Telephone : 2202 3626 2282 0943 Fax : 2202 5160



THE HINDUSTAN HOUSING COMPANY LIMITED

Regd. Office: Bajaj Bhawan, 2nd Floor, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai - 400 021.

CIN:- L45200MH1934PLC002346

www.hhclbajaj.com

23rd February, 2024

To,
BSE Limited
Department of Corporate Services - Listing
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

Dear Sir,

Re: Security Code: 509650
Sub: Intimation of Postal Ballot Notice

Pursuant to the provisions of Regulations 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, we hereby enclose the Postal Ballot Notice dated 12th February 2024 ('Notice') which is being sent to the Members for seeking approval for re-appointment of Minal Bajaj (DIN: 00222469) as a Whole-Time Director designated as Executive Director of the Company for a further period of 5 (five) years with effect from 1st June, 2024 till 31st May, 2029.

In accordance with the Circulars issued by the Ministry of Corporate Affairs (MCA) from time to time, the Notice has been sent only through electronic mode to all the Members whose names appear in the Register of Members/ List of Beneficial Owners as on Friday, 16th February, 2024 ('Cut-Off Date').

The following details pertain to the remote e-voting facility provided by the Company:

- The Company has engaged the services provided by its RTA, Bigshare Services Private Limited, ("Bigshare") for facilitating the e-voting process. The detailed procedure with respect to e-voting is mentioned in the Notice.
- 2. The e-voting period shall commence on Saturday, 24th February, 2024 at 09.00 A.M. IST and end on Sunday, 24th March, 2024 at 05.00 P.M. IST.
- 3. The result of the voting by Postal Ballot will be announced not later than two (2) working days from the conclusion of the e-voting i.e. on or before Tuesday, 26th March, 2024.

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The Notice is also being made available on the website of the Company at www.hhclbajaj.com and on the website of the RTA at www.bigshareonline.com.

Kindly take note of the same.

Thanking you,

Yours faithfully,

For The Hindustan Housing Company Ltd.

(Meeta Khalsa) Company Secretary & Compliance Officer [Membership No: A28333]

Telephone: 2202 3626 2282 0943



THE HINDUSTAN HOUSING COMPANY LIMITED

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CIN:- L45200MH1934PLC002346

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POSTAL BALLOT NOTICE

[Pursuant to Sections 110 and 108 of the Companies Act, 2013 read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE is hereby given to the members of The Hindustan Housing Company Limited (the "Company") pursuant to the provisions of Section 110 read with Section 108 and 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) (the "Act") read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and General Circular No. 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter referred to as the "MCA Circulars"), Regulation 44 and other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "Listing Regulations"), Secretarial Standards on General Meetings ('SS-2") issued by The Institute of Company Secretaries of India (ICSI) and subject to other applicable laws, rules and regulations, that the resolution appended below for the reappointment of Minal Bajaj (DIN: 00222469), as a Whole-Time Director of the Company is proposed for approval by the members of the Company, through postal ballot by way of remote e-voting process ("e-voting").

SPECIAL BUSINESS:

1. RE-APPOINTMENT OF MINAL BAJAJ (DIN: 00222469) AS A WHOLE-TIME DIRECTOR DESIGNATED AS EXECUTIVE DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 5 (FIVE) YEARS:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**: -

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act"), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendments or statutory modifications or re-enactment thereof for the time being in force) read with Schedule V to the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter referred to as the "Listing Regulations") and the Articles of Association of the Company and subject to such other approvals/permissions/sanctions as may be necessary, the consent of the Members be and is hereby accorded to the re-appointment of Minal Bajaj (DIN: 00222469) as a Whole-Time Director designated as Executive Director of the Company for a further term of 5 (five) years commencing from 1st June, 2024 till 31st May, 2029 who shall be liable to retire by rotation in accordance with the provisions of the Act, on the revised remuneration and upon the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors and as set out in the Explanatory Statement annexed to this Postal Ballot Notice including the remuneration to be paid to her in the event of loss or inadequacy of profits in any financial year during her said tenure with liberty and powers to the Board of Directors (which term shall be deemed to include any Committee of the Board thereof) to alter and vary the terms and conditions of the said re-appointment in such manner as it may deem fit and in such manner as may be agreed to between the Board and Minal Bajaj.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to execute all such deeds, documents, papers, instruments and writings and to take all such steps and to do and cause to be done all such acts, deeds, matters and things for and on behalf of the Company as it may in its absolute discretion deem it necessary, proper or expedient for giving effect to this Resolution and for all other matters connected therewith or incidental thereto."

By Order of the Board of Directors For The Hindustan Housing Company Limited

Sd/-Meeta Khalsa Company Secretary & Compliance Officer [Membership No: A28333]

Mumbai: 12th February, 2024

Notes:

- 1. An Explanatory Statement for the proposed Ordinary Resolution pursuant to Section 102 and Section 110 of the Companies Act, 2013 read with the Rules framed thereunder of the setting out all the material facts and reasons for the proposed resolution is appended to this Postal Ballot Notice ("the Notice" or "the Postal Ballot Notice") and is marked as **Annexure I**.
- The Company is sending this Notice to those Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from the Company's Registrar and Transfer Agent ('RTA')/Depository as on Friday, 16th February, 2024 ('Cut-Off Date').
- 3. Members who have not registered their email address and in consequence could not receive the Notice may participate in the e-voting by registering their email id with the RTA, by clicking the link: https://www.bigshareonline.com/InvestorRegistration.aspx and following the registration process as guided thereafter.

- 4. As required under Regulation 36 (3) of the Listing Regulations and Para 1.2.5 of the Secretarial Standard on General Meetings (SS 2), the relevant details of Director seeking reappointment are given in the **Annexure -II** to this Postal Ballot Notice.
- 5. The Company has engaged the services provided by its RTA, Bigshare Services Private Limited, ("Bigshare") for facilitating the e-voting process. The detailed procedure with respect to e-voting is mentioned in this Notice.
- 6. The e-voting period shall commence on Saturday, 24th February, 2024 at 09.00 A.M. IST and end on Sunday, 24th March, 2024 at 05.00 P.M. IST. Members are requested to carefully read the instructions given in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) through the e-voting process not later than Sunday, 24th March, 2024 at 05.00 P.M. IST. E-voting will be blocked by Bigshare immediately thereafter and voting will not be allowed beyond the said date and time.
- 7. The Board of Directors of the Company has appointed KPUB & Co., Practicing Company Secretaries [FRN: P2015MH069000], as the 'Scrutinizer' to scrutinize the Postal Ballot process in a fair and transparent manner.
- 8. Upon the completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman and the result of the voting by Postal Ballot will be announced not later than two (2) working days from the conclusion of the e-voting i.e. on or before Tuesday, 26th March, 2024.
- 9. The results of the Postal Ballot will be intimated to the BSE Ltd. ("BSE"). The said results along with the Scrutinizer's Report will also be displayed on the website of the Company www.hhclbajaj.com as well as on Bigshare's website- www.bigshareonline.com.
- 10. The resolutions, if approved by requisite majority, shall be deemed to have been passed on the last date of voting i.e. Sunday, 24th March, 2024.
- 11. Relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement are open for inspection by the Members at the Registered Office of the Company during the business hours on all working days, until the last date of remote e-voting.
- 12. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to the Company Secretary on meetakhalsa@bajajgroup.net.in from their registered email address.

E-VOTING INSTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:

- i. The voting period begins on Saturday, 24th February, 2024 at 09.00 A.M. IST and ends on Sunday, 24th March, 2024 at 05.00 P.M. IST. 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 Friday, 16th February, 2024 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iii. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.
 - 1. Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of	Login Method
shareholders	
Individual Shareholders holding securities in Demat mode with CDSL	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 and then use your existing my easi username & password.
	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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website 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 i.e. BIGSHARE, 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 https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period.

2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for **IDeAS** "Portal 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 name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period. Individual You can also login using the login credentials of your demat account through Shareholders your Depository Participant registered with NSDL/CDSL for e-Voting (holding securities facility. After Successful login, you will be able to see e-Voting option. Once in demat mode) you click on e-Voting option, you will be redirected to NSDL/CDSL login through Depository site after successful authentication, wherein you can see e-Voting their **Depository** feature. Click on company name or e-Voting service provider name and you **Participants** will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

<u>Important note:</u> 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. CDSL and NSDL

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

2. <u>Login method for e-Voting for shareholder other than individual shareholders holding</u> shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "LOGIN" button under the 'INVESTOR LOGIN' section to Login on E-Voting Platform.
- Please enter you 'USER ID' (User id description is given below) and 'PASSWORD' which is shared separately on you register email id.
 - Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
 - Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.
 - Shareholders holding shares in physical form should enter Event No + Folio
 Number registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

• Click on I AM NOT A ROBOT (CAPTCHA) option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'Reset'.

(In case a shareholder is having valid email address, Password will be sent to his/her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "VOTE NOW" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or
 "ABSTAIN" and click on "SUBMIT VOTE". A confirmation box will be displayed. Click "OK"
 to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify
 vour vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can

- login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "REGISTER" under "CUSTODIAN LOGIN", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".
 - **NOTE**: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA)
 option and click on 'RESET.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

After successful login, Bigshare E-voting system page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "DOCUMENTS" option on custodian portal.
- Click on "DOCUMENT TYPE" dropdown option and select document type power of attorney (POA).
- Click on upload document "CHOOSE FILE" and upload power of attorney (POA) or board resolution for respective investor and click on "UPLOAD".
 - **Note**: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)
- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "VOTE FILE UPLOAD" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "UPLOAD". Confirmation message will be

- displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

ANNEXURE - I

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE ACT

Item No. 1 of the Notice

The Members of the Company at their Annual General Meeting held on 30th August 2019, had approved the appointment of Minal Bajaj (DIN: 00222469), an existing Director of the Company, as a Whole-Time Director, designated as an Executive Director of the Company, for a period of five years from 1st June, 2019 until 31st May, 2024.

Subsequently, upon the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 12th February, 2024 has approved the reappointment of Minal Bajaj (DIN: 00222469) as the Whole-Time Director designated as Executive Director of the Company for a further period of five years with effect from 1st June, 2024 till 31st May, 2029, subject to the approval of the shareholders of the Company, on the revised terms and conditions including her remuneration as detailed below:

Terms and Conditions:

- 1. Designation: Executive Director of the Company
- 2. Period of Appointment: For a period of 5 (Five) years from 1st June, 2024 to 31st May, 2029
- 3. Remuneration: In terms of Schedule V to the Companies Act, 2013 read together with the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013, the Executive Director shall be paid the following revised remuneration:
- (a) Basic Salary: Rs. 40,000/- (Rupees Forty Thousand only) per month;
- (b) Employer's Contribution to Provident Fund: 12% (Twelve) of her Basic Salary;
- (c) Gratuity: She shall be entitled to payment of gratuity at a rate not exceeding half a month's salary for each completed year of service as per the provisions of Part II of Schedule V to the Companies Act, 2013;
- (d) Perquisites and Benefits: She shall not be entitled to any other perquisites or benefits;
- (e) Sitting Fees: She shall not be entitled to payment of any sitting fees for attending the meetings of the Board of Directors or any Committees thereof.
- 4. She shall be liable to retire by rotation at the annual general meeting of the Company in accordance with the provisions of the Companies Act, 2013 and if otherwise eligible, she can offer herself for re-appointment as a Director of the Company at the same annual general meeting.
- 5. In the event of any change taking place in the relevant laws, rules, schedules, regulations or guidelines or in the event of their being withdrawn, repealed, substituted or differently interpreted at any time hereafter, the Board of Directors of the Company, including Committee of the Board, if necessary may revise the terms of remuneration (including

minimum remuneration) and perquisites as set out hereinabove and add to, change or delete any of the said terms, if agreed by the Chairman.

Miscellaneous Information:

- 1. Minal Bajaj is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and will not be eligible for payment of sitting fee as payable to other non-executive directors of the Company.
- 2. The Board is of the opinion that Minal Bajaj possesses requisite skills, experience and knowledge relevant to the Company's business and it would be of immense benefit to the Company to reappoint her as an Executive Director of the Company.

The Board recommends the ordinary resolution set out in Item No. 1 of the accompanying Notice for approval by the members of the Company.

ANNEXURE - II

DETAILS PURSUANT TO REGULATION 36(3) OF THE LISTING REGULATIONS AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2)

Sr. No.	Particulars	Details
1.	Name of Director	Minal Bajaj
2.	DIN	00222469
3.	Date of Birth	29 th November, 1959
4.	Age	64 years
5.	Date of first appointment on the Board	5 th February, 2015
6.	Qualifications, skills and capabilities required for the role and the manner in which the Directors meet the requirements	Minal Bajaj has completed her education from Kolkata. She was the President of the Ladies Wing of Indian Merchants' Chamber (IMC) during the Centenary Year of IMC in the Year 2007-2008. She is the Hon. Director of Jamnalal Bajaj Foundation since the Year 2009. She is also the Founder and Hon. Director of Hamaara Sapna, an initiative of the Jamnalal Bajaj Sewa Trust, which is engaged in the empowerment and upliftment of women since the Year 2012.
7.	Equity shares held in the Company	320 equity shares
8.	Number of meetings attended	During the FY 2022-2023, Minal Bajaj attended Four (4) Board Meetings, Four (4) meetings of the Audit Committee and One (1) meeting of the Nomination and Remuneration Committee.
9.	Directorships	None
10.	Committee Chairmanships	Nil
11.	Committee Memberships:	 Audit Committee Nomination and Remuneration Committee

12.	Last drawn remuneration for the FY 2022-	Rs. 3.60 Lakhs
	2023	
13.	Interest in the proposed resolution	None of the directors or key managerial
		personnel or their relatives, except Minal
		Bajaj, is directly or indirectly concerned
		or interested, financially or otherwise in
		the said resolution except to the extent of
		their respective shareholdings, if any, in
		the Company.