



GAUTAM EXIM LIMITED

Admin Office :

C7/57-59, GAUTAM EXIM HOUSE,
Next to 21st Century Hospital, N.H.No.8,
G.I.D.C., Vapi-396 195, Gujarat, INDIA.
Tel.: 91-260-2432998, 2430106,
Fax : 91-260-2431988

Mumbai Branch:

K.K. Chambers, Ground Floor, Room No. 2, P.T. Road,
Behind ICICI Bank, Fort, Mumbai-400 001. INDIA
Tel.: 91-22-2203 0080, 09322235961.
Email:mani@gautamexim.com
Web:www.gautamexim.com

Dated: July 15, 2021

To,

Bombay Stock Exchange Limited

P.J. Towers, Dalal Street,

Mumbai – 400 001 Maharashtra

Scrip Code – 540613

Sub. : Notice of 16th Annual General Meeting and Book Closure;

Dear Sir/Madam,

In respect of above captioned matter, we are enclosing herewith Notice of 16th Annual General Meeting and Book Closure.

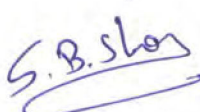
The Notice of 16th Annual General Meeting and Book closure are also available on the Website of the Company www.gautamexim.com

Kindly acknowledge this and update in your records.

Thanking You,

Yours faithfully,

For GAUTAM EXIM LIMITED


SILKY SHAH



Company Secretary & Compliance Officer

Encl : As above



Notice

NOTICE IS HEREBY GIVEN THAT THE 16TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF GAUTAM EXIM LIMITED (THE COMPANY) WILL BE HELD ON **FRIDAY THE 13TH DAY OF AUGUST, 2021** AT 11:30 A.M. AT **C7/57 59 MIRGASIR COMPLEX, OPP. ADVANCE COMPLEX, N. H. NO. 8, GIDC, VAPI – 396195, GUJARAT** TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint Mrs. Nagalaxmi Balasubramanian (DIN: 00410495), who retires by rotation and being eligible offers herself for re-appointment:

“RESOLVED THAT in accordance with the provision of Section 152(6) and all other applicable provisions, if any, of the Companies Act, 2013, Mrs. Nagalaxmi Balasubramanian, whole-time Director, who retires by rotation at this annual general meeting, be and is hereby re-appointed as director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

3. **To re-appoint Mr. Balasubramanian Raman, as CFO/Managing Director and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as a Special Resolution:**

“RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and such other approvals, as may be necessary, the consent of the members of the Company be and is hereby accorded to the re-appointment of Mr. Balasubramanian Raman (DIN: 00410443) who has attained the age of 70 years, as the Managing Director of the Company on existing terms and conditions for a further period of three years with effect from 01st May, 2022, whose office would be liable to retire by rotation, if required.

RESOLVED THAT the terms of re-appointment, remuneration including perquisites payable to Mr. Balasubramanian Raman, as CFO/Managing Director, shall be as under:

A. **Period** : 3 years from 01st May, 2022 to 30th April, 2025.

B. **Salary**: Rs. 150,000/- p.m. inclusive of all perquisites with effect from 01st May, 2022.

C. **Overall Remuneration**

The aggregate of salary and perquisites in any financial year shall not exceed the limits specified by the provisions of the Companies Act, 2013, read with Schedule V to the said Act as may for the time being, be in force.

D. **Minimum Remuneration**

In the event of loss or inadequacy of profits, the Executive Director shall be paid the same salary as mentioned in above and he shall also continue to enjoy all the perquisites as mentioned in above.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof be and they are hereby authorized to alter and vary terms and conditions of appointment and/or remuneration subject to the provisions of Section 197 any other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof be and they are hereby authorized to do or cause to be done in the name and at the cost of the Company all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid Resolution.”

4. **To re-appoint Mrs. Nagalaxmi Balasubramanian Raman, as Whole time Director and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as a Special Resolution:**

“RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act 2013 and the Companies (Appointment and Remuneration of



Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and such other approvals, as may be necessary, the consent of the members of the Company be and is hereby accorded to the re-appointment of Mrs. Nagalaxmi Balasubramanian Raman, (DIN: 00410495), as the Whole time Director of the Company on existing terms and conditions for a further period of three years with effect from 01st May, 2022, whose office would be liable to retire by rotation, if required.

RESOLVED THAT the terms of re-appointment, remuneration including perquisites payable to Mrs. Nagalaxmi Balasubramanian Raman, as Whole time Director, shall be as under:

- A. **Period:** 3 years from 01st May, 2022 to 30th April, 2025.
- B. **Salary:** Rs. 40,000/- p.m. inclusive of all perquisites with effect from 01st May, 2022.
- C. Software Solution Charges of Rs. 85,000/- p.m. with effect from 01st May, 2022.

D. Overall Remuneration

The aggregate of salary and perquisites in any financial year shall not exceed the limits specified by the provisions of the Companies Act, 2013, read with Schedule V to the said Act as may for the time being, be in force.

E. Minimum Remuneration

In the event of loss or inadequacy of profits, the Executive Director shall be paid the same salary as mentioned in above and he shall also continue to enjoy all the perquisites as mentioned in above.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof be and they are hereby authorized to alter and vary terms and conditions of appointment and/or remuneration subject to the provisions of Section 197 any other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof be and they are hereby authorized to do or cause to be done in the name and at the cost of the Company all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid Resolution.”

5. **To re-appoint Mr. Manishkumar Bansnarayan Ray, as Whole time Director and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as a Special Resolution:**

“RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and such other approvals, as may be necessary, the consent of the members of the Company be and is hereby accorded to the re-appointment of Mr. Manishkumar Bansnarayan Ray, (DIN: 03512320), as the Whole time Director of the Company on existing terms and conditions for a further period of three years with effect from 29th August, 2021, whose office would be liable to retire by rotation, if required, pursuant to the applicable provisions of Sec 152 of the Companies Act, 2013.

RESOLVED THAT the terms of re-appointment, remuneration including perquisites payable to Mr. Manishkumar Bansnarayan Ray, as Whole time Director, shall be as under:

- A. **Period:** 3 years from 30th August, 2021 to 29th August, 2024.
- B. **Salary:** Rs. 250,000/- p.m. inclusive of all perquisites with effect from 30th August, 2021.
- C. **Overall Remuneration**

The aggregate of salary and perquisites in any financial year shall not exceed the limits specified by the provisions of the Companies Act, 2013, read with Schedule V to the said Act as may for the time being, be in force.

D. Minimum Remuneration

In the event of loss or inadequacy of profits, the Executive Director shall be paid the same salary as mentioned in above and he shall also continue to enjoy all the perquisites as mentioned in above.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof be and they are hereby authorized to alter and vary terms and conditions of appointment and/or remuneration



subject to the provisions of Section 197 any other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof be and they are hereby authorized to do or cause to be done in the name and at the cost of the Company all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid Resolution.”

6. **To re-appoint Mr. Umakant Kashinath Bijapur, as Independent Director and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Umakant Kashinath Bijapur (DIN: 07269181), who holds office of Independent Director up to 28th April, 2022 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member, signifying his intention to propose Mr. Umakant Kashinath Bijapur candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 29th April, 2022 upto 28th April, 2027.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

7. **To re-appoint Mr. Giddu Janakiram Shivkumar, as Independent Director and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Giddu Janakiram Shivkumar (DIN: 05213072), who holds office of Independent Director up to 28th April, 2022 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member, signifying his intention to propose Mr. Giddu Janakiram Shivkumar candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 29th April, 2022 upto 28th April, 2027.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

By order of the Board of Directors
BALASUBRAMANIAN RAMAN
Managing Director
DIN: 00410443

Date: 15/07/2021

Place: Vapi

Registered Office:

C7/57 59, MIRGASIR COMPLEX, OPP ADVANCE COMPLEX, N H NO 8, GIDC, VAPI 396195 GUJARAT

NOTES:

- (1) **EXPLANATORY STATEMENT:** The Explanatory Statement, pursuant to section 102 of the companies Act, 2013 setting out facts concerning the business under Item no. 4, 5, 6 and 7 attached with the notice.



- (2) **PROXY:** A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING MAY APPOINT A PROXY TO ATTEND AND, ON POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN AGGREGATE NOT MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.
- (3) **ATTENDANCE SLIP & ANNUAL RETURN:** Members / proxies / authorized representatives should bring their copy of the Annual Reports and Financial Statements along with their Attendance Slip attached herewith duly filled and signed in accordance with specimen signatures registered with the company to attend the meeting.
- Members who hold shares in dematerialized form are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
- (4) **AUTHORISED REPRESENTATIVE:** Corporate members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- (5) **CLOSURE OF BOOKS:** Register of Members and the Share Transfer Books of the Company will remain closed from **Saturday, the 07th August, 2021 to Friday the 13th August, 2021 (both days inclusive).**
- (6) **NRI SHAREHOLDER :** The non-resident Indian shareholders are requested to inform the company immediately about:
1. The change in the residential status on return to India for Permanent settlement.
 2. The particulars of NRO bank account in India if not furnished Earlier.
- (7) **NOMINATION:** Members are entitled to make nomination in respect of the shares held by them in physical form. Members desirous of making nominations may send their request in Form SH.13 in duplicate to the Registrars and Share Transfer Agents (RTA) of the Company. Members may obtain a blank Form SH.13 upon request to the Company or its RTA.
- (8) The Company has made necessary arrangements for the members to hold their shares in dematerialised form. Members are also entitled to make nomination in respect of the shares held by them in dematerialised form with their respective DPs. Those members who are holding shares in physical form are requested to dematerialise their shares by approaching any of the registered DPs. In case any member wishes to dematerialize his/her/its shares and needs any assistance, he/ she/ it may write to the Company Secretary at the Registered Office of the Company.
- (9) **UPDATION OF MEMBERS' DETAILS:** The Format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Registrars and Transfer Agents to record additional details of Members, including their Permanent Account Number details ("PAN"), email address, bank details for payment of dividend, etc. Further, the Securities and Exchange Board of India ("SEBI") has mandated the submission of PAN by every participant in the securities market.
- A form for capturing the above details is appended to this Notice. Members holding shares in physical form are requested to submit the filled in form to the Company or its Registrars and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant or contact our Registrar and Transfer Agent i.e. Big Share Services Private Limited.
- (10) **REGULATION 36:** Additional Information, pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/ re-appointment at the Annual General Meeting, is furnished as annexure to the Notice. The directors have furnished consent /declaration for their appointment/ reappointment as required under the Companies Act, 2013 and the rules there under.
- (11) **DISPATCH OF ANNUAL REPORT:** Pursuant to the provisions of Sections 101 and 136 of the Act read with the Companies (Accounts) Rules, 2014 Annual Report for the Financial Year 2020-21, the notice of the 16th Annual General Meeting along with Attendance Slip and Proxy form, are being sent by electronic mode to all the members whose e-mail addresses are registered with the Company/ Depository Participant(s) unless a member has requested for a physical copy of the document. For members who have not registered their email addresses, physical copies of the Documents are being sent by the permitted mode.



- (12) **INTIMATION OF CHANGE IN THE DETAILS:** Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company or contact our Registrar and Transfer Agent i.e. Big Share Services Private Limited (Mumbai). Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends (If any).
- (13) **COMPLIANCE UNDER REGULATION 136(1):** The Annual Report of the Company will be available on the Company's website, <http://www.gautamexim.com> and on the website of respective Stock Exchange where the equity shares of the Company are listed, www.bsesme.com. As per Section 136(1), the physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at cs@gautamexim.com.
- (14) **REGISTERS:** The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
- (15) **JOINT-HOLDER:** In case of Joint holder's attending the meeting, the Joint-holder's who is higher in the order will be entitled to vote at the meeting.
- (16) **ROUTE MAP:** A route map showing direction to reach the venue of the meeting is given at the end of this Notice.
- (17) **INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER;**
- I. In compliance with the provision of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the items of business as detailed in this Notice may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).
 - II. The e-voting period begins on **Tuesday, 10th August, 2021 at 10:00 am** and ends on **Thursday, 12th August, 2021 at 5.00 pm**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date of **Friday, 06th August, 2021**, may cast their votes electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
 - III. Mr. Vishal Dewang, Practicing Company Secretary has been appointed as the Scrutinizer for conducting the remote e-voting process as well as the voting through Poll Paper, in a fair and transparent manner.
 - IV. Voting rights shall be reckoned on the paid up value of share registered in the name of the members as on the cut-off date i.e. **06th August, 2021**.
 - V. A person, whose name is recorded in the register of members as on the cut-off date, i.e. **06th August, 2021** only shall be entitled to avail the facility of remote e-voting/voting.
 - VI. The Scrutinizer, after scrutinizing the votes cast at the meeting (polling paper) and through remote e-voting, will not later than 48 hours of conclusion of the Meeting, make a consolidated scrutinizer's report shall be placed on the website of the Company. The results shall be communicated to the stock Exchange.
 - VII. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e. **13th August, 2021**.
 - VIII. **Instructions for e-voting are as under:**

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the **business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).**



The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or www.gautamexim.com

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of **06th August, 2021**. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **06th August, 2021**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or jibu@bigshareonline.com.

The facility for voting through remote e-voting / ballot paper / Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The procedure to login to e-Voting website consists of two steps as detailed hereunder:

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:

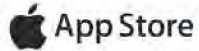
Type of shareholders : Individual Shareholders holding securities in demat mode with NSDL.

Login Method :

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 re-directed 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.



NSDL Mobile App is available on



Type of shareholders : Individual Shareholders holding securities in demat mode with CDSL.

Login Method :

1. Existing users who have opted for Easi / Easiest, they can login through their 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 <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.
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 link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Type of shareholders : Individual Shareholders (holding securities in demat mode) login through their depository participants.

Login Method : 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.

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 : Individual Shareholders holding securities in demat mode with NSDL

Helpdesk details: 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

Login type : Individual Shareholders holding securities in demat mode with CDSL

Helpdesk details: 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 or 022-23058542-43

B) Login Method for e-Voting 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/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.



3. A new screen will open. You will have to enter your User ID, your Password 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 will be as per details given below :
 - 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. Your password details 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 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, your 'initial password' is communicated to you on your postal address.
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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
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.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



Process for those shareholders whose email ids are not registered with the depositories/ company 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 (Company email id).
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 (Company email id). 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.**

Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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 cs.vishal2009@gmail.com to with a copy marked to evoting@nsdl.co.in.
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.

Please note the following:

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter 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 three days of the conclusion of the AGM, 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

Other information:

- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.



(18) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company between 10.30 a.m. to 12.30 p.m. on all working days, up to and including the date of the Annual General Meeting of the Company.

REQUEST TO MEMBERS:

Members are requested to send their question(s), if any, relating to the financial statements, shareholding, etc., to the Company Secretary/Chief Financial Officer at the Registered Office of the Company, on or before **Thursday, 12th August, 2021**, so that the answers/details can be kept ready at the AGM.

By order of the Board of Directors
BALASUBRAMANIAN RAMAN
Managing Director
DIN: 00410443

Date : 15/07/2021

Place: Vapi

Registered Office:

C7/57 59, MIRGASIR COMPLEX, OPP ADVANCE COMPLEX, N H NO 8, GIDC, VAPI 396195 GUJARAT





Annexure to Notice

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 3

Mr. Balasubramanian Raman, is the promoter and Managing Director of the company. He has been appointed as the director since 2005 and designated as a Managing Director of the company with effect from May 01, 2017.

Mr. Balasubramanian Raman, aged 70 years, is a Certified Management Consultant and is a member of Institute of Management Consultants of India. He possesses valuable experience in the field of Paper Industry since more than 30 years.

Taking into consideration the increased business activities of the Company coupled with higher responsibilities cast on Mr. Balasubramanian Raman, the Board of Directors, on recommendation of the Nomination and Remuneration Committee of the Company, at its meeting held on 15th July, 2021, has approved the re-appointment of Mr. Balasubramanian Raman, Managing Director, subject to the approval of shareholders, as set out in the resolution being item no. 3 of the accompanying notice w.e.f. 01st May, 2022, the reappointment of Mr. Balasubramanian Raman, as CFO/Managing Director was on the existing terms and conditions including remuneration as Managing Director of the Company.

Minimum Remuneration: Where in any financial year, during the currency of the tenure of Mr. Balasubramanian Raman as Managing Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration to him by way of salary, perquisites and allowances as specified in the resolution being item no. 3 of the accompanying notice as minimum remuneration, subject to the limits and conditions as prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.

Out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which prescribes that in case of no profits or inadequate profits, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following:-

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.

The Nomination and Remuneration Committee at its meeting held on 15th July, 2021 has approved the above remuneration payable to Mr. Balasubramanian Raman, CFO/Managing Director of the Company. Further, the Company has not made any default in repayment of any of its debts or interest payable thereon.

Except the change above, all other terms and conditions of his appointment as Managing Director of the Company as approved by the members of the Company shall remain unchanged.

Accordingly, Special Resolution is submitted to the meeting for the consideration and approval of Members.

None of the Directors, Key Managerial Personnel and their relatives, except Mr. Balasubramanian Raman and Mrs. Nagalakshmi Raman his wife and his relative, are in any way, concerned or interested in the said resolution.

The Board commends the Special Resolution set out at Item No. 3 of the accompanying Notice for the approval by the Members.

Item No. 4

Mrs. Nagalaxmi Balasubramanian, is the promoter and Whole-time Director of the company. She has been appointed as the director since 2005 and designated as a Whole-time Director of the company with effect from May 01, 2017.

Mrs. Nagalaxmi Balasubramanian, aged 67 years, Bachelor of Science and Education Degrees from Bangalore University and looks after the Administration Department of the Company.

The Board of Directors, on recommendation of the Nomination and Remuneration Committee of the Company, at its meeting held on 15th July, 2021, has approved the re-appointment of Mrs. Nagalaxmi Balasubramanian, Whole time Director, subject to the approval of shareholders, as set out in the resolution being item no. 4 of the accompanying notice w.e.f. 01st May, 2022, the reappointment of Mrs. Nagalaxmi Balasubramanian, as Whole time Director was on the existing terms and conditions including remuneration as Whole time Director of the Company..



Minimum Remuneration: Where in any financial year, during the currency of the tenure of Mrs. Nagalaxmi Balasubramanian as Whole time Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration to him by way of salary, perquisites and allowances as specified in the resolution being item no. 4 of the accompanying notice as minimum remuneration, subject to the limits and conditions as prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.

Out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which prescribes that in case of no profits or inadequate profits, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following:-

- (iii) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (iv) There is no default in repayment of any of its debts or interest payable thereon.

The Nomination and Remuneration Committee at its meeting held on 15th July, 2021 has approved the re-appointment of Mrs. Nagalaxmi Balasubramanian, as Whole time Director of the Company. Further, the Company has not made any default in repayment of any of its debts or interest payable thereon.

Except the change above, all other terms and conditions of his appointment as Managing Director of the Company as approved by the members of the Company shall remain unchanged.

Accordingly, Special Resolution is submitted to the meeting for the consideration and approval of Members.

None of the Directors, Key Managerial Personnel and their relatives, except Mrs. Nagalakshmi Raman and Mr. Balasubramanina Raman her husband and her relative, are in any way, concerned or interested in the said resolution.

The Board commends the Special Resolution set out at Item No. 4 of the accompanying Notice for the approval by the Members.

Item No. 5

Mr. Manishkumar Bansnarayan Ray was appointed as Whole Time Director of the Company with effect from 29th August, 2018 for a period of 3 years at the 14th Annual General Meeting of the shareholders held on 29th August, 2018.

Mr. Manishkumar Bansnarayan Ray, aged 38 years, is a Bachelor of Commerce. He possesses valuable experience in trading and marketing of waste paper and all grades of finished papers for more than 12 years. His experience will be valuable in efficient management of the Company in the ever changing business environment.

Taking into consideration the increased business activities of the Company coupled with higher responsibilities cast on Mr. Manishkumar Bansnarayan Ray, the Board of Directors, on recommendation of the Nomination and Remuneration Committee of the Company, at its meeting held on 15th July, 2021, has approved the proposal to reappointment of Mr. Manishkumar Bansnarayan Ray, Whole Time Director, subject to the approval of shareholders, as set out in the resolution being item no. 5 of the accompanying notice w.e.f. 29th August, 2021.

Minimum Remuneration: Where in any financial year, during the currency of the tenure of Mr. Manishkumar Bansnarayan Ray as Whole Time Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration to him by way of salary, perquisites and allowances as specified in the resolution being item no. 5 of the accompanying notice as minimum remuneration, subject to the limits and conditions as prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.

Out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which prescribes that in case of no profits or inadequate profits, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following:-

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.

Except for the aforesaid, all other terms and conditions of his appointment as Whole Time Director of the Company as approved by the members of the Company shall remain unchanged.



Considering Mr. Manishkumar Bansnarayan Ray's experience in paper industry, and the trend in the industry, the terms of his reappointment is considered to be fair, just and reasonable and is commended for your approval.

Accordingly, Special Resolution is submitted to the meeting for the consideration and approval of Members.

None of the Directors, Key Managerial Personnel and their relatives, except Mr. Manishkumar Bansnarayan Ray and his relative, are in any way, concerned or interested in the said resolution.

The Board commends the Special Resolution set out at Item No. 5 of the accompanying Notice for the approval by the Members.

Item No. 6

Mr. Umakant Kashinath Bijapur (DIN: 07269181) was appointed as the Independent Directors of the Company to hold office as Independent Director upto 28th April, 2022 ("first term").

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation, has recommended for his re-appointment as the Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background and experience and contributions made by him during his tenure, the continued association would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director.

Accordingly, it is proposed to re-appoint him as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years w.e.f. 29th April, 2022 on the Board of the Company.

The above Directors have given a declaration to the Board that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI Listing Regulations. In terms of proviso to sub-section (5) of Section 152, the Board of Directors is of the opinion that Mr. Umakant Kashinath Bijapur fulfils the conditions specified in the Act for their appointment as an Independent Directors.

He shall be paid remuneration by way of fee for attending meetings of the Board, the Committee of the Board as well as members meeting from time to time.

Except Mr. Umakant Kashinath Bijapur, being an appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

Your directors recommend to pass the resolution as set out in the Item No. 6 of the Notice by way of special resolution.

Item No. 7

Mr. Shivkumar Janakiram Giddu (DIN: 05213072) was appointed as the Independent Directors of the Company to hold office as Independent Director upto 28th April, 2022 ("first term").

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation, has recommended for his re-appointment as the Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background and experience and contributions made by him during his tenure, the continued association would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director.

Accordingly, it is proposed to re-appoint him as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years w.e.f. 29th April, 2022 on the Board of the Company.

The above Directors have given a declaration to the Board that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI Listing Regulations. In terms of proviso to sub-section (5) of Section 152, the Board of Directors is of the opinion that Mr. Shivkumar Janakiram Giddu fulfils the conditions specified in the Act for their appointment as an Independent Directors.

He shall be paid remuneration by way of fee for attending meetings of the Board, the Committee of the Board as well as members meeting from time to time.

Except Mr. Shivkumar Janakiram Giddu, being an appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 7.

Your directors recommend to pass the resolution as set out in the Item No. 7 of the Notice by way of special resolution.



Annexure to Notice

ADDITIONAL INFORMATION (AS ON MARCH 31, 2021) OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AT THE 16TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

Particulars	Mr. Balasubramanian Raman	Mrs. Nagalaxmi Balasubramanian Raman	Mr. Manishkumar Bansnarayan Ray	Mr. Umakant Kashinath Bijapur	Mr. Giddu Janakiram Shivkumar
Director Identification Number (DIN)	00410443	00410495	03512320	07269181	05213072
Date of Birth & Age	18/05/1950, 71 Yr.	15/03/1954, 67 Yr.	20/05/1983, 38 Yr.	14/01/1956, 65 Yr.	31/07/1954, 67 Yr.
Date of Appointment on the Board	05/08/2005	05/08/2005	29/08/2018	28/04/2017	28/04/2017
Qualifications	Member of Management consultants of India.	Bachelor of Science and Education	Bachelor of Commerce	M.Sc (Agri.), Post Graduation Diploma Degree in Management	
Brief profile /	Mr. Balasubramanian Raman has been on the board of the company since incorporation of the company and has been serving as the Director on the board since 2005. He possesses valuable experience in Marketing and Finance Department. He has significant experience in administration and operations. Mr. Balasubramanian Raman was paid remuneration and consulting fees by the company to discharge his duties	Mrs. Nagalaxmi Balasubramanian has been on the board of the company since incorporation of the company and has been serving as the Director on the board since 2005. She possesses valuable experience in managing the issues faced by large and complex corporations. She has significant experience in administration and operations. Mrs. Nagalaxmi Balasubramanian was paid remuneration by the company to discharge her duties.	Mr. Manishkumar Bansnarayan Ray possesses valuable experience in procurement of waste paper, marketing of various grades of finished paper.	Ex-Chief General Manager of Bank of Baroda and has 36 years of Banking experience in India and abroad	experience in hospitality industries, infrastrucure projects, MSME industries, manufacturing variety of products
Shareholding in the Company	1168650	98775	-	-	-
Number of Board Meetings attended during the year 2020-21	4	4	2	4	4
Remuneration last drawn *	9 Lacs	4.80 Lacs (Software Solution Charges Rs. 5.10 Lacs)	15 Lacs	--	--
Remuneration proposed to be paid	18 Lacs	4.80 Lacs (Software Solution Charges Rs. 10.20 Lacs)	30 Lacs	--	--

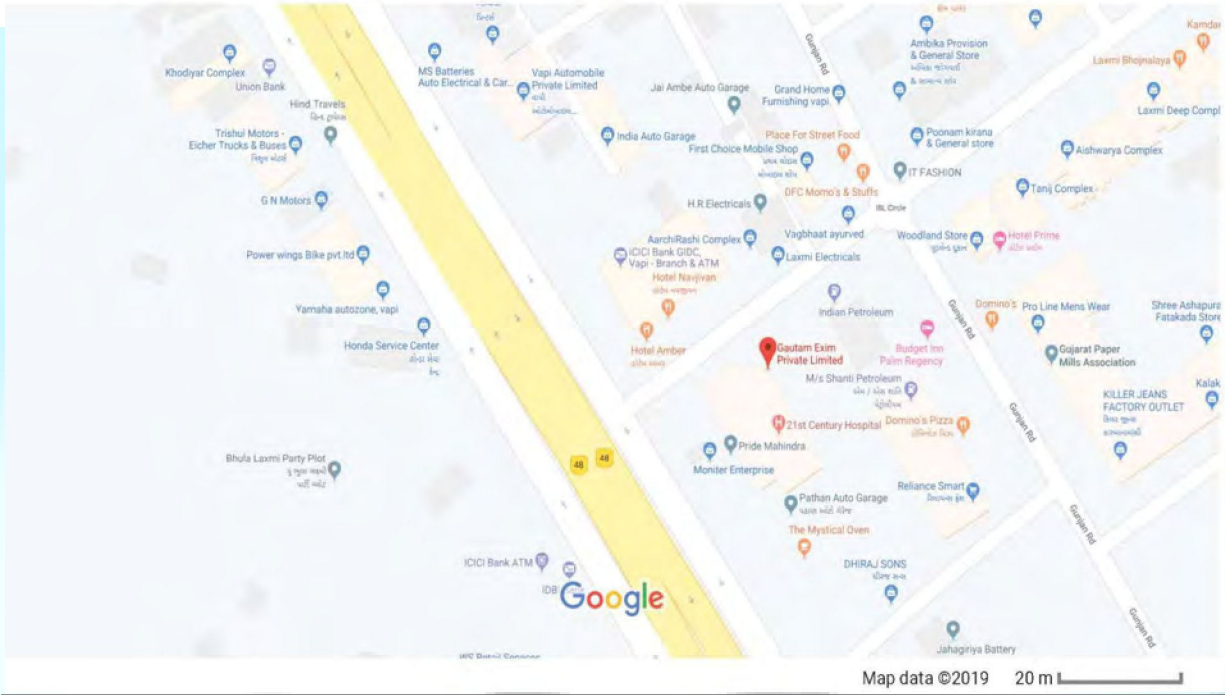


Directorship held in other Public Companies [Excluding foreign, private and Section 8 Companies]	Nil	Nil	Nil	Nil	Nil
Chairmanship and Membership in the Committees of Other Boards of Companies in which he is Director*	Nil	Nil	Nil	Nil	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Relative (Husband) of Mrs. Nagalaxmi Balasubramanian Raman, Whole Director.	Relative (Wife) of Mr. Balasubramanian Raman, CFO/Managing Director.	None	None	None
Terms & conditions of appointment/reappointments	Mr. Balasubramanian Raman hold the office of CFO/Managing Director for the period of 3 Years commencing from 01 st May, 2022, he will be liable to retire by rotation and he will get the remuneration for his office. Other term and conditions will be applicable under mention the appointment letter.	Mrs. Nagalaxmi Balasubramanian Raman hold the office of Whole time Director for the period of 3 Years commencing from 01 st May, 2022, he will be liable to retire by rotation and he will get the remuneration for his office. Other term and conditions will be applicable under mention the appointment letter.	Mrs. Nagalaxmi Balasubramanian Raman hold the office of Whole time Director for the period of 3 Years commencing from 29 th August, 2021, he will be liable to retire by rotation and he will get the remuneration for his office. Other term and conditions will be applicable under mention the appointment letter.	He will be entitled for fee for attending the meetings of the Board or any committee thereof as per the provisions of Companies Act, 2013 and as may be decided by the Board of Directors. He will not be liable to retire by rotation. Other term and conditions will be applicable under mention the appointment letter.	He will be entitled for fee for attending the meetings of the Board or any committee thereof as per the provisions of Companies Act, 2013 and as may be decided by the Board of Directors. He will not be liable to retire by rotation. Other term and conditions will be applicable under mention the appointment letter.

* Note: All Directors except Mrs. Nagalaxmi Balasubramanian Raman has waived their 50% of director remuneration, Whereas Mrs. Nagalaxmi Balasubramanian Raman has waived 50% of Software consultancy fees during the CoVID pandemic, proposed remuneration is the same amount as approved by the members in their meeting held on 28th September, 2019, hence there is no change in remuneration.



Route Map (Venue of Annual General Meeting)





GAUTAM EXIM LIMITED

CIN: L51100GJ2005PLC046562

Regd Off: C7/57 59, MIRGASIR COMPLEX, OPP. ADVANCE COMPLEX, N H NO 8,
GIDC, VAPI, GUJARAT - 396195

Email ID : grrpl1850@gmail.com Website : www.gautamexim.com, Tel: 0260-2431024, Fax: 0260-2427024

ATTENDANCE SLIP

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

DP ID		Name & Address of The Registered Shareholder /Proxy
Regd. Folio No.		
No. of Shares		

I certify that I am a registered Shareholder/proxy for the registered Shareholder of the Company.

I hereby record my presence at the 16th ANNUAL GENERAL MEETING of the Company held on Friday, the 13th August, 2021 at 11.30 a.m. at C7/57 59 MIRGASIR COMPLEX OPP ADVANCE COMPLEX N, H NO 8 GIDC, VAPI - 396195 GUJARAT.

Name of Shareholder/Proxy _____

Signature of Shareholder/Proxy _____

**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]

Name of the member (s): _____

Registered Address: _____

E-mail Id: _____

Folio No./Client ID No. _____ DP ID No. _____

I/We, being the member (s) of equity shares of the Gautam Exim Limited, hereby appoint.

1. Name			
Address			
E-mail			
Or failing him / her			Signature
2. Name			
Address			
E-mail			
Or failing him / her			Signature
3. Name			
Address			
E-mail			
Or failing him / her			Signature

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the Company, to be held on Friday, 13th August, 2021 at 11.30 a.m. at C7/57 59 MIRGASIR COMPLEXOPP ADVANCE COMPLEX N, H NO 8 GIDC, VAPI - 396195 Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Description of Resolution	Type of Resolution (Ordinary / Special)
ORDINARY BUSINESS		
1	Adoption of Audited Standalone Financial Statements for the financial year ended 31st March 2021 and report of Board of Directors and Auditors thereon.	Ordinary
2	Appointment of Mrs. Nagalaxmi Balasubramanian (DIN: 00410495) who retires by rotation and being eligible, offers himself for reappointment	Ordinary
SPECIAL BUSINESS		
3	Re-appoint Mr. Balasubramanian Raman, as CFO/Managing Director.	Special
4	Re-appoint Mrs. Nagalaxmi Balasubramanian Raman, as Whole time Director	Special
5	Re-appoint Mr. Manishkumar Bansnarayan Ray, as Whole time Director.	Special
6	Re-appoint Mr. Umakant Kashinath Bijapur, as Independent Director	Special
7	Re-appoint Mr. Giddu Janakiram Shivkumar, as Independent Director	Special

Signed this _____ day of August, 2021

Signature of Shareholder: _____ Signature of Proxy holder(s): _____



Note:

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. The Proxy need not be a member of the company