

Date: 31st August, 2023

REF: WIML/BSE/AGM NOTICE/AUGUST/2023

To,
Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001

BSE Scrip Code: 538970
Script ID: WARDINMOBI

Sub: Submission of Notice of the 41st Annual General Meeting (“AGM”) of the Wardwizard Innovations & Mobility Limited (“The Company”) for the Financial Year ended 31st March, 2023

Dear Sir/Madam,

With regard to the captioned matter and in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, this is to inform you that the 41st Annual General Meeting (‘AGM’) of the Company is scheduled to be held on **Tuesday, 26th September, 2023 at 01.00 P.M. (IST)** through Video Conferencing (‘VC’)/ Other Audio-Visual Means (‘OAVM’) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (‘MCA’) and Securities and Exchange Board of India (‘SEBI’).

Further, the Company has fixed **Tuesday, 19th September, 2023** as the ‘Cut-off date’ for the purpose of determining the Members eligible to vote on the resolutions set out in the Notice of the 41st AGM of the Company.

In this regard, kindly take note of the details in relations to the 41st AGM of the Company:

Sr. No	Particulars	Details
1	Cut-off date for eligibility of e-voting	Tuesday, 19 th September, 2023
2	Remote e-voting period	
	Commencement of remote e-voting period	9.00 a.m. (IST) on Saturday, 23 rd September, 2023
	Conclusion of remote e-voting period	5.00 p.m. (IST) on Monday, 25 th September, 2023
3	Book Closure dates	From Tuesday, 19 th September, 2023 to Tuesday, 26 th September, 2023 (both days inclusive)
4	Record date for determining eligibility for Payment of Dividend	Tuesday, 19 th September, 2023

This is for your information and record.
Thanking you,

For Wardwizard Innovations & Mobility Limited,

Jaya Ashok Bhardwaj
Company Secretary and Compliance Officer

Notice

NOTICE IS HEREBY GIVEN THAT THE 41ST (FORTY FIRST) ANNUAL GENERAL MEETING (AGM) OF THE EQUITY SHAREHOLDERS OF THE WARDWIZARD INNOVATIONS & MOBILITY LIMITED ("THE COMPANY") WILL BE HELD ON TUESDAY, 26TH DAY OF SEPTEMBER, 2023 AT 13:00 PM THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO-VISUAL MEANS ("OAVM") FACILITY TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESSES:

ITEM NO. 1: ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS AT 31ST MARCH, 2023

➤ To receive, consider and adopt:

- The Audited Standalone Financial Statements of the Company for the Financial Year ("FY") ended 31st March 2023, together with the Reports of the Board of Directors of the Company ("Board") and Auditors thereon and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the FY ended 31st March, 2023 and the Reports' of the Board and Auditors thereon, as circulated to the Members, be and is hereby considered and adopted."

- The Audited Consolidated Financial Statements of the Company for the FY ended 31st March 2023, together with reports of the Board and Auditors thereon and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the FY ended 31st March, 2023 and the Reports' of the Board and Auditors thereon, as circulated to the Members, be and is hereby considered and adopted."

ITEM NO. 2: DECLARATION OF DIVIDEND*

To Declare a Final Dividend on Equity Shares for the FY ended 31st March, 2023 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT a dividend at the rate of ₹ 0.10/- (Ten Paise only) per equity share @ 10% at par value of ₹ 1 each fully paid-up of the Company, as recommended by the Board, be and is hereby declared (excluding the Equity Share(s) upon which the member(s) waive/forgo his/her/their right to receive the dividend by him/her/them for FY 2022-2023, if any) for the FY ended 31st March, 2023 and the same be paid out of the profits of the Company."

ITEM NO. 3: APPOINTMENT OF MR. SANJAY MAHADEV GUPTA (DIN 08286993) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint **Mr. Sanjay Mahadev Gupta (DIN 08286993)**, who retires by rotation and being eligible, offers himself for

re-appointment in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of The Companies Act, 2013 ("The Act"), **Mr. Sanjay Mahadev Gupta (DIN 08286993)**, who retires by rotation at this meeting, be and is hereby re-appointed as Executive Director of the Company."

SPECIAL BUSINESSES:

ITEM NO. 4: APPOINTMENT OF DR. JOHN JOSEPH (DIN: 08641139) AS NON-EXECUTIVE INDEPENDENT DIRECTOR:

To Consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED THAT, pursuant to sections 149, 150, 152, 161 and other applicable provisions, if any, of The Act read with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, [including any statutory modification(s) or re-enactment thereof for the time being in force] and Schedule IV to the Act and various Regulation 16, 17, 25 and other relevant regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulation"), as amended from time to time and the Articles of Association of the Company, **Dr. John Joseph (DIN: 08641139)**, who was appointed as an Additional Non-Executive Independent Director on 28th July, 2023, by the Board on recommendation of Nomination and Remuneration Committee, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as the **"Non-Executive Independent Director"** of the Company to hold office for a first term of 5 (five) consecutive years commencing from **26th September, 2023 to 25th September, 2028** (both days inclusive), and that he shall not liable to retire by rotation.

"RESOLVED FURTHER THAT any Director and/or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company, inter-alia, filings of required forms / documents with the Ministry of Corporate Affairs and Stock Exchange and / or other authorities as may be required to give effect to this resolution."

ITEM NO. 5: INCREASING BORROWING LIMITS OF THE BOARD OF DIRECTORS OF THE COMPANY UNDER SECTION 180 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass, with or without modification, the following resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the resolution passed by the shareholders of the Company at the 40th AGM of the Company dated 30th August, 2022, and pursuant to the provisions of Section 180(1), (c) and all other applicable

provisions, if any, of The Act read with Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modifications or any amendments or any substitution or re-enactment thereof, if any, for the time being in force and all other applicable Acts, laws, rules, regulations and guidelines for the time being in force, and the Articles of Association of the Company, the consent of the Shareholders of the Company be and is hereby accorded to the Board of the Company (shall be deemed to include any committee thereof) for borrowing, from time to time, any sum or sums of monies from banks, financial institution(s), foreign lender, any body corporate entity(ies), authority(ies) or other entities with or without security, on such terms and conditions as it may consider fit notwithstanding that the amount to be borrowed together with amount already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of paid-up capital and free reserves and securities premium provided that the total amount that may be borrowed by the Board and outstanding at any point of time shall not exceed ₹ 3,00,00,00,000/- (Rupees Three Hundred Crores Only)."

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company be and is hereby authorized to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf."

ITEM NO. 6: APPOINTMENT OF LT GENERAL JAI SINGH NAIN (Retd) (DIN: 10289738) AS NON-EXECUTIVE INDEPENDENT DIRECTOR:

To Consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED THAT, pursuant to sections 149, 150, 152, 161 and other applicable provisions, if any, of The Act read with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, [including any statutory modification(s) or re-enactment thereof for the time being in force] and Schedule IV to the Act and various Regulation 16, 17, 25 and other relevant regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulation"), as amended from time to time and the Articles of Association of the Company, **Lt General Jai Singh Nain(Retd) (DIN: 10289738)**, who was appointed as an Additional Non-Executive Independent Director on 28th August, 2023, by the Board on recommendation of Nomination and Remuneration Committee, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as the **"Non-Executive Independent Director"** of the Company to hold office for a first term of 5 (five) consecutive years commencing from 26th September, 2023 to 25th September, 2028 (both days inclusive), and that he shall not liable to retire by rotation."

"RESOLVED FURTHER THAT, any Director and/or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company,

inter-alia, filings of required forms / documents with the Ministry of Corporate Affairs and Stock Exchange and / or other authorities as may be required to give effect to this resolution."

For Wardwizard Innovations & Mobility Limited

Sd/-
Yatin Sanjay Gupte
Managing Director
DIN: 07261150

Sd/-
Sanjay Mahadev Gupte
Executive Director
DIN: 08286993

Place: Vadodara
Date: 28th August, 2023

***The actual equity dividend to be declared by the shareholders at the 41st Annual General Meeting will be for only equity shares other than the equity shares in respect of which the equity shareholder(s) waive/ forgo his/her/their right to receive the dividend for the FY ended 31st March, 2023 in accordance with the Rules framed by the Board as per Note hereinafter appearing.**

NOTES:

The Company has chosen to conduct the 41st AGM through VC/ OAVM. The AGM would be conducted in compliance with the applicable provisions of the Companies Act, 2013 ("The Act") read with Ministry of Corporate affairs ("MCA") General Circular No. 10/2022 dated December 28, 2022 and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and such other instructions as may be issued by Statutory Authorities. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

1. The Ministry of Corporate Affairs ("**MCA**") has vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "**MCA Circulars**") and Securities and Exchange Board of India ("**SEBI**") vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "**SEBI Circulars**"), have permitted the holding of AGM through Video Conferencing ("**VC**") or Other Audio-Visual Means ("**OAVM**"), without the physical presence of the Members at a common venue vide the above MCA circulars and provided relaxation to companies from dispatching physical copy of annual report vide above SEBI circulars. In compliance with the provisions of the Companies Act, 2013 ("**Act**"), amended provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), MCA Circulars and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("**SS-2**"), the AGM of the Company will be held through VC / OAVM

on or before 30th September, 2023, in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

2. Pursuant to the foresaid mentioned Circulars, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM hence the proxy form and attendance slip including Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. 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.
5. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 41st AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM and Annual Report has been uploaded on the website of the Company at www.wardwizard.in. The Notice and Annual Report can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. Electronic copy of the Notice for the AGM and the Annual Report for the FY 2022-2023 are being sent to all the Members whose e-mail ids are registered with the Company/Depository Participants ("DP"). Dispatching of physical copies of the Financial Statements (including Board's Report, Auditors' Report or other documents required to be attached therewith), has been dispensed with. Such Statements are being sent only by email to the Members and to all other persons so entitled.
8. Members are informed that in case of joint holders attending the Meeting, only such joint holder whose name stands first in the Register of Members of the Company/ list of Beneficial Owners as received from NSDL/Central Depository Services (India) Limited ("CDSL") (collectively referred to as "Depositories") in respect of such joint holding will be entitled to vote.
9. **Mrs. Pooja Amit Gala**, a Practicing Company Secretary (Membership No. 69393), has been appointed as "Scrutinizer" to scrutinize the e-Voting process and voting at the AGM in a fair and transparent manner and he has communicated his willingness to be appointed.
10. In pursuance of Section 112 and Section 113 of The Companies Act, 2013 ("the Act"), representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/ OAVM and cast their votes through e-voting. Institutional / Corporate Members intending to appoint Authorized Representative to attend and vote on their behalf at the AGM are required to send a scanned copy (PDF/JPG format) of its Board or Governing body resolution/ authorization letter etc. authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting at least 48 hours before the AGM. The said resolution / authorization shall be sent to the scrutinizer by e-mail through its registered e-mail address to cs poojagala@gmail.com or upload on the VC portal / e-voting portal i.e., www.evoting.nsdl.com.
11. The Explanatory Statement pursuant to Section 102(1) of the Act with respect to the Ordinary/Special Business to be transacted at the meeting as set out in the Notice is annexed hereto. The brief details of the person seeking re-appointment as Director as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (ICSI) as approved by the Central Government, is also annexed to this Notice.
12. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of **Tuesday, 19th September, 2023**. Members shall have one vote for every one fully paid share of the Company held by them as on the cut-off date. Members can vote for their entire voting rights as per their discretion.
13. Pursuant to the MCA Circulars, the Notice of the AGM is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and share transfer agent /Depositories. Copy of the Notice of the AGM is also available for download on the website of the Company at compliance@wardwizard.in, the e-voting portal i.e., www.evoting.nsdl.com and on the websites of the Stock Exchanges, i.e., BSE at www.bseindia.com.
14. Members who have not registered their email addresses with the Company/ RTA or their Depositories for receiving all communication (including Notice and Annual Report) from the Company electronically can get the same registered as follows:

- i) Members holding shares in physical mode and who have not registered/ updated their email addresses with the Company/ RTA are requested to register by visiting <https://www.purvashare.com/email-and-phone-updation/>.
 - ii) Members holding shares in dematerialized mode are requested to register/ update their email addresses with the relevant Depositories.
15. Members will be able to attend AGM through VC/ OAVM by logging on to the e-voting website of NSDL at www.evoting.nsdl.com by using their e-voting login credentials. On this webpage, click on the tab Shareholders/ Members, the Video Conferencing/ webcast link would be available.
 16. Members who would like to express their views/ ask questions during the AGM may register themselves as a speaker by sending their request in advance at least seven days before the AGM. Members who do not wish to speak during the AGM but have queries may send their queries, mentioning the name, securities demit account number/ folio number, email id, mobile number to compliance@wardwizard.in send their queries in advance 7 days prior to meeting.
 17. Only those Members who have registered themselves as a speaker will be allowed to express their views/ ask questions during the AGM for a maximum time of 2 (Two) minutes each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.
 18. Members who are present in the meeting through VC / OAVM and have not cast their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.
 19. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
 20. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 19th September, 2023 to Tuesday, 26th September, 2023 (both days inclusive) in connection with the AGM and the purpose of determining payment of dividend.
 21. The dividend of ₹ 0.10/- (Ten Paise Only) per fully paid-up equity share of ₹ 1/- each, if approved by the Members at the AGM, will be paid subject to the deduction of income-tax at source ("TDS") will be paid within a period of 30 days from the date of declaration to those Members whose names appear on the Company's Register of Members at the close of business on Tuesday, 19th September, 2023 and the mode of payments are as follows:
 - i) Through various online transfer modes to members who have updated complete and correct bank details.
 - ii) Dividend warrants /Cheque/demand drafts/other instruments will be sent to registered address of the members who have not updated complete and correct bank details.
 22. Dividend payment:
 - a) Members holding shares in electronic mode may please note that the dividend payable to them would be paid through National Electronic Clearing Services (NECS) at the available RBI locations. The dividend would be credited to their bank account as per the mandate given by the Members to their Depository Participants. In absence of availability of NECS facility, the dividend will be paid through warrants and the bank details as furnished by the respective Depositories to the Company will be printed on their dividend warrants as per the applicable regulations.
 - b) In respect of shares held in physical form, Members desirous of receiving dividend by way of direct credit to their bank accounts through NECS may authorize the Company with their NECS mandate. The shareholders desirous of obtaining the NECS mandate may download it from the website of the Company at compliance@wardwizard.in.
 23. Members who have not encashed dividend warrant(s) for the subsequent years are requested to Contact Company Secretary at the registered email ID of the Company i.e compliance@wardwizard.in, for seeking issue of duplicate warrant(s). The details of the unpaid / unclaimed dividend as on 31st March, 2023 are available on the Company's website viz., www.wardwizard.in.
 24. As per Regulation 40 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred / transmitted / transposed only in dematerialized form with effect from, 01st April, 2019. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
 25. Pursuant to Finance Act, 2020, dividend income will be taxable to the shareholders w.e.f. 01st April, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to The Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/Purva Share registry (I) Private Limited (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No.15G/15H, to avail the benefit of non-deduction of tax at source by visiting on the Company's Registrar & Share Transfer Agents, Purva Share registry (I) Private Limited at www.purvashare.com latest by 5:00 p.m. on Tuesday, 19th September, 2023
 26. Members are requested to notify immediately:
 - Any change in their residential address, Email ID, Contact Number, etc.
 - Income-tax Permanent Account Number (PAN).
 - Bank details- Name and address of the bank A/c no.; type of A/c.

27. Members are requested to note that the Company's equity shares are under compulsory demat trading for all class of investors, as per the provisions of the SEBI Circular dated May 29, 2000. Members are therefore advised in their own interest to dematerialise their physical shareholding to avoid inconvenience and for better servicing by the Company.
28. Members desirous of obtaining information/ details about the Financial Statements, are requested to write to the Company at least one week before the meeting, so that proper information can be made available at the time of meeting. The Members desirous of inspection of documents may write to the Company through E-mail and the same shall be sent to them electronically.
29. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their self-attested PAN to their DP(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their self-attested PAN details to the Company /Registrar along with Form ISR 1.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Saturday, 23rd September, 2023 at 09:00 A.M. and ends on Monday, 25th September, 2023 at 05:00 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. Tuesday, 19th September, 2023 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 Tuesday, 19th September, 2023.

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 and joining virtual meeting 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"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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 or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/ideasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & 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. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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 or joining virtual meeting & voting during the meeting.

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 022 - 4886 7000 and 022 - 2499 7000
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 toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting 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?

- 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, 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 (NSDL or CDSL) or Physical	Your User ID is:
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:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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'?

- 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'.
- 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:

- 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.
- [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- 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.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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- 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.
- 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. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once You Confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 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 cs poojagala@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. 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.
3. 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.: 022 - 4886 7000 and 022 - 2499 7000 or send a request Ms. Pallavi Mhatre Senior Manager 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 compliance@wardwizard.in.
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 compliance@wardwizard.in. If you are an Individual shareholders 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.](#)

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote

e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company 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 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.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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 mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@wardwizard.in. The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/camera along with good internet speed.
8. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

Members who need assistance before or during the AGM can contact Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in or call on 022 - 4886 7000 and 022 - 2499 7000

Annexure to Notice

EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

As required by section 102 of the Companies Act, 2013, the following explanatory statements sets out all material facts relating to the business mentioned under Item Nos. 4 to 6 of the accompanying notices:

ITEM NO. 4: APPOINTMENT OF DR. JOHN JOSEPH (DIN: 08641139) AS NON-EXECUTIVE-INDEPENDENT DIRECTOR:

At the Board Meeting of the Company held on 28th July, 2023, the Board had appointed Dr. John Joseph (DIN: 08641139) as an Additional Non-Executive Independent Director of the

Company w.e.f 28th July, 2023. In terms of Section 161(1) of the Act, Dr. John Joseph (DIN: 08641139) holds office up to the date of this ensuing General Meeting and is eligible for appointment as Non-Executive Independent Director.

The appointment of Dr. John Joseph (DIN: 08641139) shall be effective upon approval by the members of the Company in this Meeting. Dr. John Joseph (DIN: 08641139) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company and has given declaration to the Board that he meets criteria for independence as provided under section 149(6) of the Act and Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Brief Resume of Dr. John Joseph (DIN: 08641139)

Additional Information of Directors recommended for appointment/ re-appointment in terms of Regulation 26(4) and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2):

Name of Director	Dr. John Joseph
Fathers' Name:	Fr George Thamarakkatt
Age	63 years
Date of Birth:	24/05/1960
Date of First Appointment on Board:	28 th July, 2023
Experience (including expertise in specific area) / Brief Resume	He has academic qualifications in M.V.Sc (Master of Veterinary Science), LLB and Post Graduate Diploma in Alternate Dispute Resolution. He has more than 39 (Thirty Nine) years of experience in the field of Central Excise and Customs and retired as Special secretary to Government of India and Chairman/member CBIC. He is one of the distinguished personalities who has proven Integrity by serving as Whole-time Director GST Network (GSTN) Government of India and also has experience of Directorship in Corporates.
Qualification:	M.V.Sc (Master of Veterinary Science), LLB and Post Graduate Diploma in Alternate Dispute Resolution
Directorship in Other Companies:	Yes
Name of other public limited Companies, where he is Director	1) Ganesh Benzoplast Limited 2) Committed Cargo Care Limited
Listed entities from which he has resigned in the past three years	Sami-Sabinsa Group Limited Goods And Services Tax Network
Member/Chairman of the Committee including this listed entity	In Ganesh Bensoplast Limited 1) Audit Committee 2) Nomination and remuneration committee
Shareholding in the Company as on 30 th June, 2023 (including shareholding as a beneficial owner)	NIL
Last Drawn remuneration (including sitting fees, if any)	NIL
Relationship with other Directors and KMP:	Dr. John Joseph is not related to any Director of the Company.
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	He has experience of being an Independent Director in Listed Company also he has expertise in various areas of Taxes and Customs along with the ability to uphold the dignity of the post and having been known as a problem solver and an effective decision maker.

Your directors recommend passing the Resolution at Item No. 4 of the Notice, as a Special Resolution

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, financially or otherwise, deemed to be concerned or interested in this item of business.

ITEM NO. 5: INCREASING BORROWING LIMITS OF THE BOARD OF DIRECTORS OF THE COMPANY UNDER SECTION 180 OF THE COMPANIES ACT, 2013

As per the provisions of Section 180(1), (c) of The Companies Act, 2013, the Board of the Company cannot, except with the consent of the Shareholders in the General Meeting by a Special Resolution, borrow the monies apart from temporary loans (loans viz., means loans repayable on demand or within six months from the date of the loan such as short-term, cash credit arrangements, the discounting of bills and the issue of other short-term loans of a seasonal character, but does not include loans raised for the purpose of financial expenditure of

a capital nature) where the monies to be borrowed together with the monies already borrowed does not at any time exceed ₹ 3,00,00,00,000/- (Rupees Three Hundred Crores Only) from banks, Financial Institution(s), foreign lender(s), any body corporate entity(ies), authority(ies) or other entities in the ordinary course of business. Hence your approval is sought, to authorize the Board to borrow monies as aforesaid borrowings limits.

The shareholders of the Company passed special resolution at the 40th AGM of the Company dated 30th August, 2022 had accorded their consent to the Board for borrowing up to ₹1,00,00,00,000/- (Rupees One Hundred Crore Only), Now it is proposed to increase the borrowing limits to enable the Board to borrow monies, provided that the total amount so borrowed by the Board shall not at any time exceed ₹ 3,00,00,00,000/- (Rupees Three Hundred Crores Only).

None of the directors, Key managerial personnel or their relatives thereof is interested or concerned in the proposed resolution except to the extent to their shareholding.

ITEM NO. 6: APPOINTMENT OF Lt GENERAL JAI SINGH NAIN (Retd) (DIN: 10289738) AS NON-EXECUTIVE INDEPENDENT DIRECTOR:

At the Board Meeting of the Company held on 28th August, 2023, the Board had appointed **Lt General Jai Singh Nain (Retd) (DIN: 10289738)**, as an Additional Non-Executive Independent Director of the Company w.e.f 28th August, 2023. In terms of Section 161(1) of the Act, **Lt General Jai Singh Nain (Retd) (DIN: 10289738)** holds office up to the date of this ensuing General Meeting and is eligible for appointment as Non- Executive Independent Director.

The appointment of Lt General Jai Singh Nain (Retd) (DIN: 10289738), shall be effective upon approval by the members of the Company in this Meeting. Lt General Jai Singh Nain (Retd) (DIN: 10289738), is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company and has given declaration to the Board that he meets criteria for independence as provided under section 149(6) of the Act and Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Brief Resume of Lt General Jai Singh Nain (Retd) (DIN: 10289738)

Additional Information of Directors recommended for appointment/ re-appointment in terms of Regulation 26(4) and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2):

Name of Director	Lt General Jai Singh Nain (Retd) Param Vishisht Seva Medal, Ati Vishisht Seva Medal, Sena Medal, ADC
Fathers' Name	Risal Singh Nain
Age	60 years
Date of Birth	05/10/1962
Date of First Appointment on Board	28 th August, 2023
Experience (including expertise in specific area) / Brief Resume	<p>Lt General Jai Singh is a dynamic and highly decorated officer with rich & extensive experience of nearly 40 years in the Indian Army at the strategic, operational and functional level.</p> <p>He has tenanted diverse designations from Junior Level Management to Executive and Apex Level. As Army Commander he drafted the Indian Army Vision 2050, played a pivotal role in conceptualizing and raising of the First Regional Technology Node at Pune so as to accelerate development and induction of indigenous defence and dual use technology in the IA. He Gave impetus to induction of Electric Vehicles, pioneered a number of Skill Development Projects, Steered execution of Renewable Energy, Soil Conservation, Rain Water Harvesting and Waste Management Projects in Rajasthan, Gujarat and Maharashtra. He has worked in a multinational environment as part of United Nations Peace keeping Force and in Bangladesh. During his illustrious career he has been instrumental in enhancing organizational effectiveness with zeal to drive vision into reality using effective tools of planning, synergetic application of resources and by ensuring highest standards of professionalism, integrity and ethics.</p>

Qualification	B.A., M.Sc in Defence and Strategic Studies, Master of Management Studies, Advance Course in Management, Post Graduate Diploma in Public Relations, National Defence Course.
Directorship in Other Companies	No
Name of other public limited Companies, where he is Director	N.A.
Listed entities from which he has resigned in the past three years	N.A.
Member/Chairman of the Committee including this listed entity	N.A.
Shareholding in the Company as on 30 th June, 2023 (including shareholding as a beneficial owner)	NIL
Last Drawn remuneration (including sitting fees, if any)	NIL
Relationship with other Directors and KMP:	Lt General Jai Singh Nain (Retd) is not related to any Director of the Company.
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	He is multi-faceted professional officer and has an innovative and creative bent of mind. He displays a deep understanding of Strategy Formulation, Human Resource Development, Logistics and Supply Chain Management, Contingency Planning and handling of adverse situations. He is eminently qualified to make significant contribution to the Company in his current Role.

Your directors recommend passing the Resolution at Item No. 6 of the Notice, as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, financially or otherwise, deemed to be concerned or interested in this item of business.

For Wardwizard Innovations & Mobility Limited,

Sd/-
Yatin Sanjay Gupte
 Managing Director
 DIN: 07261150

Sd/-
Sanjay Mahadev Gupte
 Executive Director
 DIN: 08286993

Place: Vadodara
 Date: 28th August, 2023

Details of director seeking re-appointment at the Annual General Meeting

[PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015]

Particulars	
Name	Mr. Sanjay Mahadev Gupte
Fathers' Name	Mr. Mahadev Dwarkanath Gupte
DIN	08286993
Date of Birth/Age	01 st December, 1952 / 70 Years
Qualification	National Apprenticeship Certificate course in the Trade of Machinist In Mumbai G.K.W Ltd
Expertise in specific functional areas/ Experience	He has 45 years of experience in the field of Engineering
Date of First Appointment on the Board of the Company	22 nd August, 2020
No. of shares held in own name or in the name of relatives	Share held in own Name: NIL Son: Mr. Yatin Sanjay Gupte: 9,24,88,000 Shares
Terms and conditions of his Re-appointment	At the 41 st AGM of the Company to be held on Tuesday, 26 th September, 2023, During the continuance of his tenure as a Executive Non- Independent Director, he shall use his best endeavors to promote the interests and welfare of the Company. He shall perform his duties subject to the superintendence, control and direction of the Board of Directors of the Company.
Details of Remuneration	NA *Paid Consultancy fees for his Professional Expertise ₹ 10.20 Lakhs for FY 2022-2023
Directorship in Other Companies (Excluding this Company, foreign companies and Section 8 companies)	Wardwizard Foods & Beverages Limited Wardwizard Solutions India Private Limited
Number of Meetings of the Board attended during the year	12 Board Meetings
Membership/Chairmanship of the Committee including this listed entity	1. Wardwizard Innovations & Mobility Limited: - a) Stakeholder Relationship Committee (SRC) - Member b) Fund Raising Committee 2. Vegetable Products Limited a) Nomination and remuneration committee – Member

Note: For other details such as the number of meetings of the Board / Committee attended during the year, remuneration drawn in respect of the above Director, Please refer to the Corporate Governance Report, which forms part of the Annual Report.