

Kherapati Vanijya Limited

21, Strand Road, Kolkata – 700 001

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Website: www.kherapativanijya.com

E-Mail: kvl@bangurgroup.com

CIN: L51109WB1982PLC034908

NOTICE

NOTICE is hereby given that an Extra Ordinary General Meeting of **Kherapati Vanijya Limited** will be held on Saturday, the 10th May, 2025 at 11:30 A.M. through e-Voting to transact the following business:

SPECIAL BUSINESS BY SPECIAL RESOLUTION:

Approval for Delisting of Equity Shares of the Company from The Calcutta Stock Exchange Limited, only Stock Exchange where the equity shares of the Company are presently listed

“**RESOLVED THAT** pursuant to all applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force and as may be enacted hereinafter), provisions of the Memorandum of Association and Articles of Association of the Company, the Listing Agreements entered into by the Company with The Calcutta Stock Exchange Limited (CSE), the only stock exchange where the equity shares of the Company are presently listed, the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as may be amended from time to time or re-enactment thereof for the time being in force (the “**SEBI Delisting Regulations**”) and pursuant to the provisions of Regulation 35 of the SEBI Delisting Regulations and such other applicable laws, rules and regulations and guidelines and subject to such approvals, permissions and sanctions, including those from CSE, as may be necessary, approval of the Company be and is hereby accorded for voluntary delisting of the equity shares of the Company from The Calcutta Stock Exchange Limited in terms of SEBI Delisting Regulations and other applicable provisions of law / statute, if any, to the Board of Directors of the Company (the “**Board**”), which term shall include any Committee which the Board of Directors may have constituted or may hereafter constitute for the time being for exercising the powers conferred on the Board of Directors by this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to the voluntary delisting, the Board be and is hereby authorized to do all such acts, deeds, matters and things at its sole and absolute discretion as it may deem necessary or desirable to give effect to the aforesaid resolution, including making necessary applications to The Calcutta Stock Exchange Limited, only Stock Exchange where the equity shares of the Company are presently listed, for seeking their requisite approval for the proposed voluntary delisting of the equity shares of the Company in terms of SEBI Delisting Regulations and other applicable provisions of law / statute, if any, and to execute all such deeds and documents and to settle all questions, difficulties and doubts that may arise in this regard, as it may consider necessary and expedient.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred upon it to any Committee of Directors or to any Director or Directors or any other officers / authorized representative of the Company to give effect to this resolution.”

Registered Office:
21, Strand Road,
Kolkata – 700001

Date: 8th April, 2025

By order of the Board

(Neha Pansari)
Company Secretary

NOTES:

1. The Register of Members and the Share Transfer Books of the Company will remain closed from 4th May, 2025 to 10th May, 2025 (both days inclusive).

2. Niche Technologies Pvt. Ltd. is acting as Registrar and Transfer Agent (RTA) for both physical and electronic form of shareholdings. All communications relating to shares should be addressed to the RTA at 3A, Auckland Place, 7th Floor, Room No.7A & 7B, Kolkata – 700017. ISIN of the Company is **INE368T01013**.
3. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers etc. to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and its Registrar and Transfer Agent (RTA), Niche Technologies Pvt. Ltd. (NTPL) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to RTA.
4. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate risks associated with physical shares and for ease of portfolio management. The Company has made arrangements with NSDL and CDSL to offer facility of dematerialisation of securities to its shareholders. The ISIN allotted by the depositories to the Company is – **INE368T01013**. Members may contact their Depository Participant for assistance in this regard.
5. Notice of this Extra Ordinary General Meeting of the Company will be available on the website of the Company viz. www.kherapativanijya.com
6. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, Niche Technologies Private Limited at nichetechpl@nicetechpl.com, to receive copies of this notice in electronic mode.

Members may follow the process detailed below for registration of email ID to obtain the report and update of bank account details for the receipt of dividend.

Type of holder	Process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, Niche Technologies Private Limited either by email to nichetechpl@nicetechpl.com or by post to 3A, Auckland Place, 7 th Floor, Room No.7A & 7B, Kolkata – 700017.	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in the Rules 19(1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
	Declaration to opt out	Form ISR-3
	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of Nominee	Form SH-14
	Form for requesting issue of Duplicate Certificate and other service requests for shares / debentures / bonds, etc., held in physical form	Form ISR-4
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.	

7. Members holding shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the details of such folios together with the share certificates to RTA, for consolidation into single folio.
8. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by October 31, 2023, and linking PAN with Aadhaar by June 30, 2023 vide its circular dated March 16, 2023. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's Registrar Niche Technologies Pvt. Ltd. at nichetechpl@nichetechpl.com. The forms for updating the same are available at www.kherapativanijya.com

Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s).

In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar before the due date, our RTA are obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the Registrar / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

9. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the Company is pleased to provide to the members the facility to exercise their right to vote at the Extra Ordinary General Meeting (EOGM) by electronic means and the **business shall be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting ("e-voting") will be provided by National Securities Depository Limited (NSDL).** The Board has appointed Shri Mukesh Chaturvedi, a Peer-Reviewed Practicing Company Secretary having Fellow Membership No.11063 and CP No.3390, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
15. The Scrutinizer will submit his report to the Chairman of the Meeting ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the EOGM and votes cast through remote e-voting), not later than two working days from the conclusion of the EOGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchange, NSDL and RTA, and will also be displayed on the Company's website, www.kherapativanijya.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on 7th May, 2025 at 9:00 A.M. and ends on 9th May, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 3rd May, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 3rd May, 2025.

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com 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 “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 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 If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	<p style="text-align: right;">Kherapati Vanijya Limited</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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. 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</p>

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. NSDL and CDSL

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat 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.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

**Manner of holding shares i.e. Demat Your User ID is:
(NSDL or CDSL) or Physical**

- | | |
|--|---|
| a) 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*****. |
| b) 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***** |
| c) 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*** |

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) 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.
 - c) How to retrieve your 'initial password'?
 - (i) 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. a .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'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) 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.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General 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.

General Guidelines for shareholders

1. 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 Shri Mukesh Chaturvedi by e-mail to csmukeshc@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) 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.
2. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e.3rd May, 2025 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e.3rd May, 2025 may follow steps mentioned in the Notice of the EOGM under Step 1: "Access to NSDL e-Voting system" (Above).
3. It is strongly 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 on www.evoting.nsdl.com to reset the password.
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in

Process for those shareholders 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:

1. 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 (self-attested scanned copy of Aadhar Card) by email to kvl@bangurgroup.com.
2. 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 (self-attested scanned copy of Aadhar Card) to kherapativanijya@bangurgroup.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

ANNEXURE TO THE NOTICE – EXPLANATORY STATEMENT

As required by section 102 of the Companies Act, 2013 (the Act) and Secretarial Standard on General Meeting (SS-2), the following explanatory statement sets out all material facts relating to the business mentioned in the accompanying Notice

Securities and Exchange Board of India (SEBI) has notified SEBI (Delisting of Equity Shares) Regulations, 2021 for voluntary delisting of securities from the stock exchanges. Regulation 35 under Chapter VI of the said Regulations provide for simplified procedure of voluntary delisting applicable to small companies.

The Company's Equity Shares are listed with The Calcutta Stock Exchange Limited, the only Stock Exchange where the equity shares of the Company are presently listed. There has been no trading of the equity shares of the Company in the said Stock Exchange in the last few years. The total listed capital of the Company is very small, i.e. Rs.1,35,00,000/- divided into 13,50,000 equity shares of Rs.10/- each fully paid-up, out of which about 74.28% shares are held by the Promoters of the Company. Further, the company has only 14 (Fourteen) public shareholders. As such the Company falls within the category of small company to which chapter VI read with Regulation 35 of the SEBI (Delisting of Equity Shares) Regulations, 2021 (**SEBI Delisting Regulations**) will apply.

The existing listing status does not provide any benefit to the Company, its shareholders and involves unnecessary administrative cost and operational difficulties. In this respect, proposed Acquirer Shri Hemant Bangur, being a Promoter shareholder of the Company, has expressed his interest to the Board of Directors to make a voluntary delisting of the shares of the Company from The Calcutta Stock Exchange Limited and also to acquire the entire public shareholding in accordance with the SEBI Delisting Regulations. The Board of Directors at its meeting held on 08.04.2025 has taken on record a due diligence report from CS Mukesh Chaturvedi, a Peer-Reviewed Company Secretary in Whole-time Practice, for delisting purpose in terms of relevant provisions of SEBI Delisting Regulations and that the said report does not contain any adverse remarks.

Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 *inter alia* provides for the voluntary delisting of a small company's equity shares from all the stock exchanges where its shares are listed provided prior approval of the shareholders by e-voting is obtained and requirements of Chapter VI of the said Regulation are complied with.

Subject to the special resolution being approved, an exit price of INR 33.61 per share has been determined by the proposed Acquirer in consultation with M/s Swaraj Shares and Securities Private Limited, Merchant Banker and an application will be forwarded to the Calcutta Stock Exchange Limited for their necessary approvals for the proposed voluntary delisting of the Company's share from the said Stock Exchange.

Individual letter / e-mail to all the shareholders will be sent by the proposed Acquirer Shri Hemant Bangur for obtaining the written consent of at least 90% of the existing public Shareholders for the delisting and consent upon to sell their equity shares at the Exit price or to remain holder of such equity shares even if they are delisted.

Subject to the 90% written consent of the public shareholders, the said proposed acquirer along with the other promoters / promoter group of the Company proposes to invite all public shareholders of the company to tender to the acquirer along with the other promoters / promoter group of the Company all their equity shares in the company.

The delisting of the equity shares of the company will be conditional upon:

- Written Consent of at least 90% of the public shareholders for the delisting and consent upon to sell their equity shares at the Exit price or to remain holder of such equity shares even if they are delisted.

- Obtaining all such regulatory approvals as may be required as per the applicable laws, including, without limitation, the SEBI Delisting Regulations, and amendments, if any, the delisting guidelines or applicable regulations, which would prejudice the acquiring promoter from proceeding with the delisting proposal.

Pursuant to above mentioned Regulations, it is now proposed to seek the Shareholder's approval by way of a Special Resolution for voluntary delisting the company's equity shares from The Calcutta Stock Exchange Limited.

The Board recommends the Special Resolution for approval of the members as set out in the Notice convening the meeting.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way concerned or interested, financially or otherwise, in the said resolution.