

## NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that Sixteenth Annual General Meeting of the Members of the Company will be held on **Wednesday, September 07, 2022 at 05.30 p.m** (Local Time) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) at shorter notice to transact the following businesses:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Financial Statements as at 31<sup>st</sup> March 2022 together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm the payment of interim dividend on equity shares and to declare a final dividend of Rs. 3.30/- per equity share for the year ended 31<sup>st</sup> March 2022.

### **SPECIAL BUSINESS:**

3. To re-elect Mr. Kelyn Francisco Pena Victoria (DIN: 08217512) as Director of the Company:

To consider and if, thought fit, to pass the following resolution with or without modification as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to Article No. 93 of the Articles of Association of the Company, Mr. Kelyn Francisco Pena Victoria (DIN: 08217512)), who was appointed as Additional Director with effect from 17<sup>th</sup> September 2018 and regularized as Director of the Company at the Annual General Meeting held on 13<sup>th</sup> September 2019 be and is hereby re-elected as Director of the Company for another term of two years effective from the conclusion of the 16<sup>th</sup> Annual General Meeting, consequent to the expiry of his tenure as Director and shall then be eligible for re-election.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things necessary to give effect to this resolution.”

**By order of the Board of Directors**

**Date: 07<sup>th</sup> September 2022**

**Company Secretary**

**NOTE:**

1. Pursuant to the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular no. 02/2021 dated January 13, 2021 and General Circular No. 2/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (collectively “MCA Circulars”), the 16<sup>th</sup> AGM for the year ended March 31, 2022 is scheduled to be held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. An explanatory statement pursuant to Section 102 of the Act, relating to special business to be transacted at the AGM, is annexed hereto.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars on AGM through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Corporate members intending to authorize their representatives to attend the Meeting are requested to send a scanned certified copy of the board resolution (pdf/jpeg format) authorizing their representative to attend and vote on their behalf at the Meeting.
5. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
6. The Meeting shall be deemed to be held at the Registered Office of the Company at B1-01, 1<sup>st</sup> Floor, B Block, IIT Madras Research Park, Kanagam Road, Taramani, Chennai 600113
7. Since the AGM will be held through VC / OAVM, the route map to the venue is not annexed to this Notice.

**EXPLANATORY STATEMENT TO THE NOTICE OF  
SIXTEENTH ANNUAL GENERAL MEETING OF THE COMPANY**

**ITEM NO. 3**

**a) Meaning, Scope & Implication of the items of the business:**

Mr. Kelyn Francisco Pena Victoria (DIN: 08217512) was appointed as an Additional Director by the Board of Director through Circular resolution on 11<sup>th</sup> September 2018 w.e.f 17<sup>th</sup> September 2018. He was regularized as a Director of the Company at the Annual General Meeting held on 13<sup>th</sup> September 2019 and shall hold office of Director for two (2) years until every other Annual General Meeting of the Company. Mr. Kelyn Francisco Pena Victoria is eligible for re-election in this Annual General Meeting.

The Board feels that the presence of Mr. Kelyn Francisco Pena Victoria as Director of the Company is desirable and would be beneficial to the Company and hence recommend resolution No.3 for adoption.

**b) Interest of Director, Key Managerial personnel and their relatives:**

Except Mr. Kelyn Francisco Pena Victoria, none of the

- i. Director
  - ii. Key Managerial Personnel
  - iii. Relatives of the persons mentioned in i & ii
- is interested in the above said resolution.

**c) Relevance of Resolution in any other Company.**

The above resolution does not affect any other company.

**d) Inspection of Documents**

There are no Documents required for the inspection for the above said resolution.

**By order of the Board of Directors**

**Date:** 07<sup>th</sup> September 2022

**Company Secretary**