

# M/s Unitech Limited

CIN: L74899DL1971PLC009720

Regd. Office: Basement, 6, Community Centre, Saket, New Delhi - 110017

Corporate Office: 13<sup>th</sup> Floor, Tower-B, Unitech Signature Towers, South City-1, Gurugram - 122 007Tel.: 011-26857338 E-mail: [share.dept@unitechgroup.com](mailto:share.dept@unitechgroup.com) | Web: [www.unitechgroup.com](http://www.unitechgroup.com)

## Notice of 54<sup>th</sup> Annual General Meeting

**NOTICE** is hereby given that 54<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company will be held on Thursday, the **25<sup>th</sup> September, 2025 at 11:00 a.m.** through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) to transact the businesses as mentioned below:

### ORDINARY BUSINESS

#### 1. To receive, consider and adopt the:

- (i) Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025, together with the Reports of the Board of Directors and Auditors thereon.
- (ii) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025, together with the Report of the Auditors thereon.

### SPECIAL BUSINESS

#### 2. To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**"Resolved** that pursuant to provisions of section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and any other applicable law, the remuneration as mentioned below payable to M/s Pant S. & Associates, Cost Accountants (Firm Registration No. 101402), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the Audit of the cost accounting records for the Financial Year 2025-26, be and is hereby ratified.

Company	Financial Year (FY)	Annual Fee (in INR)
M/s Unitech Limited	FY 2025-26	2,00,000/- plus GST as applicable

**Resolved further** that any Director/ Company Secretary of the Company be and is hereby authorized, for and on behalf of the Board of Directors, to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effects to this resolution."

#### 3. To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**"Resolved** that pursuant to provisions of section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Circulars issued by the SEBI from time to time, and based on the recommendations of the Audit and Risk Management Committee and Board of Directors of the Company, CS Kiran Amarpuri, a peer-reviewed Practicing Company Secretary (COP No: 7348) be and is hereby appointed as the Secretarial Auditor of the Company on such remuneration as mentioned herein below, for conducting Secretarial Audit, issuing Compliance Certificate on Corporate Governance and Secretarial Compliance Report as required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circulars issued by the SEBI and Stock Exchanges, from time to time, for a term of five (05) consecutive years, commencing from FY 2025-26 to 2029-30:

Company	Financial Year (FY)	Annual Fee (in INR)
M/s Unitech Limited	FY 2025-26 to FY 2029-30	1,75,000/-

**Resolved further** that any Director/ Company Secretary of the Company be and is hereby authorized, for and on behalf of the Board of Directors, to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to the above resolution.

By order of the Board  
For M/s Unitech Limited

Sd/-

**Anuradha Mishra**

Company Secretary

Place: Gurugram

Dated: 25<sup>th</sup> August, 2025

**Explanatory Statement in respect of Special Business of 54<sup>th</sup> AGM, in compliance of section 102 of the Companies Act, 2013****Item No.2**

In compliance of section 148 of the Companies Act, 2013, read with rule 4 of Companies (Cost Records and Audit) Rules, 2014, M/s Unitech Limited is required to get the audit of cost records conducted by a Cost Accountant in consonance with the cost auditing standards as prescribed by the Institute of Cost Accountants of India (ICMAI). Accordingly, all those Companies, specified in item (B) of rule 3 and whose overall annual turnover from their products and services during the immediately preceding financial year is Rs. 100 crore (Rupees one hundred crore) or more and the aggregate turnover of the individual product or products or service or services for which cost records are required to be maintained under rule 3 is Rs. 35 crore (Rupees thirty five crore) or more, are mandatorily required to get their cost records audited through a qualified Cost Accountant.

The Members of the Audit and Risk Management Committee in its meeting held on 13.08.2025 recommended the name of M/s Pant S. & Associates, for appointment as Cost Auditors of the Company for the FY 2025-26 at a fee of Rs. 2,00,000/- (Rs. two lakh only) plus GST as applicable.

Further, the Board of Directors, on the recommendation of the Audit and Risk Management Committee in its meeting held on 13.08.2025, approved the appointment of M/s Pant S. & Associates, Cost Accountants (Firm Registration No.101402) as the Cost Auditors of the Company to conduct the cost audit for the FY 2025-26 at a fee of Rs. 2,00,000/- (Rs. two lakh only) plus GST as applicable.

In accordance with the provisions of section 148 of the Companies Act, 2013, read with rule 14 of Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, the consent of the Members is sought for passing an Ordinary Resolution for ratification of the remuneration payable to Cost Auditors as mentioned above.

The Board of Directors recommends the resolution set out at Item No. 2 as Ordinary Resolution for approval of the Members.

None of the Directors and/ or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the resolution.

**Item No. 3**

In compliance of the provisions of section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the SEBI Circulars issued from time to time, it is proposed to appoint CS Kiran Amarपुरi, a peer-reviewed Practicing Company Secretary (COP No: 7348) as the Secretarial Auditor to conduct the Secretarial Audit of the Company for a term of 05 (five) consecutive years, commencing from FY 2025-26 to FY 2029-30.

The Board of Directors of the Company in its meeting

held on 13.08.2025, on the recommendation of the Audit Committee and subject to approval of the Members, approved the appointment of CS Kiran Amarपुरi as the Secretarial Auditor of the Company at an annual audit fee of Rs. 1,75,000/-, for conducting Secretarial Audit, issuing Compliance Certificate on Corporate Governance and Secretarial Compliance Report as required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circulars issued by SEBI and Stock Exchanges from time to time, for a term of five (05) consecutive years from FY 2025-26 to 2029-30.

The relevant details are provided herein below for the information of the Members:

**(i) Brief Profile and Credentials:**

CS Kiran Amarपुरi is a leading Practicing Company Secretary with over 20 years of rich and diverse experience. She has been practicing as a Company Secretary (Membership No. F6756, CoP No. 7348) since December 2006, and has a wide array of experience in Secretarial and Legal Compliance Management. She provides audit and advisory services to corporates, individuals and NGOs, among others. Backed by a dedicated team of qualified and semi-qualified professionals, she has successfully completed the Secretarial Audit assignments for M/s Unitech Limited for the financial years 2020-21 to 2024-25. CS Kiran Amarपुरi has confirmed that she has undergone the peer review process conducted by the ICSI and possesses a valid peer review certificate, a copy whereof has been submitted by her in the Company.

CS Kiran Amarपुरi has given her consent to act as the Secretarial Auditor of the Company and has further confirmed that the appointment, if made, would be within the prescribed limits under the Companies Act, 2013, rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She has also confirmed that she is not disqualified to be appointed as Secretarial Auditor in terms of the provisions of applicable law.

**(ii) Proposed Remuneration:**

The annual audit fee proposed to be paid to her is Rs. 1,75,000/- from FY 2025-26 to 2029-30. The proposed annual remuneration includes fees for conducting Secretarial Audit, issuing Compliance Certificate on Corporate Governance and Secretarial Compliance Report as required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circulars issued by SEBI and Stock Exchanges from time to time.

The Company would not avail any service from CS Kiran Amarपुरi which falls under the purview of prohibited services as specified by the SEBI in its Circular bearing No. SEBI/ HO/CFD/CFD-PoD-2/ CIR/P/2024/185 dated 31<sup>st</sup> December, 2024. In the opinion of the Board, the proposed remuneration is commensurate with her knowledge base, expertise, industry experience, time and efforts required and in line with the industry benchmarks.

(iii) Basis of recommendation:

The recommendation is based on the fulfilment of the eligibility criteria and qualifications as prescribed under the Companies Act, 2013, rules made thereunder, SEBI (Listing Obligation And Disclosure Requirements) Regulations, 2015 and the experience of CS Kiran Amarpuri, including her past track record and capabilities in delivering quality Secretarial Audit services to various companies of similar size and complexity.

Accordingly, the consent of the Members is sought for passing an Ordinary Resolution for approval of the appointment of CS Kiran Amarpuri as the Secretarial Auditor of the Company for a term of five (05) financial years commencing from 2025-26 to 2029-30, as mentioned hereinabove.

The Board of Directors recommends the resolution set out at Item No. 3 as Ordinary Resolution for approval of the Members.

None of the Directors and/ or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the resolution.

By order of the Board  
For M/s Unitech Limited

Sd/-

Place: Gurugram  
Dated: 25<sup>th</sup> August, 2025

**Anuradha Mishra**  
Company Secretary

**Notes:**

- Pursuant to General Circular No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023, and No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), the Company proposes to convene the 54<sup>th</sup> Annual General Meeting ('AGM') through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue.

Further, the Securities and Exchange Board of India ('SEBI'), vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and other applicable Circulars issued in this regard (collectively referred to as 'SEBI Circulars'), has provided relaxations from compliance in respect of certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- In compliance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 54<sup>th</sup> AGM of the Company is being held through VC/ OAVM on **Thursday, the 25<sup>th</sup> September, 2025 at 11:00 a.m. (IST)**. Hence,

the Members can attend and participate in the AGM through VC/ OAVM facility provided by the National Securities Depository Limited (NSDL). The instructions for participation by Members are given in the subsequent paragraphs. The Members can join the AGM through VC/ OAVM mode 15 minutes before the schedule time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility for participation at the AGM through VC/ OAVM will be made available for 1,000 Members on first-come-first-serve basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors, Secretarial Auditors etc. who are allowed to attend the AGM without restriction on account of first-come-first-serve basis.

- The proceedings of the AGM shall be deemed to have been conducted at the Registered Office of the Company situated at Basement, 6, Community Centre, Saket, New Delhi - 110017.
- Since this AGM is being held pursuant to the MCA and SEBI 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 this meeting. Hence, the formats for proxy form and attendance slip are not being annexed with this Notice. However, the Body Corporates are entitled to appoint authorized representatives, pursuant to the provisions of sections 112 and 113 of Companies Act, 2013, through Board Resolution/ Power of Attorney/ Authority Letter etc., to attend the AGM through VC/ OAVM and cast their votes through e-Voting.
- The attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
- The Members are requested to:
  - Quote their Folio/ Client ID & DPID Nos. in all correspondence with the Registrar and Share Transfer Agent (RTA)/ Company.
  - Register their e-mail IDs/ PAN/ Bank Account Details with the RTA/ Company/ respective Depository Participants (DP).
  - Note that in case of joint holders attending the meeting, only such joint holder whose name is first in the Register of Members will be entitled to vote.
- In accordance with the provisions of section 72 of the Companies Act, 2013 and SEBI Circulars issued from time to time, the facility for nomination is available for the Members of the Company in respect of the equity shares held by them. Members who have

not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form No. ISR-3 or Form No. SH-14, as applicable. The said forms are available on the Company's website at [www.unitechgroup.com](http://www.unitechgroup.com).

Members are further required to submit the said details to their respective DPs, in case the equity shares are held by them in dematerialized form and to the Company/ RTA, in case the equity shares are held by them in physical mode.

8. The **22<sup>nd</sup> August, 2025** has been fixed as the date for the purpose of ascertaining the entitlement of Members for sending Annual Report and other related documents, through electronic means.
9. The Securities and Exchange Board of India (SEBI), vide its Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated 23<sup>rd</sup> June, 2025, has made it mandatory to furnish PAN, Contact Details (Postal Address with PIN and Mobile Number), Bank Account details and Specimen Signature by shareholder(s) holding shares in physical mode. In view of the *Circular ibid*, the security holders whose folios do not have PAN, Contact Details, Bank Account Details and Specimen Signature updated shall be eligible (i) to lodge grievance or avail service request from the Registrar & Share Transfer Agent (RTA) only after furnishing PAN and KYC Details; (ii) for any payment including dividend, interest or redemption payment in respect of such folios, only through electronic mode with effect from 1<sup>st</sup> April, 2024. Further, an intimation shall be sent by the RTA/ Listed Company to the shareholders that the payment is due and shall be made electronically upon complying with the above requirements.
10. Keeping in view the above statutory requirements, shareholders holding shares in physical mode are requested to furnish valid PAN, Contact Details (Postal Address with PIN and Mobile Number), Bank Account details and Specimen Signature as specified in para 9 above immediately to the Company/ RTA in the requisite format. Shareholders who have not yet dematerialized their shares are also advised to get their shares converted into demat form/electronic form to get inherent benefits of dematerialization, since transfer of securities shall not be processed unless the securities are held in dematerialized form with a Depository. Further, the transmission or transposition of securities held in physical or dematerialized form shall be effected only in dematerialized form in terms of SEBI Regulations. The Members may contact the Company or Company's Registrar and Share Transfer Agent (RTA), M/s Alankit Assignments Limited at its e-mail [rta@alankit.com](mailto:rta@alankit.com), for any assistance in this regard. The Company is separately intimating its security

holders about folios which are incomplete with regard to PAN, KYC details etc. in compliance of SEBI Master Circular No. SEBI/HO/MIRSD/ MIRSD-PoD/P/CIR/2025/91 dated 23<sup>rd</sup> June, 2025.

11. The SEBI has, vide Circular dated 31<sup>st</sup> July, 2023, read with Master Circular dated December 28, 2023, established a common On-line Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to the above mentioned Circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly or through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/Login>) and the same can also be accessed through the Company's website at <https://www.unitechgroup.com/investor-relations/dispute-resolution-mechanism.asp>.
12. The Ministry of Corporate Affairs (MCA) has notified the provisions relating to unpaid/ unclaimed dividend under sections 124 and 125 of the Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, as amended from time to time, the dividends which were not encashed/ claimed by the Members for a period of seven consecutive years have been transferred to the Investor Education and Protection Fund (IEPF) Authority. The shares in respect of which dividends have not been claimed for seven consecutive years have also been transferred to the demat account of IEPF Authority. Shareholders whose dividend/ shares are transferred to the IEPF Authority can now claim their dividend/ shares from the Authority by following the prescribed refund procedure.
13. In compliance of the MCA and SEBI Circulars, the Notice calling the 54<sup>th</sup> AGM for the FY 2024-25, along with the Annual Report for the FY 2024-25, is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or with the Depository Participant(s). The said documents as circulated to the Members of the Company will also be made available on the Company's website. The Notice of 54<sup>th</sup> AGM can also be accessed at the websites of the Stock Exchanges i.e. BSE Limited ([www.bseindia.com](http://www.bseindia.com)), National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) and NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
14. Further, pursuant to the regulation 36 (1) (b) of the SEBI (Listing Obligations and Disclosure Regulations) Regulations, 2015, a letter containing the web-link, QR code and the exact path, where complete details of the Annual Report are available, is being sent to all such shareholders who have not registered their e-mail IDs with the Company/Depository Participants. Members may note that the Notice of AGM and Annual Report for FY 2024-25 will also be available on the Company's website and websites of

the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and NSDL at <https://www.evoting.nsdl.com>.

15. Manner of registering/ updating email addresses:

- (i) Members holding shares in physical mode, who have not registered/ updated their email addresses with the Company, are required to register/ update the same by submitting the form ISR-1 available on Company's website <http://www.unitechgroup.com/investor-relations/shareholder-service-request.asp> to RTA at [rta@alankit.com](mailto:rta@alankit.com), with a copy marked to the Company at [share.dept@unitechgroup.com](mailto:share.dept@unitechgroup.com).
- (ii) Members holding shares in dematerialized mode are required to register/ update their email addresses with the Depository Participants (DPs) with whom they maintain their demat account.

16. The Register of Directors and Key Managerial Personnel and their shareholding required to be maintained under section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, required to be maintained under section 189 of the Companies Act, 2013, will be available for inspection in electronic mode during the AGM. The details of shares transferred to IEPF is available at the website of the Company.

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

18. Sh. Praveen Dua, Proprietor of M/s PD & Associates, Practicing Company Secretary (Certificate of Practice No. 2139) has been appointed as the Scrutinizer to supervise the remote e-Voting and e-Voting process in a fair and transparent manner.

19. The Chairman shall, at the 54<sup>th</sup> AGM, allow voting with the assistance of Scrutinizer, by use of electronic mode for all those Members who will attend the said meeting through VC/ OAVM but have not cast their votes through remote e-Voting facility.

20. The Scrutinizer shall, after the conclusion of the meeting, process and prepare the result after unblocking the votes cast through e-Voting in the presence of at least two (02) witnesses who are not in the employment of the Company. The Scrutinizer shall submit a consolidated report of the votes cast in favour or against, if any, not later than two (02) working days of the conclusion of the General Meeting to the Chairman or a person authorized, who shall countersign the same. The Chairman or any person authorized by him shall declare the result of voting forthwith.

21. The result declared alongwith the report of the Scrutinizer shall be placed at the website of the Company and that of e-Voting agency (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com), besides forwarding the same to BSE Limited and National Stock Exchange of India Ltd. (NSE).

22. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the day of the 54<sup>th</sup> AGM.

23. Members desirous of seeking/ obtaining any information/ clarifications concerning the accounts and operations of the Company or intending to express their views or raise any query are requested to write to the Company from their registered email ID on or before **15<sup>th</sup> September, 2025** mentioning their names, de-mat account number/ folio number, PAN and mobile number at [share.dept@unitechgroup.com](mailto:share.dept@unitechgroup.com). The same will be suitably replied to by the Company. However, the Members are requested to raise the queries in short and in a precise manner to enable the Company to appropriately answer the same. Only those Members who have registered themselves as speakers will be allowed to express their views and/ or ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as speaking time depending upon the availability of time at the AGM.

24. **Instructions for remote e-Voting and joining the 54<sup>th</sup> AGM are as under:**

- (i) Pursuant to the provisions of section 108 of the Companies Act, 2013, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with facility to cast their votes electronically, through the e-Voting services provided by NSDL on resolutions proposed to be considered at the 54<sup>th</sup> AGM.
- (ii) The remote e-Voting period commences on **22<sup>nd</sup> day of September, 2025 at 9.00 a.m.** and ends on **24<sup>th</sup> day of September, 2025 at 5.00 p.m.** During this period, the Members of the Company holding shares as on the cut-off date i.e. on **18<sup>th</sup> September, 2025** may cast their votes by remote e-Voting. Remote e-Voting shall not be allowed beyond the said date and time and the remote e-Voting module shall be disabled by the NSDL for voting thereafter. Once the vote on a resolution is cast by a Member through remote e-Voting, the Member shall not be allowed to change it subsequently or cast the vote again.

- (iii) The facility for e-Voting shall also be made available during the conduct of 54<sup>th</sup> AGM via VC/ OAVM and the Members attending the meeting via VC/ OAVM, who have not already cast their votes by remote e-Voting, shall be able to exercise their right to vote at the meeting, and the procedure for e-Voting on the day of AGM will be the same as it is for remote e-Voting.
- (iv) The Members who have cast their votes by remote e-Voting prior to the 54<sup>th</sup> AGM may also attend/ participate in the AGM but they shall not be entitled to cast their votes again.
- (v) The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company, as on the cut-off date.
- (vi) Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice electronically or whose email ID is not registered with the Company/ RTA/ respective DP and holding shares as on the cut-off date i.e. 18<sup>th</sup> September 2025 may obtain the Login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or [rta@alankit.com](mailto:rta@alankit.com).
- (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 cut-off date for e-Voting shall be entitled to avail the facility of remote e-Voting or voting at the 54<sup>th</sup> AGM electronically. A person who is not a Member as on the cut-off date should treat this Notice for the purpose of information only.
- (viii) The details of the process and manner for remote e-Voting are explained herein below:

Step-1: Access to NSDL e-Voting system.

Step-2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.


Details about Step-1 are mentioned below:

A. Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode:

In terms of SEBI Master Circular dated 9<sup>th</sup> December, 2020, on e-Voting facility provided by listed companies, individual shareholder holding securities in demat mode are allowed to vote through their demat account maintained with depositories through depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility.

**Login method for individual shareholder holding securities in demat mode is given below:**

Type of Share-holders	Login Method
Individual Share-holders holding securities in de-mat mode with NSDL	<ol style="list-style-type: none"> <li>For OTP based Login, one needs to click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotingLogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotingLogin.jsp</a>. The User will have to enter 8-digit DP ID, 8-digit Client Id, PAN, Verification code and generate OTP. The User thereafter has to enter the OTP received on registered email id/ mobile number and click on Login. After successful authentication, one will be redirected to NSDL Depository site wherein one can see e-Voting page. The User will click on company's name or e-Voting service provider i.e. NSDL and one will be redirected to e-Voting website of NSDL for casting the vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Existing IDeAS User can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a Mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on Company's name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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.</li> </ol>

	<p>A new screen will open. You will have to enter your User ID (i.e. your sixteen digit de-mat account number held 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>5. Shareholder / Members can also download NSDL Mobile App “<b>NSDL Speed-e</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>  </div>
Individual Shareholders holding securities in de-mat mode with CDSL	<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 Easi/ Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</p> <p>2. After successful Login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting 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, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">https://www.cdslindia.com</a> and click on Login &amp; New System Myeasi Tab and then click on registration option.</p>

	<p>4. Alternatively, the user can directly access e-Voting page by providing De-mat Account Number and PAN No. from e-Voting link available on <a href="https://www.cdslindia.com">https://www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered mobile &amp; e-mail 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.</p>
Individual Shareholder (holding securities in de-mat mode) Login through their depository participants	<p>You can also Login using the Login credentials of your de-mat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p><b>Important Note:</b> Members who are unable to retrieve User ID / password are advised to use “Forget User ID” and “Forget Password” option available at above-mentioned website.</p>	

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

Login type	Helpdesk details
Individual Shareholder holding securities in de-mat mode with NSDL	Members facing any technical issue in Login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at <a href="tel:022-48867000">022-4886 7000</a>
Individual Shareholder holding securities in de-mat mode with CDSL	Members facing any technical issue in Login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. <a href="tel:18002109911">1800 21 09911</a> .

- B. Login Method for e-Voting and joining virtual meeting for Shareholders other than Individual Shareholders holding securities in de-mat mode and Shareholders holding securities in physical mode:

### How to Log-in to NSDL e-voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
4. *Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com> with your existing IDeAS Login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
5. Your User ID details are given below :

Manner holding shares i.e. De-mat or Physical	Your User ID is:
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****.
For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your User ID is 12*****.
For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then User ID is 101456001***

6. Password details for Shareholders other than Individual Shareholders are given below:

- (i) If you are already registered for e-Voting, then you can use your existing password to Login and cast your vote.
- (ii) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- (iii) How to retrieve your 'initial password'?

- (a) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. pdf file. Open the pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf. file contains your 'User ID ' and your 'initial password'.
- (b) If your email ID is not registered, please follow steps mentioned below in process for those shareholder whose email ids are not registered.

7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- (i) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- (ii) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- (iii) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/ folio number, your PAN, your name and registered address etc.
- (iv) Members can also use the OTP (One Time Password) based Login for casting the votes on the e-Voting system of NSDL

8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

9. Now, you will have to click on "Login" button.

10. After you click on the "Login" button, home page of e-Voting will open

### Details about Step-2 are mentioned below:

#### A. Cast your vote electronically and join General Meeting on NSDL e-Voting system:

1. After successful Login at Step-1, you will be able to see all the companies' electronic voting event number ("EVEN") in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of the company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/ OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/ modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

## 25. General Guidelines for Members:

- (i) Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csduapraveen@gmail.com](mailto:csduapraveen@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional Shareholders can also upload their Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their Login.
- (ii) It is recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- (iii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders/ Members and e-Voting User manual for Shareholders/ Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call at 022-48867000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com).

## 26. Process for those Shareholders/ Members whose email IDs are not registered with the Depositories for procuring User ID and password and registration of e-mail IDs for e-Voting for the resolutions set out in this Notice:

- (i) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhar Card (self-attested scanned copy of Aadhar Card) by email to the RTA at email ID [rta@alankit.com](mailto:rta@alankit.com).
  - (ii) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), Aadhar Card (self-attested scanned copy of Aadhar Card) to the RTA at [rta@alankit.com](mailto:rta@alankit.com).
  - (iii) Alternatively, Shareholders/ Members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring User ID and password for e-Voting by providing above mentioned documents.
- ## 27. Instructions for Members for attending AGM and e-Voting on the day of AGM:
- (i) Members will be provided with a facility to attend the AGM through VC/ OAVM through NSDL e-Voting system. Members may access by following the steps as mentioned above for having access to **NSDL e-Voting system**. After successful Login, you can see link of "VC/ OAVM link" placed under "Join Meeting" menu against the company's name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/ OAVM will be available in Shareholder/ Member Login where the **EVEN** of the company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice to avoid last minute rush.
  - (ii) The procedure for e-Voting on the day of AGM is the same as the instructions mentioned for remote e-Voting.
  - (iii) Only those Members who participate in the AGM through VC/ OAVM facility and have not cast their votes on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the AGM.
  - (iv) Members who have voted through remote e-Voting will be eligible to attend the AGM but shall not be eligible for voting in the AGM.
  - (v) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person who is mentioned for Remote e-Voting.
  - (vi) Members are encouraged to join the Meeting through Laptops for better experience.
  - (vii) Further, the Members will be required to allow Camera and use Internet with good speed to avoid any disturbance during the meeting.

(viii) Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is,

therefore, recommended to use stable Wi-Fi or LAN connection to avoid any sudden fault in connectivity.