



# OLYMPIC CARDS LTD

## A HOME FOR WEDDING CARDS

60 Years  
of  
Service...

(Regd. Office : 195, N.S.C. Bose Road, Chennai - 600 001.)

Website : [www.oclwed.com](http://www.oclwed.com)

E-mail : [office@oclwed.com](mailto:office@oclwed.com)

GST No. : 33AAACO3651L1ZH

CIN No. : L65993TN1992PLC022521

Mfrs. of : Wedding Cards ♦ Wedding Bags ♦ Greeting Cards ♦ Business Cards ♦ Office Envelopes ♦ Letter Heads ♦ Office Stationery  
Note Books ♦ Diaries ♦ Calendars ♦ Disposable Cups ♦ Paper Napkins & Plates ♦ Gift Articles ♦ Screen & Offset Printing Materials and etc.

OCL/BSE/2023-24/ 103

December 26, 2023

M/s. Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai - 400 001.

Script code 534190

Dear Sirs,

Sub: Script code: 534190-Intimation of Extra-Ordinary General Meeting of the Company.

1.Extra-Ordinary General Meeting (EGM) of the members of the company-

This is to inform you that Extra-Ordinary General Meeting (EGM) of the Company will be held on Thursday, 18<sup>th</sup> January, 2024 at 2:00 P.M at No.195, N.S.C. Bose Road, Chennai-600001 pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Notice of the EGM with Explanatory Statement is enclosed herewith.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI(LODR) Regulations, 2015, the company is providing the facility to its members holding shares on Cut-Off-Date i.e. Thursday 11<sup>th</sup> January, 2024 to exercise their right to vote by electronic means on all or any of the business specified in the Notice convening the EGM.

Please make note of the following dates for e-voting:

Date and time of commencement of remote e-voting : 9.00 a.m. IST on Monday, 15<sup>th</sup> January, 2024.

Date and time of end of remote e-voting : 5.00 p.m. IST on Wednesday, 17<sup>th</sup> January, 2024.

In compliance with provisions of the companies Act, 2013 electronic copies of the notice convening the EGM has been dispatched by e-mail to all the members whose email addresses are registered with the company and/or the Depository Participant.

The Notice of the EGM is also available on the website of the company i.e., [www.oclwed.com](http://www.oclwed.com) and the website of the Bombay Stock Exchange.

2. Book Closure Date :

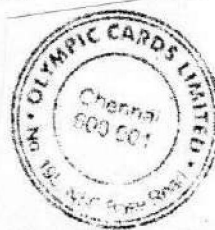
Pursuant to section 91 of the companies Act 2013 and the Rules framed there under and Regulation 42 of SEBI (LODR) Regulations, 2015 the Register of Members and Share Transfer Books of the Company will remain closed from 12.01.2024 to 18.01.2024 (both days inclusive) for the purpose of the Extra-Ordinary General Meeting (EGM) to be held on Thursday, 18<sup>th</sup> January, 2024.

We request you to kindly take the same on record.

Thanking you,  
Yours faithfully,  
For OLYMPIC CARDS LIMITED,

Kuppan

Digitally signed by  
Kuppan  
Date: 2023.12.26  
18:20:02 +05'30'



S. KUPPAN

COMPANY SECRETARY & COMPLIANCE OFFICER, MEMBERSHIP NO: A 31575

Encl: As above

PARRYS

KODAMBAKKAM

COIMBATORE

23, Anderson Street, Parrys, Chennai - 1  
☎ 4292 1000 2538 5885 ✉ [parrys@oclwed.com](mailto:parrys@oclwed.com)

25/4, 1st Main Road, U.I.Colony, Kodambakkam, Chennai - 24  
☎ 1232 2088 ✉ [kdm@oclwed.com](mailto:kdm@oclwed.com)

957, Raja Street, Coimbatore - 1  
☎ 0422 - 4356554 ✉ [cbe@oclwed.com](mailto:cbe@oclwed.com)



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Note Books ♦ Diaries ♦ Calendars ♦ Disposable Cups ♦ Paper Napkins & Plates ♦ Gift Articles ♦ Screen & Offset Printing Materials and etc.

### OLYMPIC CARDS LIMITED

REGISTERED OFFICE: No: 195, N.S.C Road, Chennai – 600 001.

(CIN: L65993TN1992PLC022521); Ph: 044 – 25380652 42921000/; Fax: 044-25390300;

E-Mail: [office@oclwed.com](mailto:office@oclwed.com); Website: [www.oclwed.com](http://www.oclwed.com)

### NOTICE

NOTICE is hereby given that the 1/2023-24 Extra-ordinary General Meeting of the members of **OLYMPIC CARDS LIMITED** will be held on Thursday, 18th January, 2024 at 14.00 IST through Video Conference (VC) or Other Audio Visual Means (OAVM) to transact the following:

#### SPECIAL BUSINESS

##### Item No.1

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

“RESOLVED THAT pursuant to the provisions of Section 139 (8) of the Companies Act, 2013 and other applicable provisions of the Act, if any, including any statutory modifications, amendments or re-enactments thereof and as recommended by the board of directors of the Company, consent of the Company be and is hereby accorded to appoint **M/s. Elias George & Co.**, Chartered Accountants, having (FRN: 000801S) as the Statutory Auditors of the company to fill the casual vacancy arised due to the resignation by **M/s. MRC & Associates**, Chartered Accountants (FRN:0004005S)

FURTHER RESOLVED THAT **M/s. Elias George & Co.** be and is hereby appointed as Statutory Auditors of the company to conduct the audit for the period ended as on 31<sup>st</sup> March 2024 and shall hold the office as Statutory Auditor from the conclusion of this Extra Ordinary General Meeting till the conclusion of ensuing Annual General Meeting on such remuneration as may be decided by the board.

FURTHER RESOLVED THAT 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.”

##### Item No.2

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

“RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s Policy on Related Party Transactions and pursuant to the approval of the Audit Committee and the recommendation of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors of the Company to avail Loan(s) from the Director(s) who are falling within the definition of “Related Party” under Regulation 2(1)(zb) of the Listing Regulations to the extent of Rs.20 Crores (Rupees Twenty Crores only) in one or more tranches, during the financial year 2023-24”

#### PARRYS

23, Anderson Street, Parrys, Chennai - 1.  
☎ 4292 1000, 2538 5885 ■ [parrys@oclwed.com](mailto:parrys@oclwed.com)

#### KODAMBAKKAM

25/4, 1st Main Road, U.I.Colony, Kodambakkam, Chennai - 24.  
☎ 4232 2089 ■ [kdm@oclwed.com](mailto:kdm@oclwed.com)

#### COIMBATORE

957, Raja Street, Coimbatore - 1.  
☎ 0422 - 4356554 ■ [cbe@oclwed.com](mailto:cbe@oclwed.com)

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalize and agree the terms and conditions of the aforesaid loan and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

**By Order of the Board**

**For OLYMPIC CARDS LIMITED**

**Sd/- S. KUPPAN**

**COMPANY SECRETARY & COMPLIANCE OFFICER**  
**Membership No. A31575**

**REGISTERED OFFICE:** No: 195, N.S.C Road, Chennai – 600 001.  
(CIN: L65993TN1992PLC022521); Ph: 044 – 25380652 42921000/; Fax: 044-25390300;  
E-Mail:office@oclwed.com; Website: [www.oclwed.com](http://www.oclwed.com)

Place: Chennai

Date: 09<sup>th</sup> December, 2023

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**NOTES:**

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts in respect of Items No.1 & 2 is annexed hereto and forms part of this Notice.

2. The members are requested to inform changes, if any, in their Registered address along with PIN Code number to the Company Secretary at the Registered Office address.

3. All documents referred to in the accompanying notice and the Explanatory Statement are available for inspection at the Registered Office of the company during working hours between 10.00 A.M. TO 1.00 P.M. except holidays up to the date of the meeting.

4. In terms of Section 107 and 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the company is providing the facility to its members holding shares in physical and dematerialized form as on the **cut-off date Thursday, 11<sup>th</sup> January, 2024** to exercise their right to vote by electronic means on any or all of the business specified in the accompanying notice. Necessary information and instructions for e-voting is also enclosed.

\*The Ministry of Corporate Affairs (“MCA”) has, vide its Circular dated December 28, 2022 read together with Circulars dated May 5, 2022, January 13, 2021, December 8, 2021, December 14, 2021, April 8, 2020, April 13, 2020 and May 5, 2020 (collectively referred to as “MCA Circulars”), permitted convening the Extra-ordinary General Meeting (“EGM” Meeting”) through Video



Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a deemed venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("the Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the EGM of the Company is being held through VC/OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.

- The Register of Members and Share Transfer Books of the Company will remain closed from **12.01.2024 to 18.01.2024** (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable clauses of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.
- In compliance with the aforesaid MCA Circulars and SEBI Circular Notice of the EGM along with the Explanatory Statement is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice will also be available on the Company's website **www.oclwed.com** websites of the Stock Exchange i.e. BSE Limited at **www.bseindia.com**.
- The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Cameo Corporate Services Limited, the Registrar & Share Transfer Agent of the Company.
- As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of these members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Cameo Corporate Services Limited for assistance in this regard.
- Since the EGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

#### **E Voting and its procedures:**

##### **Voting through Electronic Means:**

1. As you are aware, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) through its circulars as aforesaid. The forthcoming EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. 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 and Disclosure Requirements) Regulations, 2015 (as amended) and MCA above mentioned circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 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 the e-voting system on the date of the EGM will be provided by CDSL.

3. The members can join the EGM 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 EGM through VC/OAVM will be made available to at least 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 Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the EGM without restrictions on account of first come first served basis.
4. The attendance of the members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of the State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs MCA Circulars the Notice calling the EGM has been uploaded on the website of the Company at [www.oclwed.com](http://www.oclwed.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-voting facility and e-voting system during the EGM - i.e. [www.evotingindia.com](http://www.evotingindia.com)).
7. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars.

**THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

- (i) The voting period begins at **9.00 am on Monday, 15th January, 2024 and ends at 5.00 pm on Wednesday, 17th January, 2024**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date Thursday, 11<sup>th</sup> January, 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) 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.

- (iv) 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> <li>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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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 or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links</li> </ol>

provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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/myeasi/Registration/EasiRegistration>

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](http://www.cdslindia.com) home page or click on <https://evoting.cdslindia.com/Evoting/EvotingLogin>. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual  
Shareholders  
holding  
securities in  
demat mode  
with NSDL  
Depository

- 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during meeting.
- 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 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



	<p>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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code. NSDL Mobile App is available on App Store/Google Play.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

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

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details  <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Chennai Meenakshi Multispeciality Hospital Limited on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.



- (xvi) Shareholders can also cast their vote using CDSL's mobile all m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians - For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/Authority letter etc. together with attested\* specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address [office@oclwed.com](mailto:office@oclwed.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR e-VOTING FOR THE RESOLUTIONS PROPOSED IN THE NOTICE:**

1. 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 **RTA email id: [investor@cameoindia.com](mailto:investor@cameoindia.com)**
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at **office@oclwed.com**. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM 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 available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
11. Attention of members is hereby invited towards provisions of Section 188(1) of the Companies Act, 2013 wherein under second proviso thereto, no member of the Company shall vote on such Ordinary/Special Resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 022-23058738 and 022-23058542-43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

The Company has appointed Mrs. M. Keerthana, Practicing Company Secretary, (M. No.A63005)/C.P. No. 26186) to act as the Scrutinizer, for conducting the scrutiny of the votes cast and he has communicated his willingness to be appointed.

The Scrutinizer shall after the conclusion of EGM unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the company and shall make, not later than two working days of the conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.oclwed.com](http://www.oclwed.com) and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall simultaneously be communicated to the Bombay Stock Exchange Limited.

**For OLYMPIC CARDS LIMITED**

**COMPANY SECRETARY & COMPLIANCE OFFICER**  
**Membership No. A31575**

**By Order of the Board**

**Sd/- S. KUPPAN**

**REGISTERED OFFICE:** No: 195, N.S.C Road, Chennai – 600 001.  
(CIN: L65993TN1992PLC022521); Ph: 044 – 25380652 42921000/; Fax: 044-25390300;  
E-Mail: [office@oclwed.com](mailto:office@oclwed.com); Website: [www.oclwed.com](http://www.oclwed.com)

Place: Chennai

Date: 09<sup>th</sup> December, 2023



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

**Item No.1:**

**M/s. MRC & Associates**, Chartered Accountants (FRN:0004005S) have resigned on 11.11.2023 from the post of Statutory Auditor of the company. Hence, for the audit of the accounts of the company for the **FY 2023-24**, the Board proposed the name of **M/s. Elias George & Co.**, Chartered Accountants, having (FRN: 000801S) Chartered Accountants, to be appointed as Statutory Auditor of the company pursuant to the provisions of Section 139 (8) of the Companies Act, 2013. Since the appointment of Statutory Auditors requires consent of the shareholders in General Meeting by way of an Ordinary Resolution, the Board of Directors places the same for approval of the shareholders in this Extra-Ordinary General Meeting.

None of the Directors or Key Managerial Personnel of the Company or their is interested or concerned in the resolution.

Accordingly the Board of Directors recommends the resolution for approval by the shareholders of the Company as an Ordinary Resolution set forth in Item No.1 of the Notice of the Extra-ordinary General Meeting.

**Item No.2:**

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective 1<sup>st</sup> April, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from 1<sup>st</sup> April, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs.1,000 Crores or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The company works closely with its related parties to achieve its business objectives and enters into various operational and financial transactions with its related parties from time to time, in the ordinary course of business and on arm's basis. The Company propose to enter into certain related party transactions(s), on mutually agreed terms and conditions and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above with Mr. N. Mohamed Faizal, Managing Director (DIN:00269448) and Mrs.S. Jarina, Non-Executive Director (DIN:00269434) and related parties under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, by way of availing loans upto a maximum of Rs.20 Crores (Rupees Twenty Crores only), in one or more tranches, during the Financial Year 2023-24.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, based on relevant details provided by the management, as required by the law, reviewed and approved the said transaction(s), subject to approval of the members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference No.SEBI/HO/CFD/PoD2/CIR/P/2023/120, DATED July 11, 2023 (SEBI Master Circular") are set forth below:

Transactions between **OLYMPIC CARDS LIMITED** and Mr. N. Mohamed Faizal, Managing Director (DIN:00269448) and Mrs. S. Jarina, Non-Executive Director (DIN:00269434)

S.No.	Particulars	Details
1	Name of the related party and Its Relationship with the listed Entity including nature of its concern or interest(financial) or otherwise	1.Name: Mr. N. Mohamed Faizal,(DIN:00269448) Nature of relationship: Promoter-Managing Director. 2.Name: Mrs. S. Jarina,(DIN:00269434)Promoter-Non-Executive Director-mother of Mr. N. Mohamed Faizal, Managing Director(DIN:00269448)
2.	Name of Director(s) or Key Managerial Personnel who is related, if any 2.Mrs.S.Jarina-Non-Executive Director. (DIN:00269434)	1.Mr. N. Mohamed Faizal, Managing Director (DIN:00269448)
3.	Type, tenure, material terms and particulars of the proposed transaction	The company seeks an enabling approval of the shareholders for availing of Loan(s) in terms of Section 180(1)(c) of Companies Act, 2013.  Material terms: The amount to be borrowed shall Not exceed Rs.20 Crores (Rupees Twenty Crores only) to be availed for a maximum tenure of 10 years and at a rate of interest at the minimum of the prevailing interest rate as prescribed in the Companies Act as applicable on the Government securities closest to the tenure of the loan(s).

4.	Valuation of the transaction	Not exceeding Rs.20 Crores.
5.	Percentage of the Company's Annual consolidated turnover for the immediately preceding financial year that is represented by the value of the proposed transaction.	120.38%
6.	Percentage of the Counter Party's Annual consolidated turnover for The immediately preceding Financial year that is represented By the value of the proposed RPT	Counter parties are individuals.
7	Details of transaction relating to any loans, inter-corporate deposits, advances, or investments made or given by the listed entity or its subsidiary.	Not applicable
8	Justification as to why the RPT is in the interest of the listed entity	The timely receipt of loan(s) from the Directors is extremely in the interest of the Company as the same will ease out the financial pressure being faced by the company to meet its working capital requirements on one end and meet the repayment of the long-pending loan(s)/due(s).
9	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
10	Any other information that may be relevant to Section 102(1) of the Companies Act, 2013.	All relevant information forms part of this statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

The Board recommends the Ordinary Resolutions set out at Item 1 & 2 for the approval of Members.



Pursuant to Regulation 23 of the Listing Regulations, Members may also note that no related party of the Company shall vote to approve the Ordinary Resolution set out at Item No.2 whether the entity is a related party to the particular transaction or not.

Except Mr. N. Mohamed Faizal, Managing Director (DIN:00269448) and Mrs. S. Jarina, Non-Executive Director (DIN:00269434) relatives of these directors, none of the other Directors or Key Managerial Personnel are concerned or interested in this resolution.

**For OLYMPIC CARDS LIMITED**

**By Order of the Board**

**Sd/- S. KUPPAN**

**COMPANY SECRETARY & COMPLIANCE OFFICER**  
**Membership No. A31575**

**REGISTERED OFFICE:** No: 195, N.S.C Road, Chennai – 600 001.  
(CIN: L65993TN1992PLC022521); Ph: 044 – 25380652 42921000/; Fax: 044-25390300;  
E-Mail:office@oclwed.com; Website: [www.oclwed.com](http://www.oclwed.com)

Place: Chennai

Date: 09<sup>th</sup> December, 2023