting, other authorities, regulators, and all other concerned persons are requested to take note of the above inclusion/correction and on and from the date hereof, the Notice convening 38th Annual General Meeting dated May 29, 2023 shall always be read collectively with this Addendum.

We request you to take the above information on records.

Thanking You,

For **Anant Raj Limited**

Manoj Pahwa
Company Secretary
A7812

Encl: As above

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ADDENDUM TO THE NOTICE OF 38TH ANNUAL GENERAL MEETING

This Addendum is being issued by Anant Raj Limited ("Company") in continuation of Notice dated May 29, 2023 convening the 38th Annual General Meeting of the members of the Company schedule to be held on **Wednesday, July 5, 2023 at 10:00 A.M.** at the registered office of the Company at **Plot No. CP-1, Sector-8, IMT Manesar, Gurugram, Haryana -122051.**

This Addendum is to be read in conjunction with the AGM Notice dated May 29, 2023 as available on the website of the Company and BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed. The Notice of the AGM was dispatched to all the members of the Company in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India.

The members of the Company are requested to note the developments/ amendments with respect to and in connection with the AGM are as under:

SPECIAL BUSINESS:

Item No. 5: Appointment of Sh. Kosaraju Veerayya Chowdary (DIN: 08485334) as an Independent Director

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 section 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder (including any statutory modification(s) or amendments(s) or re-enactments thereof for the time being in force) ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Sh. Kosaraju Veerayya Chowdary (DIN: 08485334), who was appointed as an Additional Director (Independent Category) on June 28, 2023, and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013, proposing his candidature for the office of director, be and is hereby appointed as a Director of the Company.

RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) of the Act read with Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and all other applicable provisions and laws, consent of the members be and is hereby accorded, for appointment of Sh. Kosaraju Veerayya

Chowdary (DIN: 08485334), as Independent Director on the Board of the Company, for a period of 5 (five) consecutive years w.e.f. June 28, 2023 and his office shall not be liable to be determined by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized jointly/ severally to sign and execute all such documents and papers (including but not limited to appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

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

The Board of Directors, on the recommendation of Nomination and Remuneration Committee, appointed Sh. Kosaraju Veerayya Chowdary (DIN: 08485334), as an Additional and Independent Director of the Company, with effect from June 28, 2023 for a period of 5 years under Section 149, 150 and 161 of the Companies Act, 2013 and Articles of Association of the Company and the Company has received notice under Section 160 of the Companies act, 2013 from a member signifying his candidature as an Independent Director of the Company. The Company has also received a declaration of independence from Sh. Kosaraju Veerayya Chowdary.

In the opinion of the Board, Sh. Kosaraju Veerayya Chowdary fulfills the conditions as set out in Section 149(6) and Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for being eligible for his appointment. Sh. Kosaraju Veerayya Chowdary is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director and also confirmed that he is not debarred from appointment by any order of SEBI or any other authority.

Brief Resume, Profile and experience

Sh. Kosaraju Veerayya Chowdary has done his graduation in Mathematics from Loyola College Chennai and Post Graduation in Mathematics from IIT, Chennai. He started his career in 1976 as a probationary officer in Andhra Bank and later joined the Indian Revenue Service in 1978. On deputation, he went to the Department of Revenue as Under Secretary and thereafter to the Department of Company Affairs as Deputy Secretary. He was secretary to the Company Law Board for about one and half years.

He held several executive positions and retired as Chairman of Central Board of Direct Taxes. On Superannuation, he was appointed as an Advisor to the Department of Revenue, Ministry of Finance.

Mr. Chowdary was the Central Vigilance Commissioner from June 2015 to June 2019. He was elected as a Member of the Executive Committee of International Association of Anti-Corruption Agencies. He is a Member on the Advisory Board of Comptroller and Auditor General of India.

He holds directorship in Reliance Industries Limited, Reliance Jio Infocomm Limited, Tata Motors Limited, Divi's Laboratories Limited, CCL Products (India) Limited, Eugia Pharma Specialities Limited, GMR Varalakshmi Foundation, Genome Foundation and Myhome Industries Private Limited.

Sh. Kosaraju Veerayya Chowdary meets the following skills and capabilities required for the role as an Independent Director, as have been identified by the Board of Directors of the Company:

- a) Leadership experience of running enterprise – Experience in leading well-governed large organizations, with an understanding of organizational systems.
- b) Experience in handling management and regulatory environment, strategic planning and risk management, understanding of emerging local and global trends and management of accountability and performance.

A copy of draft letter of appointment of Independent Director setting out the terms and conditions would be available for inspection for the members at the registered office/head office of the Company during the office hours on any working day, except Saturday(s), Sunday(s) and public holidays, between 11:00 a.m. to 5:00 p.m. till the date of AGM and also available on the website of the Company www.anantrajlimited.com.

Sh. Kosaraju Veerayya Chowdary be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board as per the limits under Companies act, 2013 ("the Act"). He shall be reimbursed for all the expenses incurred by him for travelling boarding and lodging during his business trips, if any conducted on behalf of the Company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Sh. Kosaraju Veerayya Chowdary as an Independent Director.

Except Sh. Kosaraju Veerayya Chowdary, being an appointee, none of the Directors or Key Managerial Personnel of the Company or their relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution no. 5 as set out in the Notice.

The Board of Directors based on the recommendation of the Nomination and remuneration Committee considers the appointment of Sh. Kosaraju Veerayya Chowdary as an Independent Director in the interest of the Company and recommends the Special resolution as set out in the Notice for approval of Members.

Relevant details, in terms of Regulation 36 of the Listing Regulations and Secretarial Standards-2 on General Meetings, in respect of the Director seeking appointment/proposed for re-appointment/ at this AGM are as follows:

Name of the Director	Sh. Kosaraju Veerayya Chowdary
DIN	08485334
Date of Birth	10/10/1954
Date of Appointment	28/06/2023
Qualification	Graduation in Mathematics from Loyola College, Chennai and Post-Graduation in Mathematics from IIT, Chennai
Experience in Specific Functional Area	Former Central Vigilance Commissioner and Former Chairman of Central Board of Direct Taxes (CBDT) with extensive experience in Governance, Compliance, Taxation, Finance, Accountancy, Strategy, Management, Legal issues, etc.
Other Directorship held in other Companies as on March 31, 2023	<ul style="list-style-type: none"> • Reliance Industries Limited • Reliance Jio Infocomm Limited • Tata Motors Limited • Divi's Laboratories Limited • CCL Products (India) Limited • Eugia Pharma Specialities Limited • GMR Varalakshmi Foundation • Genome Foundation • Myhome Industries Private Limited
Terms & Conditions of appointment	Act as Non-Executive- Independent Director of the Company w.e.f. June 28, 2023, for consecutive term of 5 years.
Remuneration last drawn during FY 2022-23 and Remuneration sought to be paid	<p>Remuneration Last Drawn: Not Applicable</p> <p>Remuneration Proposed to be paid: Sitting fees and Commission, if any, at such rate as may be approved by the Board/ Shareholders, as</p>

	applicable
Member/Chairman of Committee of the Board of other Companies on which he is a Director	<p>CCL Products (India) Limited</p> <ul style="list-style-type: none"> • Audit Committee - Member <p>Divi's Laboratories Limited</p> <ul style="list-style-type: none"> • Audit Committee – Member • Stakeholders' Relationship Committee – Member • Compensation Nomination & Remuneration Committee – Member <p>Tata Motors Limited</p> <ul style="list-style-type: none"> • Audit Committee – Member • Corporate Social Responsibility Committee – Member <p>Eugia Pharma Specialities Limited</p> <ul style="list-style-type: none"> • Audit Committee – Chairman • Nomination and Remuneration Committee - Member <p>GMR Varalakshmi Foundation</p> <ul style="list-style-type: none"> • Audit Committee – Member <p>Reliance Industries Limited</p> <ul style="list-style-type: none"> • Audit Committee-Member • Human Resources, Nomination and Remuneration Committee-Member • Risk Management Committee-Member • CSR Committee-Member • Stakeholders Relationship Committee-Chairman <p>Myhome Industries Private Limited</p> <ul style="list-style-type: none"> • Audit Committee-Member • Management Committee-Member
Number of shares held in the Company (as on March 31, 2023)	NIL
Number of Board Meetings attended during the financial year 2022-23	NA
Relation with any other Directors and KMPs of the Company	Not related with any other Director

Listed entities from which the person has resigned in the past three years	Nil, except the resignation from the Reliance Industries Limited as a non-executive non-independent director with effect from close of business hours of July 20, 2022 to enable his appointment as an Additional Director designated as an Independent Director.
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For and on behalf of Board of Directors
Anant Raj Limited

Manoj Pahwa
Company Secretary
A7812

Date: June 28, 2023

Place: New Delhi