Ref. No.: ICIL/BSE/23-24/31st AGM-03

Date: 25/08/2023.

To,
The Manager,
Department of Corporate Services,
BSE Ltd.,
1st Floor, Rotunda Bldg.,
Mumbai - 400 001.

Dear Sir,

Company Scrip Code: 532100
Subject: Notice of the 31st Annual General Meeting of the company.

We, hereby submit the notice of the 31stAnnual General Meeting of the Company scheduled to be held on Saturday, 30th September, 2023 at 10.00 A.M. at the registered office of the company, A6, Mittal Estate, Bldg No. 2, Andheri Kurla Road, Andheri (East), Mumbai-400 059.

Please take the same on your records.

Thanking you, Yours Truly,

For Indo-City Infot@ch Ltd.

Ramesh Chandra Pusola CFO cum Compliance Officer

NOTICE

NOTICE is hereby given that 31st Annual General Meeting of **INDO-CITY INFOTECH LIMITED** will be held on Saturday, 30th September, 2023 at 10.00 A.M. at the registered office of the company, A6, Mittal Estate, Bldg No. 2, Andheri Kurla Road, Andheri (East), Mumbai-400 059 for transacting the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the reports of Auditors and Directors thereon.
- 2. To appoint a director in place of Mrs. Shashi Aneel Jain (DIN: 00103505), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Reappointment of Mr. Arun Hariram Bubna as an Independent Director:

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or reenactment thereof, for the time being in force), this meeting hereby approves the re-appointment of Mr. Arun Hariram Bubna (DIN: 08406885), who being eligible and offers himself for the re-appointment; as an Independent Director (Non-Executive) of the Company to hold office for a second term of five consecutive years from the conclusion of the 31st AGM till the conclusion of the 36th AGM of the company to be held in the year 2028, and whose office shall not be liable to retire by rotation."

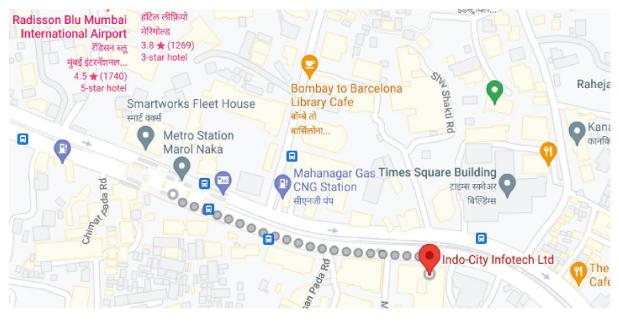
Place: Mumbai

Dated: 21st August, 2023

Registered Office

A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E), Mumbai-400 059. By Order of the Board For Indo-City Infotech Limited

Aneel Jain Chairman & Managing Director DIN: 00030742



Route Map to venue of AGM as per the requirements of Secretarial Standards (SS-2)

Landmark: Opp. Times Square, Near Marol Metro Station.

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE VALID MUST BE DULY FILLED IN ALL RESPECTS, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as proxy on behalf of members not exceeding 50 (fifty) in number and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. Proxies submitted on behalf of the Companies, societies etc. must be supported by an appropriate resolution/authority letter, as applicable. A member holding more than 10% of the total share capital Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- 2. Mrs. Shashi Aneel Jain retires by rotation at this meeting and seeks re-appointment. Her brief profile has been given in the Report on Corporate Governance forming part of the Annual Report.
- 3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 4. Members are requested to notify immediately any change in their address to their Depository Participants (DPs) in respect of their holdings in electronic form and to the company or to its Share Transfer Agents (M/s MCS Share Transfer Agent Limited) in respect of their holdings in physical form.
- 5. The register of members and the share transfer book will remain closed from Thursday, 21st September, 2023 to Saturday, 30th September, 2023 (both days inclusive).
- 6. Members desirous of obtaining any information in respect of annual financial statement and operations of the Company are requested to write to the Company at least one week before the Annual General Meeting, to enable the Company to make the required information available at the Meeting.

- 7. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s).
- 8. Shareholders are requested to bring their Copies of Annual Report in the Meeting.
- 9. In accordance with the provisions of Section 72 of the Companies Act, 2013, members are entitled to make nominations by filing Form No. SH-13 in respect of the Equity Shares held by them, in physical form, duly completed and signed to the Company or its Registrar & Share Transfer Agents (RTA) in their own interest. Members holding shares in demat may get their nomination recorded with their respective Depository Participant (DP).

10. VOTING:

- I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended, and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing to its Members the facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The Members may cast their votes using an electronic voting system from a place other than the venue of the meeting (remote e-voting).
- II. The facility for voting through ballot paper voting system shall also be made available at the venue of the Meeting and the Members attending the Meeting who have not cast their vote by remote evoting shall be able to vote at the Meeting through ballot paper voting system.
- III. A member may participate in the AGM even after exerting his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- IV. The Company has engaged the services of M/s Central Depository Services (India) Limited (CDSL) as the Agency to provide remote e-voting facility.
- V. The remote e-voting period commences from Wednesday, 27th September, 2023 (9.00 a.m.) and ends on Friday, 29th September, 2023 (5.00 p.m.).
- VI. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by M/s CDSL upon expiry of the above period.
- VII. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the record/cut-off date i.e. Wednesday, 20th September, 2023 only shall be entitled to avail the facility of remote e-voting or voting at the venue of the Meeting through ballot paper.
- VIII. A person who becomes a Member of the Company after dispatch of the Notice of the Meeting and holding shares as on the record/cut-off date i.e. 20th September, 2023 can follow the process for generating the Login ID and Password as provided in the Notice of the AGM.
- IX. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently or cast the vote again.

X. <u>Information and other instructions relating to remote e-voting are as under:</u>

- (i) The voting period begins on 27th September, 2023 at 9.00 a.m. (IST) and ends on 29th September, 2023 at 5.00 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 (record date) i.e. 20th September, 2023, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.

- (iv) Click on Shareholders.
- (v) 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. Members holding shares in Physical Form should enter Folio Number registered with the company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for	
	both demat shareholders as well as physical shareholders)	
	Members who have not updated their PAN with the Company/Depository Participant are	
	requested to use the Sequence No., it is communicated in the Attendance Slip.	
DOB or	Enter the Date of Birth or folio in dd/mm/yyyy format or Dividend Bank Details as recorded in	
Dividend	your demat account or in the company records for the said demat account or folio.	
Bank	Please enter the DOB or Dividend Bank Details in order to login. If the details are not	
Details	recorded with the depository or company please enter the number of shares held by you	
	as on the cut-off date in the Dividend Bank details field.	

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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 evoting 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for INDO-CITY INFOTECH LIMITED on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If 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.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-voting available for android based mobiles. The m-voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile application while voting on your mobile.
- (xx) Note for Non Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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.
- (xxi) Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the record/cut-off date i.e. 20th September, 2023 may follow the same instructions as mentioned above for e-Voting.
- (xxii) In case of any grievance connected with e-voting, the Members may write to Mr. Rakesh Dalvi, Deputy Manager, Central Depository Services Limited, 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 or call at toll free number 18002005533 or refer to the Frequently Asked Questions (FAQ) and e-voting manual available at www.evotingindia.com, under help section or email to helpdesk.evoting@cdslindia.com.
- 11. CS Nidhi Bajaj (ACS: 28907, COP: 14596), a Company Secretary in Practice of the Company Secretary Firm M/s Nidhi Bajaj & Associates has been appointed as the Scrutinizer to scrutinize the remote e-voting and voting at the meeting through ballot paper in a fair and transparent manner and she has communicated her willingness to be appointed and will be available for same purpose.
- 12. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" or "Polling Paper" for all those members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.
- 13. The Scrutinizer shall within a period not exceeding 48 hours from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- 14. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.indocity.co and on the website of CDSL www.evotingindia.com immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
- 15. As an austerity measure, copies of Annual Report will not be distributed at Annual General Meeting. Members are requested to bring their own copies to the Meeting.
- 16. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.a.m. to 6.00 p.m.) on all working days except Sunday, and including the date of the Annual General Meeting of the Company.

ANNEXTURE TO THE NOTICE

Explanatory statement in respect of special business pursuant to section 102 of the companies act, 2013

Item No. 3

Mr. Arun Hariram Bubna (DIN 08406885) was appointed as an Independent Non-Executive Director of the Company since 1st April, 2019 and whose term is concluding at this 31st AGM. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of up to five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of up to five consecutive years on the Board of a Company.

On recommendation of Nomination and Remuneration Committee based on the performance evaluation and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Arun Hariram Bubna, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years ending at the 36th AGM of the company. The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members. In the opinion of the Board, Mr. Arun Hariram Bubna fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his reappointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter of appointment of Mr. Arun Hariram Bubna setting out the terms and conditions of appointment are available for inspection without any fee by the members at the Registered Office of the Company during the normal business hours on any working day (except Saturday) and will also be kept open at the venue of the AGM till the conclusion of the AGM.

A brief about Mr. Arun Hariram Bubna as required under the provisions of Regulation 36(3) of the Listing Regulations, 2015 and other applicable provisions is as follows, Mr. Arun Hariram Bubna aged 65 years, is a Commerce Graduate and LLB General with an experience of more than 30 years in the field of administration and finance. His long experience is beneficial to the Company. The Board recommends the Resolution at Item No. 3 of this Notice for approval of the Members. None of the other Directors and Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, in the Resolutions set out at Item No. 3 of the Notice.

Information about Director(s) seeking Appointment/Re-appointment at the ensuing AGM as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:-

Name	Mrs. Shashi Aneel Jain	Mr. Arun Hariram Bubna
DIN	00103505	08406885
Age	52 years	65 years
Nationality	Indian	Indian
Qualification	Mrs. Shashi Jain has a Masters of Art (M.A.) degree in Political Science.	Mr. Arun Bubna holds a Bachelor's degree in commerce (B.Com.) and LLB (Gen).
Date of Appointment in the company	22/09/2003	01/04/2019
Nature of expertise in specific	Mrs. Shashi Jain has an expertise in	Since the company is an NBFC
functional areas / For	human resource management and	knowledge and experience in finance

Independent directors, skills and capabilities required for the role and manner in which proposed person meets such requirements. Disclosure of relationships between the directors interse	administration. She also has expertise in assessing and analysing the impact of economic and political developments on the industry. Mrs. Shashi Jain is the wife of Mr. Aneel Jain, Chairman & Managing Director of the Company.	and law is necessary and Mr. Arun Bubna has an expertise and a vast experience of more than three decades in the field of commercial law, management & finance. Mr. Arun Bubna is not related to any Directors of the Company.
Information pursuant to BSE Circular no. LIST/COMP/ 14/2018-19 dated 20 th June, 2018. Other Directorships (excl. Pvt. Companies) as on 31.03.2023	Mrs. Shashi Jain is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. Times Growth Securities Limited	Mr. Arun Bubna is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. None
Chairman/member of the Committees of the company as on 31.03.2023 Resignation during past 3 years from listed companies	Audit Committee; Nomination and remuneration committee; Stakeholder's relationship committee. None	Audit Committee; Nomination and remuneration committee; Stakeholder's relationship committee None
Shareholding of non- executive Director	The shares held by Mrs. Shashi Jain in the company are 19,13,537.	None
Terms of Appointment	Mrs. Shashi Jain was appointed as a Non-Executive Director in the 30 th AGM of the company, and is liable to retire by rotation. She being eligible offers herself for reappointment at the 31 st AGM of the company, liable to retire by rotation.	Mr. Arun Hariram Bubna (DIN 08406885) was appointed as an Independent Non-Executive Director of the Company since 1st April, 2019 and whose term is concluding at this 31 st AGM. He being eligible for reappointment as an Independent Director and offering himself for reappointment, is proposed to be reappointed as an Independent (Nonexecutive) Director for second term of five consecutive years ending at the 36 th AGM of the company, not liable to retire by rotation.

By Order of the Board For Indo-City Infotech Limited

Place: Mumbai
Dated: 21st August, 2023
Registered Office:

A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road,

Andheri (E), Mumbai-400 059.

(Aneel Jain) Chairman & Managing Director DIN: 00030742

FORM NO. MGT 11 Proxy Form

[Pursuant to Section 105 (6) of the Companies Act, 2013 (the Act) and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: Indo-City Infotech Limited (CIN: L51900MH1992PLC068670)

Regd. Off.: A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E), Mumbai – 400059. Tel. No.:- 022-28505903; E-mail: contact.indocity@gmail.com; Website: www.indocity.co

	Folio No. /Client Id:DPID:	
	the member (s) ofshares of the above named Company, hereby appoint	nt:
	ime:	nt.
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En	nail Id:	ailing hi
	ime:	
	dress:	
	nail Id:	
MEETING o andheri-Ku ndicated be		dg. No.
Resolution No.	Resolution	
	Ordinary Business:	
1.	Adoption of Audited financial statement of the Company for the financial year ended 31 st March, 2023 at the reports of Auditors and Directors thereon.	
2.	Appointment of Director in place of Mrs. Shashi Jain who retires by rotation and is eligible for re-appoint	ntment.
	Special Business:	
3.	Reappointment of Mr. Arun Hariram Bubna as Independent Director (non-executive).	
igned this	day of, 2023	Affix
	f Shareholder	Rs.1/
ignature o	f Proxy holder (s)	Rever Stam
	orm of proxy in order to be effective should be duly completed and deposited at the Registered Office of by, not less than 48 hours before the commencement of the meeting.	Stail
	Tear HereTear Here	
	Name of the Company: Indo-City Infotech Limited CIN: L51900MH1992PLC068670	
	CIN: L51900MH1992PLC068670 Regd. Off. : A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E),Mumbai – 400059	
	CIN: L51900MH1992PLC068670	
	CIN: L51900MH1992PLC068670 Regd. Off. : A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E),Mumbai – 400059	
PLEASE COM	CIN: L51900MH1992PLC068670 Regd. Off.: A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E), Mumbai – 400059 Tel. No.:- 022-28505903; E-mail: contact.indocity@gmail.com; Website: www.indocity.co ATTENDANCE SLIP MPLETE THIS ATTENDACE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL f the Member (in BLOCK LETTERS):	
PLEASE COM ull Name c	CIN: L51900MH1992PLC068670 Regd. Off.: A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E), Mumbai – 400059 Tel. No.:- 022-28505903; E-mail: contact.indocity@gmail.com; Website: www.indocity.co ATTENDANCE SLIP MPLETE THIS ATTENDACE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL f the Member (in BLOCK LETTERS):	
PLEASE COM ull Name c DP ID *: degd. Folio	CIN: L51900MH1992PLC068670 Regd. Off.: A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E), Mumbai – 400059 Tel. No.:- 022-28505903; E-mail: contact.indocity@gmail.com; Website: www.indocity.co ATTENDANCE SLIP MPLETE THIS ATTENDACE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL f the Member (in BLOCK LETTERS): Client ID: No.: No. of Shares held:	
PLEASE COM ull Name c DP ID *: Regd. Folio	CIN: L51900MH1992PLC068670 Regd. Off.: A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E), Mumbai – 400059 Tel. No.:- 022-28505903; E-mail: contact.indocity@gmail.com; Website: www.indocity.co ATTENDANCE SLIP MPLETE THIS ATTENDACE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL f the Member (in BLOCK LETTERS):	

Name of the Company: Indo-City Infotech Limited (CIN: L51900MH1992PLC068670)
Regd. Off.: A6, Mittal Estate, Bldg. No. 2, Andheri-Kurla Road, Andheri (E), Mumbai – 400059
Tel. No.:- 022-28505903; E-mail: contact.indocity@gmail.com; Website: www.indocity.co

ASSENT/DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

Name	
Address	
DP Id Client Id / Folio No	
No. of shares held	

I/We hereby exercise my/our vote in respect of the following resolutions(s) as specified in the Notice of Indo-City Infotech Limited dated August 21st, 2023 to be passed at the 31st Annual General Meeting of the Company, for the businesses stated in the said Notice by conveying my/our assent or dissent to the said Resolution in the relevant box below:

Resolution No.	Resolution	No. of Shares	I/We assent to the resolution (For) *	I/We dissent to the resolution (Against) *
Ordinary Business:				
1	Adoption of Audited financial statement of the Company for the financial year ended 31 st March, 2023 and the reports of Auditors and Directors thereon.			
2	Appointment of Director in place of Mrs. Shashi Jain who retires by rotation and is eligible for re-appointment.			
Special Business:				
3	Reappointment of Mr. Arun Hariram Bubna as Independent Director (non-executive).			

^{*} Please put a tick mark (\checkmark) in appropriate column against the resolution indicated above.

Place:	
Date:	Signature of Member
Tear He	ere

Instructions:

- 1. In order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, this Form is being provided.
- 2. A member desiring to exercise vote by Assent/Dissent shall complete this Form with assent (for) or dissent (against) and send at their cost to reach Scrutinizer Ms. Nidhi Bajaj, Practicing Company Secretary, at the Registered Office of the Company on or before September 28, 2023, by 10.00 a.m. Any Form received after the said date and time shall be treated as invalid if the reply from the Members has not been received.
- 3. In case Members cast their vote both by Physical Assent/Dissent Form and e-voting, then voting done through e-voting shall prevail and voting done by Physical assent/dissent will be treated as invalid.
- 4. Voting through physical assent/dissent form cannot be exercised by a proxy. However corporate and institutional shareholders shall be entitled to vote through their authorized representative with proof of their authorization.
- 5. Members are requested not to send any other paper along with Assent/Dissent form and not to write anything on this form. If any such other paper is sent the same will be destroyed by the Scrutinizer.
- Incomplete unsigned or incorrectly ticked assent/dissent forms will be rejected.
- 7. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders as on the record/cut-off date of September 20, 2023.