

Ref. No.: EKANSH/CC/BSE-37/2024-25

Date: January 13, 2025

BSE Limited  
P.J. Towers,  
Dalal Street,  
Mumbai - 400001**Scrip Code: 531364****Subject: Postal Ballot Notice - Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 30 of the Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed a copy of the Postal Ballot Notice approved by the Board at its meeting held on January 13, 2025, seeking approval of the Members of the Company, by way of remote electronic voting ("E-voting") for:

1. Regularisation of Appointment of Mr. Sandeep Mandawewala (DIN: 03053339) as Managing Director of the Company (Special Resolution).
2. Regularisation of Appointment of Mrs. Pinki Kedia (DIN: 08455451) as Non - Executive Independent Director of the Company (Special Resolution).

**Following are the Dates of Events relevant to Postal Ballot:**

SR No.	Particulars	Date of Event
1	Cut-off date for determining shareholders to whom postal ballot notice will be sent	Friday, January 10, 2025
2	Date of completion of dispatch of notice of postal ballot through e-mails	Monday, January 13, 2025
3	E- Voting Starting Date	Tuesday, January 14, 2025
4	E-Voting ending date	Wednesday, February 12, 2025
5	Date of declaration of voting results of passing Special resolution through e-voting postal ballot	Friday, February 14, 2025

**EKANSH CONCEPTS LIMITED**

(Formerly known as Paramone Concepts Limited)

Office No. 408, Sunteck Crest, Plot No. 3, Behind Mukund Hospital, Andheri Kurla Road, Andheri East,  
Marol Naka, Mumbai-400059

CIN: L74110MH1992PLC070070

Contact: 022-47781806 | Email: info@ekanshconcepts.com

Website: www.ekanshconcepts.com



The Company has engaged Central Depository Services (India) Limited ("CDSL") for providing E-voting facility to all its Members and has appointed Mrs. Nidhi Bajaj, Proprietor of M/s. Nidhi Bajaj & Associates, (Membership No.: A28907) (Certificate of Practice No. 14596), as the Scrutinizer for conducting Postal Ballot and E-voting process.

The Postal Ballot Notice is also available on the website of the Company at [ekanshconcepts.com](http://ekanshconcepts.com) and on the website of CDSL at [www.cdslindia.com](http://www.cdslindia.com).

This is for your information and records.

Thanking you.

Yours truly,

**For Ekansh Concepts Limited**

A handwritten signature in blue ink that reads 'Mamta'.



**Mamta Jain**

**(Company Secretary & Compliance Officer)**

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**CIN: L74110MH1992PLC070070**  
**Office No. 408, Sunteck Crest, Plot No. 3, Behind Mukund Hospital,**  
**Andheri Kurla Road, Andheri East, Marol Naka, Mumbai-400059**  
**Tel No: + 91-022-47781806, Website: [ekanshconcepts.com](http://ekanshconcepts.com),**  
**Email Id: [info@ekanshconcepts.com](mailto:info@ekanshconcepts.com)**

**NOTICE OF POSTAL BALLOT**

<b>VOTING STARTS ON</b>	<b>VOTING ENDS ON</b>
<b>Tuesday, January 14, 2025 at 09:00 AM (IST)</b>	<b>Wednesday, February 12, 2025 at 05:00 PM (IST)</b>

**Dear Member(s),**

**NOTICE** is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (**'Act'**) (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (**'Rules'**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**), as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs, Government of India (**'MCA'**) for holding General Meetings/ conducting Postal Ballot process through e-Voting, vide **Circular No. 09/2024 dated 19th September 2024, Circular No. 09/2023 dated 25th September 2023, Circular No. 11/2022 dated December 28, 2022, General Circular No. 3/2022 dated May 05, 2022, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No .22/2020 dated June 15, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 14/2020 dated April 8, 2020 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars")** which are applicable as on the date of this notice Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable provisions, of the Act, Rules, Regulations, Circulars and Notifications (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), for seeking approval of the shareholders by way of special resolution for matter as stated in the resolution appended below through postal ballot ("Postal Ballot") by way of remote e-voting only.

In terms of the MCA Circulars referred to above as also in compliance with the relevant SEBI Listing Regulations and the applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder, the manner of voting on the proposed resolution is restricted only to e-voting, i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for E-voting are appended to this Notice.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the

Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice. An explanatory statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Companies Act, 2013 pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

### **SPECIAL BUSINESS**

#### **1. Regularisation of Appointment of Mr. Sandeep Mandawewala (DIN: 03053339) as Managing Director of the Company (Special Resolution)**

*To consider and, if thought fit, to pass, the following resolution as a Special Resolution:*

**“RESOLVED THAT** pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and other the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force (“Listing Regulations”), Mr. Sandeep Mandawewala (DIN: 03053339), who has been appointed as an Additional Director with effect from November 14, 2024, by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as a Director of the Company, who shall be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read together with Schedule V of the Companies Act, 2013 (hereinafter referred to as the “Act”) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), including any statutory modification(s) or amendment(s) thereof for the time being in force, the Articles of Association of the Company and on the basis of recommendation of the Nomination and Remuneration Committee and the approval of Board of Directors of the Company, Mr. Sandeep Mandawewala (DIN: 03053339), be and is hereby appointed as the Managing Director of the Company for a term of 5 (five) years effective from January 13, 2025 to January 12, 2030 on the terms and conditions including remuneration as 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 and/or remuneration.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take all such steps as may be necessary, proper or expedient to give effect to this Resolution.

#### **2. Regularisation of Appointment of Mrs. Pinki Kedia (DIN: 08455451) as a Non - Executive Independent Director of the Company (Special Resolution)**

*To consider and, if thought fit, to pass, the following resolution as a Special Resolution:*

**“RESOLVED THAT** pursuant to Section 149, 150, 152 and 161 and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) (“Act”) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mrs. Pinki Kedia (DIN: 08455451), who was appointed by the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee at their meeting held on January 13, 2025 as an Additional Director in the category Non-Executive Independent Director and being eligible,

offers herself for appointment be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of Five (5) Years with effect from January 13, 2025, not liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mrs. Pinki Kedia shall be entitled to receive sitting fees as permitted to be received in a capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors, from time to time.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of Directors or Directors to give effect to the aforesaid resolution.

**Place: Mumbai**  
**Date: January 13, 2025**

**By Order of the Board of Directors**

Sd/-

**Mamta Jain**  
**(Company Secretary & Compliance Officer)**

**Registered Office:**  
**Office No. 408, Sunteck Crest, Plot No. 3,**  
**Behind Mukund Hospital, Andheri Kurla Road,**  
**Andheri East, Marol Naka, Mumbai-400059**  
**Email Id: info@ekanshconcepts.com**

**NOTES:**

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Rules stating material facts and reasons for the proposed resolution is annexed hereto.
2. In compliance with MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of remote e-voting only.
3. The Company is sending this Notice to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories/TSR Consultants Private Limited, the Company's Registrars and Transfer Agent ('RTA') as on Friday, January 10, 2025. ('Cut-Off Date').
4. The Company has engaged the Central Depository Services (India) Limited (CDSL) for facilitating e voting in a secure manner
  - a) Members may note that this Postal Ballot Notice will also be available on the Company's website, ekanshconcepts.com, websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited @ [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL @ [www.cdslindia.com](http://www.cdslindia.com) .
5. The Resolution, if passed by requisite majority, will be deemed to have been passed on the last date of e-voting i.e., **Wednesday, February 12, 2025 at 05:00 P.M. (IST)**

**THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

**Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

- (i) The voting period begins on Tuesday, January 14, 2025 at 09.00 A.M. (IST) and ends on Wednesday, February 12, 2025 at 05.00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, January 10, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/ Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers,</p>

	<p>so that the user can visit the e-Voting service providers' website directly.</p> <ol style="list-style-type: none"> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your</p>

	vote during the remote e-Voting period.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>



- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for Ekansh Concepts Limited on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized

signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@ekanshconcepts.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

**Explanatory Statement**  
[Pursuant to Section 102(2) of the Companies Act, 2013]

**ITEM NO. 1**

In terms of Section 161(1) of the Act, Mr. Sandeep Mandawewala (DIN: 03053339), has been appointed as an Additional Director with effect from 14th November, 2024, holding office up to this Meeting. Also, appointment of a director is required to be approved by the members within a time period of three months from the appointment or at the next general meeting, whichever is earlier, pursuant to Regulation 17(1C) of Listing Regulations.

Mr. Sandeep Mandawewala is chartered accountant by profession with 20+ years of vast experience in auditing & assurance and Indirect taxation. He has an experience of more than 2 decades in the Infra Projects. He is serving the profession since 2002, having vast and in-depth experience in companies Internal Audits, concurrent audits, he has gained expertise in management consultancy & indirect taxation field. He is versed in planning the financial structure of companies. Having served variety of industries and with his great leadership quality, he has provided extraordinary solutions of the financial issues of our clients to grow manifold.

The Company has received from Mr. Sandeep Mandawewala;

- (i) Consent in writing to continue to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014.
- (ii) Intimation in Form DIR- 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section 2 of Section 164 of the Companies Act, 2013.

The Resolution seeks the approval of members for the appointment of Mr. Sandeep Mandawewala as Director liable to retire by rotation. Pursuant to the recommendation of Nomination & Remuneration Committee, the Board, subject to the approval of the members, appointed of Mr. Sandeep Mandawewala also, as Managing Director of the Company for a period with effect from 13<sup>th</sup> January, 2025 till 12<sup>th</sup> January, 2030.

Mr. Sandeep Mandawewala fulfils all the conditions given under Section 196, 197, 198, 203 and Schedule V of the Act for being eligible for his appointment. He is neither disqualified under Section 164 of the Act, nor debarred by virtue of any order of Securities and Exchange Board of India or any other such authority from holding office as a Director.

**The brief terms of appointment of Mr. Sandeep Mandawewala including remuneration are as follows:**

**1. Period of Appointment:**

Mr. Sandeep Mandawewala shall hold office as the Managing Director of the Company for a period of five years effective from January 13, 2025.

**2. Remuneration:**

The remuneration payable shall be determined by the Board of Directors, from time to time, within the maximum limits as set forth below:

a) **Salary:** The Salary will be up to 1,80,00,000/- per annum (Rupees One Crore Eighty Lakh Only) including perquisites and allowances (hereinafter referred to as "remuneration") with effect from November 14, 2024.

b) **Minimum Remuneration:** In the event of loss or inadequacy of profits in any financial year, Mr. Sandeep Mandawewala shall be entitled to receive a total remuneration including perquisites etc. not exceeding the maximum limits as approved by the Members herein above, as minimum remuneration.

Other Terms and Conditions:

a) Mr. Sandeep Mandawewala shall continue in his roles and responsibilities as per the terms and conditions in the employment of the Company and to do all such acts and things as may be directed by the Board of Directors, from time to time.

b) The appointment of Mr. Sandeep Mandawewala as the Managing Director of the Company would be subject to the provisions of Section 152 (6) of the Companies Act, 2013, i.e. Mr. Sandeep Mandawewala would be liable to retire by rotation.

c) The appointment will be for a period of five years which may be terminated by either party giving to the other thirty days' notice in writing or upon Mr. Sandeep Mandawewala ceasing to be a Director of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 1 of this Notice.

The Board recommends the Resolution for approval of the Members as a **Special Resolution** as set out in the item no. 1 of the notice.

## **ITEM NO. 2**

The Board of Directors of the company had appointed Mrs. Pinki Kedia (DIN: 08455451) as an Additional (Non-Executive) Independent Director of the Company with effect from January 13, 2025, as recommended by the Nomination & Remuneration Committee, pursuant to the provisions of the Section 149, 150, 152 and 161 of the Companies Act, 2013 read with the rules framed there under. However, in terms of the provisions of regulation 17(3) of the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2021, approval of the members of the Company is required for such appointment with a period of three months for their appointment.

Considering the knowledge and experience of Mrs. Pinki Kedia, the Board of Directors in consonance with Nomination and Remuneration Committee recommends the appointment of Mrs. Pinki Kedia as Non – Executive Independent Director of the Company and is now being placed before the Members for their approval.

The Company has received from Mrs. Pinki Kedia consent in writing to act as director in form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and intimation in form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

Except Mrs. Pinki Kedia, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/ are concerned or interested, financially or otherwise, in the said Resolution.

Other details as required under Secretarial Standards on General Meetings (SS-2) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Brief Profile of Mrs. Pinki Kedia are furnished separately, which form part of this statement.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the item no. 2 of the notice.

### ANNEXURE A TO NOTICE

Details of Director or KMP seeking appointment/ ~~re-appointment~~ through Postal Ballot pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulation 2015.

<b>Name of the Director</b>	<b>Mr. Sandeep Shyamsunder Mandawewala</b>
Director Identification Number	03053339
Date of Birth / Age	01/04/1979 45 Years
Date of first Appointment to Board	14 <sup>th</sup> November, 2024
Brief Resume	Mr. Sandeep is chartered accountant by profession with 20+ years of vast experience in auditing & assurance and Indirect taxation. He has an experience of more than 2 decades in the Infra Projects. He is serving the profession since 2002, having vast and in-depth experience in companies Internal Audits, concurrent audits, he has gained expertise in management consultancy & indirect taxation field. He is versed in planning the financial structure of companies. Having served variety of industries and with his great leadership quality, he has provided extraordinary solutions of the financial issues of our clients to grow manifold.
Expertise in specific functional area	He has gained expertise in management consultancy & indirect taxation field
Relationship with Directors & Key Managerial Personnel	NIL
Qualification	Chartered Accountant
Directorship held in other listed Companies	NIL
Listed entities from which the person has resigned in the past three years	NIL
Membership and Chairmanship in the Committees of the Board of the Company	NIL
a) Audit Committee	-
b) Nomination & Remuneration Committee	-
c) Stakeholder Relationship Committee	-
d) Risk Management Committee	-
No. of Shares held in the Company	NIL
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	NIL

<b>Name of the Director</b>	<b>Mrs. Pinki Kedia</b>
Director Identification Number	08455451
Date of Birth / Age	04-10-1975 49 Years
Date of first Appointment to Board	13 <sup>th</sup> January, 2025
Brief Resume	<p>Mrs. Pinki Kedia is a highly accomplished Chartered Accountant (CA) and a Bachelor of Laws (LLB) graduate from Mumbai University. She is the founder partner of Kedia Singhanian &amp; Co., Chartered Accountants, specializing in audit, taxation, and corporate advisory services. She is a certified professional in GST, ADR, and Bank Audits and is also qualified as an Independent Director. CA Pinki Kedia is through professional in Audit, Taxations and Accounts. Her main focuses on Statutory Audits, forensic Audits, Bank Audits – Concurrent, Stock, Income Leakage, Statutory Branch Audits and Corporate Advisory Services.</p> <p>She is past convenor of one of the largest CA study circle, jbnagar cpe study circle which has more than 1500 CA members</p> <p>A dedicated leader, she holds various positions within the Institute of Chartered Accountants of India (ICAI), including Treasurer of WIRC-ICAI for 2024-25 and Chairperson of WICASA. She is also known for her commitment to social causes, having initiated campaigns like Swachh Bharat Jagrukta Abhiyan and Project Rahe Hum Savdhan, focusing on cleanliness and child safety.</p> <p>Her extensive professional experience, leadership roles, and dedication to social impact highlight her as a prominent figure in both the corporate and social spheres.</p>
Expertise in specific functional area	She has gained expertise in the fields of audit, taxation and accounting
Relationship with Directors & Key Managerial Personnel	NIL
Qualification	Chartered Accountant (CA) & Bachelor of Laws (LLB)
Directorship held in other listed Companies	Deepak Chemtex Limited as an Independent Director
Listed entities from which the person has resigned in the past three years	NIL
Membership and Chairmanship in the Committees of the Board of the Company	-
a) Audit Committee	One (1) (Chairperson)
b) Nomination & Remuneration Committee	One (1)

c)Stakeholder Relationship Committee	One (1) (Chairperson)
d) Risk Management Committee	-
No. of Shares held in the Company	-
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	-

**Note:**

1. The proposal for appointment/ ~~re-appointment~~ has been approved by the Board pursuant to the recommendation of the Nomination & Remuneration Committee considering their skills, experience and knowledge and positive outcome of performance evaluation.

**Place: Mumbai**

**Date: January 13, 2025**

**Registered Office:**

**Office No. 408, Sunteck Crest, Plot No. 3,  
Behind Mukund Hospital, Andheri Kurla Road,  
Andheri East, Marol Naka, Mumbai-400059  
Email Id: [info@ekanshconcepts.com](mailto:info@ekanshconcepts.com)**

**By Order of the Board of Directors**

**Sd/-**

**Mamta Jain  
(Company Secretary & Compliance Officer)**

**EKANSH CONCEPTS LIMITED**

**CIN: L74110MH1992PLC070070**

**Office No. 408, Sunteck Crest, Plot No. 3,  
Behind Mukund Hospital, Andheri Kurla Road,  
Andheri East, Marol Naka, Mumbai-400059**

**Tel No: + 91-022-47781806, Website: [ekanshconcepts.com](http://ekanshconcepts.com),**

**Email Id: [info@ekanshconcepts.com](mailto:info@ekanshconcepts.com)**