

Date: 04.04.2024

TO,
THE DEPARTMENT OF CORPORATE SERVICES
THE BOMBAY STOCK EXCHANGE,
PHIROZE JEEJEEBHOY TOWERS,
DALAL STREET, FORT
BOMBAY - 400 001

Sub: Submission of Notice of Extra Ordinary General Meeting to be held on 27th April, 2024

Ref. BSE Script code530095

Dear Sir,

We would like to inform you that Extra Ordinary General Meeting of the Company is scheduled be held on Saturday 27th April, 2024 at 01:00 P.M at SY No.294/A H. No.18, Swapnashilpa, Behind Aarti Apartment, Vartak Road, Virar (W), Mumbai City, Thane, Maharashtra - 401303.

We are enclosing herewith copy of notice of the aforesaid EGM for you information and records.

Kindly acknowledge the same and take on your records.

Thanking You,

FOR, PRADHIN LIMITED

HARIPRIT
NITIN
THORAVE

Digitally signed by
HARIPRIT NITIN
THORAVE
Date: 2024.04.04
15:49:33 +05'30'

HARIPRIT NITIN THORAVE
ADDITIONAL DIRECTOR
DIN: 10359981

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that Extra-Ordinary General Meeting ('EOGM') of the Members of Pradhin Limited will be held on Saturday, April 27, 2024 at 01.00 p.m. at SY No.294/A H. No.18, Swapnashilpa, Behind Aarti Apartment, Vartak Road, Virar (W), Mumbai City, Thane, Maharashtra - 401303, India to transact the following businesses:

SPECIAL BUSINESS:

1. REGULARISATION OF ADDITIONAL DIRECTOR, MR. NILESH BIDE (DIN: 06366702) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

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

"**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (the "Act") (including any statutory modifications or re-enactments thereof for the time being in force) and pursuant to Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and Nomination and Remuneration Policy of the Company, Mr. Nilesh Bide (DIN: 06366702) who was appointed as an additional director of the Company by the Board of Directors with effect from November 06, 2023 in terms of section 161(1) of the Companies Act, 2013 being so eligible be and is hereby appointed as Independent Non-Executive Director of the Company, and to hold office for a period of five(5) consecutive years with effect from November 06, 2023 to November 05, 2028 and that he will not be liable to retire by rotation.

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to file necessary e-forms with Registrar of Companies and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

2. REGULARISATION OF ADDITIONAL DIRECTOR, MR. ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (the “Act”) (including any statutory modifications or re-enactments thereof for the time being in force) and pursuant to Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and Nomination and Remuneration Policy of the Company Mr. Abhijeet Ramesh Dhanegaonkar (DIN: 08395353) who was appointed as an additional director of the Company by the Board of Directors with effect from November 06, 2023 in terms of section 161(1) of the Companies Act, 2013 being so eligible be and is hereby appointed as Independent Non-Executive Director of the Company, and to hold office for a period of five(5) consecutive years with effect from November 06, 2023 to November 05, 2028 and that he will not be liable to retire by rotation.

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to file necessary e-forms with Registrar of Companies and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

3. REGULARISATION OF ADDITIONAL DIRECTOR, MR. TEJESH VILAS PATIL (DIN: 09528338) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (the “Act”) (including any statutory modifications or re-enactments thereof for the time being in force) and pursuant to Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and Nomination and Remuneration Policy of the Company Mr. Tejesh Vilas Patil (DIN: 09528338) who was appointed as an additional director of the Company by the Board of Directors with effect from November 06, 2023 in terms of section 161(1), of the Companies Act, 2013 being so eligible be and is hereby appointed as Independent Non-Executive Director of the Company, and to hold office for a period of five (5)

consecutive years with effect from November 06, 2023 to November 05, 2028 and that he will not be liable to retire by rotation.

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to file necessary e-forms with Registrar of Companies and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

4. REGULARISATION OF ADDITIONAL DIRECTOR, MS. SAILY AVINASH THORVE (DIN: 10100615) AS AN EXECUTIVE DIRECTOR OF THE COMPANY

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

"RESOLVED THAT Ms. Saily Avinash Thorve (Din: 10100615) who was appointed as an additional director of the Company by the Board of Directors with effect from November 06, 2023 in terms of section 161(1) of the Companies Act, 2013 and who holds office until the date of ensuing Annual General Meeting being so eligible and in respect of whom the Company has received from a member a notice in writing under Section 160 of the Companies Act, 2013 proposing the candidature for the office of the Director of the company be and is hereby appointed as Executive Director of the Company whose period of office shall be liable to determination for retirement by rotation with effect from the date of this Meeting.

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to file necessary e-forms with Registrar of Companies and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

5. REGULARISATION OF ADDITIONAL DIRECTOR, MR. HARIPRIT NITIN THORAVE (DIN: 10359981) AS EXECUTIVE DIRECTOR OF THE COMPANY

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

"RESOLVED THAT Mr. Hariprit Nitin Thorave (DIN: 10359981) who was appointed as an additional director of the Company by the Board of Directors with effect from November 06, 2023 in terms of section 161(1) of the Companies Act, 2013 and who holds office until the date of ensuing Annual General Meeting being so eligible and in respect of whom the Company has received from a member a notice in writing under Section 160 of the Companies Act, 2013 proposing the candidature for the office of the Director of the company be and is hereby appointed as Executive Director of the Company whose period of office shall be liable to determination for retirement by rotation with effect from the date of this Meeting.

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to

give effect to this resolution and to file necessary e-forms with Registrar of Companies and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

6. APPOINTMENT OF M/s. R. K CHAPAWAT & CO., Practicing Chartered Accountants, (Firm Registration No. 101708W STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY

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

"**RESOLVED THAT** pursuant to the provisions of Section 139, 141 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force M/s. R. K Chapawat & Co., Chartered Accountants, (Firm Registration No. 101708W) who have confirmed their eligibility to be appointed as Statutory Auditors of the Company in terms of Section 141 of the Act and applicable rules, be and is hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s RMJ & Associates LLP, Chartered Accountants (FRN No.: W100281) and M/s. R. K Chapawat & Co. shall hold office till the conclusion of the ensuing Annual General Meeting to be held in the year 2024 at a remuneration and out of pocket expenses as may be agreed between the Board of Directors of the Company and M/s. R. K Chapawat & Co., Chartered Accountants".

RESOLVED FURTHER THAT any of the Board of Directors, be and is, hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters, and things as may be necessary, proper, expedient, or incidental for giving effect to this resolution and to file necessary e-forms with Registrar of Companies."

Registered Office:

61, SEMBUDOSS STREET, CHENNAI,
Tamil Nadu, India, 600001

**For and Behalf of the Board of Directors of
PRADHIN LIMITED**

SD/-
HARIPRIT HORAVE
ADDITIONAL DIRECTOR
DIN: 10359981

SD/-
Saily Thorave
ADDITIONAL DIRECTOR
DIN: 10100615

Place: Mumbai
Date: 04.04.2024

NOTES:

1. The Extra Ordinary General Meeting (EGM) will be held on Saturday 27th April, 2024 at 01.00 p.m. (IST) at the Registered Office of the Company at SY No.294/A H. No.18, Swapnshilpa, Behind Aarti Apartment, Vartak Road, Virar (W), Mumbai City, Thane, Maharashtra – 401303
2. The voting period begins on 24.04.2024 at 11:00 am and ends on 26.04.2024 at 05:00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20.04.2024 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
3. A member entitled to attend and vote at the Extra Ordinary General Meeting (EGM) is entitled to appoint a proxy/ies to attend and vote on a poll instead of himself/herself and such proxy/ proxies need not be a member of the company. Duly completed instrument of proxies in order to be effective must be reached the registered office of the Company not less than 48 hours before the scheduled time of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company, provided a member holding more than 10% of the total share capital may appoint a single person as proxy and such person shall not act as proxy for any other shareholder.
4. Members/proxies are requested to bring in duly filled attendance slips enclosed herewith to attend the meeting. Shareholders/ Proxy holders are requested to produce at the entrance, duly filled and signed attendance slips for admission to the venue of the meeting.
5. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto along with this Annual Report.
6. A remote e-voting facility for the members shall also be provided in terms of Section 108 of the Companies Act, 2013 and rules made there under and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The facility for voting through ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise the right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
7. Information regarding appointment of Directors along with additional information required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Secretarial Standard on General Meetings with respect to the special business and/ or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as set out in the Notice is annexed hereto.
8. Corporate members intending to send their authorized representative to attend the EGM are requested to ensure that the authorized representative carries a certified copy of the Board resolution, Power of Attorney or such other valid authorizations, authorizing them to attend and vote on their behalf at the EGM.
9. 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 May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the Extra Ordinary General Meeting ("EGM"). For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ('CDSL') for facilitating voting through electronic means as the authorized E-Voting's agency. The facility of

casting votes by a member using remote e-voting as well as venue voting system on the date of the Extra Ordinary General Meeting ("EGM") will be provided by National Securities Depository Limited (NSDL).

10. In compliance with the aforesaid MCA Circulars and Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 05, 2023, notice of the EGM is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depository Participants, unless any member has requested for a physical copy of the same. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com For members who have not registered their email address, may write to the Company at www.pradhin.com. Pursuant to Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in line with the MCA Circulars, the Notice calling Extra Ordinary General Meeting ("EGM") has been uploaded on the website of the Company at www.serafinances.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
10. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to the Businesses to be transacted at the Extra Ordinary General Meeting ("EGM") is annexed hereto.
11. Members who have voted through remote e-voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
12. Members are requested to notify any changes, in their address to the Company's Registrar & Share Transfer Agent, M/s. Cameo Corporate Services Limited, "Subramanian Building" No.1, Club House Road, Chennai-600002, Tamil Nadu, India. Those Shareholders whose email ids are not registered can get their email id registered as follows:
 - a. Members holding shares in demat form can get their email id registered by contacting their respective Depository Participant.
 - b. Members holding shares in the physical form can get their email id by contacting our Registrar and Share Transfer Agent i.e. , M/s. Cameo Corporate Services Limited on their email id at cameo@cameoindia.com
13. In all correspondence with the Company, for speedy communication, members are requested to quote their folio no. and in case their shares are held in dematerialised form, they must quote their DP ID and Client ID Number. Members are also requested to mention Contact No. & e-mail ID for faster communication.
14. (a) For Physical shareholders- please provide necessary details like 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 cameo@cameoindia.com

(b) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 - M/s. Cameo Corporate Services Limited.
15. **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING EXTRA ORDINARY GENERAL MEETING ("EGM"):**

1. The instructions for remote e-voting by Members are as under:

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"> 1. 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 redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. 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 3. 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. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab

	<p>and then use your existing my easi username & password.</p> <ol style="list-style-type: none"> 2. 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. 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. 3. 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. 4. 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.

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.com or call at 022 - 4886 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 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 (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:
 - 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.com 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.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 by e-mail to cameo@cameoindia.com with a copy marked to evoting@nsdl.com. 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 or send a request to Hardik Thakkar at evoting@nsdl.com

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 - cameo@cameoindia.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 cameo@cameoindia.com -. 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 for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com 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.
16. The Company has appointed CS Himanshu Keshubhai Togadiya, Practising Company Secretary (Membership No. FCS: 11822; CP No: 18233), to act as the Scrutinizer for conducting the remote e-voting process for the EGM, in a fair and transparent manner.
17. The declared Results, along with the Scrutinizer's Report will be submitted with the Stock Exchanges where the Company's equity shares are listed (i.e. BSE Limited) and shall also be displayed on the Company's website i.e www.pradhin.com and on the website of NSE i.e. www.bseindia.com
18. Every member entitled to vote at the meeting, or on any resolution to be moved thereat, shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the company, provided that not less than three days' notice in writing of the intention so to inspect is given to the Company.
19. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.

Registered Office:

61, SEMBUDOSS STREET, CHENNAI,
Tamil Nadu, India, 600001

Place: Mumbai
Date: 04.04.2024

**For and Behalf of the Board of Directors of
PRADHIN LIMITED**

SD/-
HARIPRIT HORAVE
ADDITIONAL DIRECTOR
DIN: 10359981

SD/-
Saily Thorave
ADDITIONAL DIRECTOR
DIN: 10100615

ANNEXURE TO NOTICE

BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE EXTRA-ORDINARY GENERAL MEETING

{Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015}

S.N	Name of Director	NILESH BIDE	ABHIJEET RAMESH DHANEGAONKAR	SAILY AVINASH THORVE	HARIPRIT NITIN THORAVE	TEJESH VILAS PATIL
1.	DIN	06366702	08395353	10100615	10359981	09526338
2.	Age /Date of Birth	07.03.1984	13.06.1976	16.11.1992	01.01.2002	30.07.1983
3.	Date of first Appointment on the Board	06.11.2023	06.11.2023	06.11.2023	06.11.2023	06.11.2023
4.	Brief Resume, Qualification and experience in specific functional area	He is very dynamic post graduated architect by qualification having keen interest in planning and operation of health care centers since years. He has been instrumental in designing set ups with cost effective consumable cost as well as enhancing efficiency in staff performance	He is BHMS MD in Homoeopathic Medicine and CCMP Morden Pharmacology. He has also completed certified course in clinical research andvance life support and basic life support IELTS He is having more than 20 years of experience in medical field.	She is having Bachelor in commerce and master in business administration.	He is having bachelor in commerce.	He is MBBS and possess more than 5 years of experience in medical field.
5.	Directorship held in other companies*	One	One	-	-	One
6.	Membership Chairmanships Companies	-	-	-	-	-
7.	Number of Board Meetings attended during the financial year 2023-24	3	3	3	3	3
8.	Remuneration last drawn from Company and Stock Options granted, if any	-	-	-	-	-
9.	Terms and conditions of appointment including remuneration sought to be paid	-	-	-	-	-
10.	Relationship with any Director(s) of the Company	-	-	-	-	-

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

ITEM 1, 2, & 3 :

Based on the recommendations of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company (the "Board") at its meeting held on 06.11.2023 had appointed NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) as Additional Directors (Non-Executive and Independent Director) of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 (the "Act") and Regulations 16(1)(b) other applicable provisions, if any, of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "SEBI Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and Articles of Association of the Company for a period of Five (05) consecutive years with effect from 06.11.2023, subject to the approval of the Members of the Company.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires approval of the members of the Company. Further pursuant to Regulation 17(1C) of the SEBI Listing Regulations, a listed entity shall ensure that approval of Members for appointment of a person in the Board of Directors is obtain at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) would require approval of members of the Company on or before 06.02.2024.

As required under Section 160 of the Act, the Company has received a notice in writing from a member signifying the intention to propose the appointment of NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) as a Director. All the Directors have given a declaration to the Board that he meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

In the opinion of the Board of Directors, NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) fulfill the criteria as specified in the Act, rules made there under and SEBI Listing Regulations for appointment as Independent Directors and they are not related to any of the other Directors or Key Managerial Personnel of the Company in any way and he is independent of management.

NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) have given their consent to act as the Director of the Company. Also, as per the confirmations received from them, they are not disqualified from being appointed as Director in terms of Section 164 of the Act. All the Directors have confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to their registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

As per the provision of Section 149(13) of the Act read with explanation to Section 152(6) of the Act, the period of office of NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) will not be liable to determination by retirement of directors by rotation.

The NRC has reviewed the capabilities of NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH

DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) vis-a-vis the role and capabilities required as decided by the NRC based on the evaluation of balance of skills, knowledge and experience of the existing Board and considered appropriate, to recommend the appointment of NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) as Independent Directors, for a term of Five (05) consecutive years effective from 27.04.2024.

In the opinion of NRC and the Board, NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) possesses appropriate skills, knowledge and expertise required for the efficient functioning of the Company more particularly in the areas of finance and business administration.

Disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India pertaining of his qualification, brief resume, area of expertise and other details are set out in the Annexure attached to this Notice.

Accordingly, the Board recommends the Resolution as set out in the accompanying Notice in relation to appointment of NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) as Independent Directors, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from April 27, 2024, for approval of the Members on the terms and conditions as specified in the draft letter of appointment.

Copy of draft letter of appointment of Directors setting out the terms and conditions of appointment is available for inspection by the Members. Members seeking to inspect the same can send a request to the company.

The Board commends the resolution as set out in the Notice for approval of the members as Special Resolution.

Except NILESH BIDE (DIN: 06366702), ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) and TEJESH VILAS PATIL (DIN: 09528338) whom this resolution relates along with and their relatives (to the extent of their shareholding, if any), none of the other Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM 4 & 5:

SAILY AVINASH THORVE (DIN: 10100615) and HARIPRIT NITIN THORAVE (DIN: 10359981) has been appointed as an Additional Director under the category of Non-Promoter, Executive Director of the Company by the Board of Directors with effect from - 06.11.2023 under section 161 of the Companies Act, 2013, SAILY AVINASH THORVE (DIN: 10100615) and HARIPRIT NITIN THORAVE (DIN: 10359981) who shall hold the office upto the date of ensuing Annual General Meeting. However, they are eligible for appointment as a Director. Due notice under section 160 of the Act has been received to propose them as a candidate for the office of Director of the Company. The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to SAILY AVINASH THORVE (DIN: 10100615) and HARIPRIT NITIN THORAVE (DIN: 10359981) by the Company. SAILY AVINASH THORVE (DIN: 10100615) and HARIPRIT NITIN THORAVE (DIN: 10359981) has consented to the proposed appointment and declared qualified.

Disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India pertaining of his qualification, brief resume, area of expertise and other details are set out in the Annexure attached to this Notice.

The Board is of the opinion that the appointment and presence of SAILY AVINASH THORVE (DIN: 10100615) and HARIPRIT NITIN THORAVE (DIN: 10359981) on the Board as the Managing will be desirable, beneficial and in the best interest of the Company.

The Board recommends the resolution set out in item no. 4 & 5 of the accompanying Notice as Ordinary Resolutions for approval and adoption of the Members.

None of the Directors of the Company except SAILY AVINASH THORVE (DIN: 10100615) and HARIPRIT NITIN THORAVE (DIN: 10359981), whom this resolution relates along with and their relatives (to the extent of their shareholding, if any), none of the other Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM 6:

M/s RMJ & Associates LLP. (FRN: W100281) have resigned from the office of Statutory Auditors of the Company on 07/11/2023 due to preoccupation in other assignments due to which they are unable to continue as Statutory Auditor of the Company causing casual vacancy in the office of Statutory Auditors as envisaged by section 139(8) of the Companies Act, 2013. As per the provisions of Section 139(8)(i) of the Companies Act 2013, any casual vacancy caused in the office of Statutory Auditor shall be filled by the Board of Directors within thirty days from the date of resignation of such auditor and shall also be approved by the Company within three months of the recommendation of the Board and he shall hold the office till the conclusion of the next annual general meeting.

The Audit Committee and the Board of Directors vide their resolution passed on 29/01/2024 have considered and recommended appointment of M/s. R. K CHAPAWAT & CO., Chartered Accountants (FRN: 101708W) as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s RMJ & Associates LLP. (FRN: W100281) Chartered Accountants. M/s. R. K CHAPAWAT & CO., Chartered Accountants, shall hold the office of Statutory Auditor until the conclusion of the ensuing annual general meeting of the Company to be held in the year 2024.

M/s. R. K CHAPAWAT & CO., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with confirmation that their appointment, if approved by the shareholders, would be within the limits prescribed under the Act and they satisfy the criteria provided in Section 141 of the Act.

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

The Board accordingly recommends this Ordinary Resolution set forth in the Notice for approval of the Members.

Registered Office:

61, SEMBUDOSS STREET, CHENNAI,
Tamil Nadu, India, 600001

**For and Behalf of the Board of Directors of
PRADHIN LIMITED**

SD/-
HARIPRIT HORAVE
ADDITIONAL DIRECTOR
DIN: 10359981

SD/-
Saily Thorave
ADDITIONAL DIRECTOR
DIN: 10100615

Place: Mumbai
Date: 04.04.2024

Form No. MGT-11

Proxy form

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

CIN: L15100TN1982PLC009418

Name of the Company: PRADHIN LIMITED

Registered office: 61, SEMBUDOSS STREET, CHENNAI, Tamil Nadu, India, 600001

Name of the Member(s):
Registered address:
E-mail Id:

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

.....
.....

Address:

.....
.....

E-mail

Id:

.....
.....

Signature: or failing him ;

2. Name:

.....
.....

Address:

.....
.....

E-mail

Id:

.....
.....

Signature: or failing him ;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Extra Ordinary General Meeting of members of the Company, to be held on Saturday April 27, 2024 at SY No.294/A H. No.18, Swapnshilpa, Behind Aarti Appartment, Vartak Road, Virar (W), Mumbai City, Thane, Maharastra – 401303 at 01.00 p.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr No.	Resolution(s)		Vote	
			(For)	(Against)
1	Regularisation of additional director, Mr. NILESH BIDE (DIN: 06366702) as Non-Executive Independent Director of the company.	Special		
2	Regularisation of additional director, Mr. ABHIJEET RAMESH DHANEGAONKAR (DIN: 08395353) as Non-Executive Independent Director of the company.	Special		
3	Regularisation of additional director, Mr. TEJESH VILAS PATIL (DIN: 09528338) as Non-Executive Independent Director of the company	Special		
4	Regularisation of additional director, Mr. HARIPRIT NITIN THORAVE (DIN: 10359981) as Executive Director of the company	Ordinary		
5	Regularisation of additional director, Ms. SAILY AVINASH THORVE (DIN: 10100615) as Executive Director of the company	Ordinary		
6	APPOINTMENT OF M/s. R. K CHAPAWAT & CO., Practicing Chartered Accountants, (Firm Registration No. 101708W STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY	Ordinary		

Signed this day of 2024

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp

Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

2. The proxy need not be a member of the Company.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Folio No./DP ID/Client ID No.:	

No. of Shares Held:	

ATTENDANCE SLIP

I/We record my/our presence at the at Extra Ordinary General Meeting of members of the Company, to be held on Saturday April 27, 2024 at SY No.294/A H. No.18, Swapnshilpa, Behind Aarti Apartment, Vartak Road, Virar (W), Mumbai City, Thane, Maharashtra – 401303 at 01.00 p.m.

NAME OF THE SHAREHOLDER / PROXY (in Block Letters)	
SIGNATURE OF THE SHAREHOLDER / PROXY	

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue.

Venue of Extra Ordinary General Meeting

SY No.294/A H. No.18, Swapnshilpa, Behind Aarti Apartment, Vartak Road, Virar (W), Mumbai City, Thane, Maharashtra – 401303