

NOTICE IS HEREBY GIVEN THAT the Twenty-Fifth Annual General Meeting ("AGM") of the members of Atishay Limited ("the Company") will be held on Tuesday, June 10, 2025 at 12.30 P.M., Indian Standard Time ("IST"), through Video Conferencing ("VC") and/or Other Audio - Visual Means ("OAVM"), without the physical presence of the members at a common venue, in compliance with Ministry of Corporate Affairs General Circular No.09/2024 dated September 19, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133, dated October 3, 2024, to transact the following business:

**ORDINARY BUSINESS:** 

- 1. To receive, consider, and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and the Statutory Auditors thereon;
- To declare a final dividend of ₹ 1/- per equity shares of face value of ₹ 10/- each for the financial year ended March 31, 2025;
- To appoint Mrs. Rekha Jain (DIN: 00039939) as a Director, who retires by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS:** 

4. Appointment of Secretarial Auditors

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

**"RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of

Managerial Personnel) Rules, 2014, Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other applicable laws, rules, regulations, circulars, notifications, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, M/s. Nilesh A. Pradhan & Co., LLP, Company Secretaries, Mumbai (Firm Registration No. L2018MH005200; LLPIN: AAN-6938), be and is hereby appointed as the Secretarial Auditors of the Company, for a term of five consecutive financial years commencing from April 1, 2025 to March 31, 2030, at such remuneration as may be determined by the Board of Directors of the Company (including any committee thereof) in consultation with the said Secretarial Auditors as per details set out in the Explanatory Statement annexed hereto.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby severally authorised 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 For Atishay Limited

Sambedna Jain Company Secretary M. No. -F11007

Registered Office

Date: April 29, 2025

Place: Bhopal

14/15, Khatau Building ,44 Bank Street, Fort 44 Bank Street, Fort, Mumbai City, Mumbai, Maharashtra, India, 400001

CIN: L70101MH2000PLC192613 Tel No: +91 49739081/82

Email Id: <a href="mailto:compliance@atishay.com">compliance@atishay.com</a>
Website: <a href="mailto:https://www.atishay.com/">https://www.atishay.com/</a>

#### **NOTES:**

- 1. The Ministry of Corporate Affairs, Government of India ("MCA"),vide its circular No. 9/2024 dated September 19, 2024, read with its earlier circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars") has permitted, inter alia, the conduct of Annual General Meetings (AGMs) through Video Conferencing/Other Audio- Visual Means ("VC/ OAVM") facility on or before September 30, 2025, in accordance with the requirements laid down in paragraphs 3 and 4 of the MCA General Circular dated May 5, 2020.
- The Securities and Exchange Board of India ("SEBI"), vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 ("SEBI Circular")

- has also granted certain relaxations from compliance with specific provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
- 3. In compliance with the aforesaid MCA Circulars, SEBI Circular, the Companies Act, 2013 ("the Act"), and the Listing Regulations, the AGM 25<sup>th</sup> of the Company is being conducted through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), without the physical presence of Members at a common venue. The deemed venue of the AGM shall be the Registered Office of the Company.
- 4. As the AGM is being conducted through VC/OAVM, the facility for appointment of proxy by members will not be available. Accordingly, the Proxy Form, Attendance Slip, and Route Map of the AGM venue are not annexed to this Notice.



- 5. National Securities Depository Limited (NSDL) shall be providing facility for voting through remote e-voting, participation in the AGM through VC/OAVM facility and e-voting during the AGM. The detailed procedure for participation in the AGM through VC/OAVM is set out in Note No. 28 to 33 of this Notice of the AGM and is also available on the Company's website at <a href="https://www.atishay.com">www.atishay.com</a>.
- The details of e-voting service provider and helpline number regarding any query/assistance related to participation and e-voting at the AGM through VC/OAVM are as follows:

Name & Designation	Ms. Rimpa Bag, RM (Business
	Development & Products)
Phone No.	022 - 4886 7000
Email	evoting@nsdl.com

- 7. The attendance of the members participating in the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Members who log in to the video conferencing platform using their remote e-voting credentials shall be deemed to be present at the meeting and their attendance will be recorded accordingly.
- 8. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 related to the Special Business under item no. 4 of the accompanying Notice, to be transacted at the AGM, is annexed hereto. The Statement includes the rationale and recommendation of the Board of Directors for the proposed resolution. Further, the details of the Director(s) seeking appointment/re-appointment at this AGM, as required under Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by the ICSI, are also annexed.

Requisite declarations have been received from the Directors seeking appointment/re-appointment.

- 9. Pursuant to the MCA circular, the facility to appoint a proxy to attend and vote on behalf of members is not available for this AGM. However, Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM, participate therein, and cast their votes through e-voting.
- 10. In terms of the provisions of Section 152 of the Act, Mrs. Rekha Jain (DIN: 00039939), Director of the Company, who is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers herself for the re-appointment. The information required to be provided under the SEBI (LODR) Regulations, 2015, and the Secretarial Standards on General Meetings, regarding the directors whose appointment/re-appointment/variation in the terms of appointment are proposed, along

- with the relevant information in respect of the business under item No. 3 as set out below is annexed hereto.
- 11. In case of joint holders, the member whose name appears first in the order of names in the Register of Members of the Company will be entitled to vote at the AGM.
- 12. The Company's Registrar and Transfer (RTA) Agents for its Share Registry Work (Physical and Electronic) is MUFG Intime India Private Limited (formerly Link Intime India Private Limited), having its office at C-101, 247 Park, LBS Marg, Vikhroli (West), Maharashtra, Mumbai 400083. The email ID for shareholder queries is <a href="mailto:rnt.helpdesk@in.mpms.mufg.com">rnt.helpdesk@in.mpms.mufg.com</a>, and the website is <a href="https://in.mpms.mufg.com/">https://in.mpms.mufg.com/</a>.

All shareholder queries or service requests in electronic mode are to be raised only through our website, the link for which is <a href="https://web.in.mpms.mufg.com/helpdesk/Service\_Request.html">https://web.in.mpms.mufg.com/helpdesk/Service\_Request.html</a>.

- 13. 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 the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members during the AGM in electronic mode upon login at the NSDL e-voting system at <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.
- 14. The certificate from the Secretarial Auditors of the company certifying that the Company's Employee Stock Option Plan 2020, are being implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and in accordance with the resolutions passed by the members of the company will be available for inspection by the members during the AGM in electronic mode upon login at NSDL e-voting system at <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.
- 15. All documents referred to in the accompanying Notice and the Explanatory Statement have been uploaded on the website of the Company at <a href="https://atishay.com/inspection-documents/">https://atishay.com/inspection-documents/</a>. Members may also inspect the same by sending an email to <a href="compliance@atishay.com">compliance@atishay.com</a> up to the date of this AGM (i.e., June 10, 2025).
- 16. The members can join the AGM, 20 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice of AGM.
- 17. The facility to participate in the AGM through VC/ OAVM will be made available to at least 1,000 members on a first come first served basis, in accordance with the MCA Circulars. However, this restriction shall not apply to large shareholders (those holding 2% or more of the



shareholding), Promoters/Promoter Group, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who shall be allowed to attend the AGM without restriction on account of the first-come, first-served basis.

Members will also be able to view the proceedings of the AGM on **National Securities Depository Limited's** (**NSDL**) e-voting website at <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.

18. In line with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent electronically to those Members whose email addresses are registered with the Company, Depositories, or Registrar and Transfer Agent (RTA) unless a member has specifically requested for a physical copy of the same. For Members whose email addresses are not registered, the Company/RTA will dispatch a physical letter containing the web link and exact path to access the Notice of AGM and the Annual Report. The said documents are also available on the Company's website at https:// atishay.com/annual-reports/ and can be accessed on the websites of the Stock Exchange (BSE Limited) at www. bseindia.com, as well as on the website of NSDL at www. evoting.nsdl.com.

The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, Record Date for payment of dividend, etc

To ensure timely and effective communication, shareholders are requested to update their email ID, postal address, photo, and other KYC details with the RTA/Company at the earliest. In line with the applicable regulations, shareholders are advised to update their details at least 21 days prior to the date of the AGM. We request shareholders who have not yet registered their email addresses or updated their KYC details to do so promptly, to facilitate seamless communication and to support the Company's sustainability initiatives

- 19. The Company has fixed Tuesday, June 03, 2025 as the Record Date for determining the eligibility of members to attend and vote at the 25th Annual General Meeting (AGM) and to receive dividend for the financial year 2024-25, subject to approval at the AGM.
- 20. The Board of Directors has recommended a final dividend of ₹1/- (Rupee one) per equity share (i.e., 10%) of the face value of ₹10/- each for the financial year 2024-25. If the dividend is approved by the shareholders at

the Annual General Meeting, it will be paid within 30 days from the date of such declaration, subject to Tax Deduction at Source (TDS), to those members whose names appear in the Company's Register of Members and as beneficial owners as per the details furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL) as at the close of business hours on Tuesday, June 03, 2025.

#### 21. TDS on dividend

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the shareholders, and the Company is required to deduct tax at source (TDS) in accordance with the provisions of the Income-tax Act, 1961. The rate of TDS will depend on the category and residential status of the shareholder, as well as on the submission of valid documents.

Shareholders are requested to ensure that their Permanent Account Number (PAN) is registered:

- With the Depository Participants (DPs) in case the shares are held in dematerialized form; and
- With the Company or its Registrar and Transfer Agent (RTA), MUFG Intime India Private Limited, in case the shares are held in physical form.

To prevent fraudulent transactions, Members are advised to exercise due diligence and promptly notify the Company/RTA of any change in address, or the demise of a Member. Members are also advised not to leave their demat accounts dormant for long periods. It is recommended that periodic statements of holdings be obtained from the concerned DP and verified from time to time.

A resident individual shareholder, having a valid PAN and whose total income does not exceed the taxable threshold or who is otherwise not liable to pay income tax, may submit a yearly declaration in Form 15G (for individuals below 60 years) or Form 15H (for senior citizens), to claim exemption from TDS. These declarations must be submitted by uploading the duly filled forms on <a href="https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html">https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html</a> on or before 5:00 p.m. (IST) on Tuesday, June 03, 2025.

Shareholders are requested to note that if their PAN is incorrect, invalid, or inoperative, or if they have not filed their income tax returns for the relevant financial year (as per Section 206AB), tax will be deducted at higher rates as prescribed under Sections 206AA or 206AB of the Income-tax Act, as applicable. In such cases, shareholders may also be unable to claim credit for TDS with the Income Tax Department.



Non-resident shareholders [including Foreign Institutional Investors (FIIs) and Foreign Portfolio Investors (FPIs)] may avail of the benefits of a lower tax rate under the Double Taxation Avoidance Agreement (DTAA) between India and their country of residence by submitting the following documents:

- Tax Residency Certificate (TRC) for the financial year 2025–26
- Form 10F
- Declaration of Beneficial Ownership
- No Permanent Establishment (PE) Declaration
- Copy of valid PAN
- Any other documents required to claim tax treaty benefits

These documents must be submitted in PDF/JPG format by uploading them to <a href="https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html">https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html</a> no later than 5:00 p.m. (IST) on Tuesday, June 03, 2025, for the dividend pertaining to the financial year 2024–25, which is to be paid in financial year 2025–26.

All communication/queries in this regard should be addressed to the Company's Registrar and Share Transfer Agent (RTA), **MUFG Intime India Private Limited**, at <a href="mailto:rnt.helpdesk@in.mpms.mufg.com">rnt.helpdesk@in.mpms.mufg.com</a> .Kindly refer to Note No. 36 below for detailed instructions and submission guidance.

- 22. Pursuant to Section 124 of the Companies Act, 2013, the Company has unpaid or unclaimed dividends declared for the financial year 2018-19, 2020-21 and 2023-24 and has uploaded the details of unpaid and unclaimed dividends on the website of the Company and the same can be accessed through the link <a href="https://atishay.com/dividend-information/">https://atishay.com/dividend-information/</a>
- 23. Further, pursuant to the provisions of Section 124(5) of the Companies Act, 2013, any amount remaining unpaid or unclaimed in the Unpaid Dividend Account for a period of seven consecutive years shall be liable to be transferred, along with applicable interest accrued, to the Investor Education and Protection Fund (IEPF) established by the Central Government. However, the Company confirms that there is no unpaid or unclaimed dividend amount as on date that is liable to be transferred to the IEPF.

- 24. Investor Grievance Redressal: The Company has designated an exclusive e-mail ID viz. <a href="mailto:compliance@atishay.com">compliance@atishay.com</a> to enable the Investors to register their complaints or queries, if any, and to ensure prompt redressal.
- 25. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar and Transfer Agent/Company.
- 26. Pursuant to the amendment in Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, notified vide Gazette Notification dated June 8, 2018 and effective from April 1, 2019, the transfer of securities held in physical form is not permitted and can be processed only in dematerialised form. However, investors are permitted to continue holding shares in physical form and may also lodge requests for transmission or transposition of shares held in physical mode.
- 27. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established the Online Dispute Resolution Portal ("ODR Portal") to resolve disputes in the Indian securities market. Investors who have not been able to resolve their grievances through the **SCORES** platform or directly with the Company/RTA may now initiate dispute resolution via the ODR Portal at <a href="https://smartodr.in/login">https://smartodr.in/login</a> or through the Company's link: ODR Portal Link.

Additionally, the **SCORES** platform, launched by SEBI, allows investors to lodge complaints against listed companies and market participants. It ensures transparency and real-time tracking of complaints. For more details, visit <a href="https://scores.sebi.gov.in/dashboard">https://scores.sebi.gov.in/dashboard</a>.

28. The remote e-voting period begins on Saturday, June 07, 2025 at 09.00 am (IST) and ends on Monday, June 09, 2025 at 05.00 pm (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members,



whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, June 03, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, June 03, 2025.

#### 29. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE UNDER:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ld 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. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>



#### Type of shareholders

#### Login Method

- 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 5. 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









Individual Shareholders holding securities in demat mode with CDSL

- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="https://www.cdslindia.com">www.cdslindia.com</a> and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
- 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="www.cdslindia.com">www.cdslindia.com</a> and click on login & New System Myeasi Tab and then click on registration option.
- 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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



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

Login type	Helpdesk details
Individual Shareholders holding securities	Members facing any technical issue in login can contact NSDL helpdesk
in demat mode with NSDL	by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities	Members facing any technical issue in login can contact CDSL helpdesk
in demat mode with CDSL	by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll
	free no. 1800-21-09911.

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

#### How to Log-in to NSDL e-Voting website?

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID
	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID
	For example if your Beneficiary ID is 12****** then your user ID is 12************************************
c) For Members holding shares in	EVEN Number followed by Folio Number registered with the company
Physical Form.	For example if folio number is 001*** and EVEN is 101456 then user
	ID is 101456001***

- Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf



file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.
  - 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 <u>evoting@nsdl.com</u> mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 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 and join General Meeting on NSDL e-Voting system.

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

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/ OAVM" link placed under "Join Meeting". The EVEN no. of the Company is 133695.

- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### General Guidelines for shareholders:

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@napco.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of <a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a> or call on.: 022 4886 7000 or send a request to Ms. Rimpa Bag, at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a>

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice

 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 <a href="mailto:compliance@atishay.com">compliance@atishay.com</a>

 In case shares are held in demat mode, please provide DPID-CLID (1 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@atishay.com

If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

- Alternatively, shareholder/members may send a request to <u>evoting@nsdl.com</u> for procuring user id and password for e-voting by providing above mentioned documents.
- 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## 30. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- 3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- 4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

## 31. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- 1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- 3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

## 32. PROCEDURE TO ASK QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT

- The Shareholders, seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company through email on <u>compliance@atishay.com</u>. Questions/queries received by the Company till Tuesday, June 03,2025 shall only be considered and responded during the AGM.
- Shareholders who would like to express their views during the AGM may register themselves as a speaker by sending their request from their registered email mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at <u>compliance@atishay.com</u> from Sunday, June 1, 2025 to Wednesday, June 04, 2025.
- 3. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.



#### 33. OTHER INSTRUCTIONS RELATED TO REMOTE EVOTING:

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, the Company has provided facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- (ii) Members who are present at the AGM through VC/ OAVM and have not cast their vote on resolutions through remote e-voting, may cast their vote during the AGM through e-voting system provided by National Securities Depository Limited during the AGM. The members who had cast their vote by remote e-voting prior to the meeting may also attend the AGM but shall not be entitled to cast their vote again during the AGM.
- (iii) Voting rights of a member /beneficial owner (in case of electronic shareholding) shall be in proportion to his share in the paid-up equity share capital of the Company as on the cut-off date. As per the Secretarial Standard SS-2 on General Meetings 'cut-off date' means a date not earlier than 7 days before the date of general meeting.
- (iv) 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 (i.e., June 03, 2025) shall only be entitled to attend the AGM through VC/OAVM on June 10, 2025, and avail the aforesaid facility of remote e-voting as well as e-voting at the AGM.
- (v) Any person holding shares in physical form and non-individual Members, who acquire shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, i.e., Tuesday, June 03, 2025 may obtain the login ID and password by sending a request to NSDL at evoting@nsdl.com, to the Company at Compliance@atishay.com, or to the Registrar and Transfer Agent (RTA) at rnt.helpdesk@ in.mpms.mufg.com.

However, if the person is already registered with NSDL for remote e-Voting, then the existing user ID and password of the said person can be used for casting vote. If the person forgot his/her password, the same can be reset by using 'Forgot User Details/ Password' or 'Physical User Reset Password' option available at <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a> or by calling on 022 4886 7000.

In case of Individual Members holding securities in Demat mode who acquire shares of the Company and becomes a Member of the Company after sending the Notice and holding shares as of the cutoff date i.e., Tuesday, June 03, 2025, may follow steps mentioned in the notes to Notice under 'Access to NSDL e-Voting system.

(vi) CS PRAJAKTA V PADHYE, Practicing Company Secretary, Partner of M/s Nilesh A. Pradhan & Co., LLP, Company Secretaries (Membership No. FCS 7478; CP No 7891) having office address at B-201, Pratik Industrial Estate, Near Fortis Hospital, Mulund Goregaon Link Road, Mumbai-400078 has been appointed as the Scrutiniser to scrutinise the Remote e- voting and e-voting process during AGM in a fair and transparent manner.

The Scrutinizer shall, immediately after the completion of the scrutiny of the e-Voting (votes cast during the AGM and votes cast through remote e-Voting), within 2 working days from the conclusion of the AGM, submit a consolidated Scrutinizer's report of the total votes cast in favour and against the Resolution(s), invalid votes, if any, and whether the Resolution(s) has/have been carried or not, to the Chairman or a person authorized by him in writing.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website <a href="https://www.atishay.com">www.atishay.com</a> and on the website of NSDL <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a> immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited, where the securities of the Company are listed. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting.

## 34. PROCEDURE FOR REGISTERING THE EMAIL ADDRESSES AND BANK DETAILS BY SHAREHOLDERS:

(i) For Temporary Registration for Demat shareholders:

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with MUFG



Intime India Pvt Ltd by clicking the link <a href="https://web.in.mpms.mufg.com/EmailReg/Email\_Register.html">https://web.in.mpms.mufg.com/EmailReg/Email\_Register.html</a> in their web site <a href="https://www.in.mpms.mufg.com">www.in.mpms.mufg.com</a> in at the Investor Services tab by choosing the E mail Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, DPID, Client ID/ PAN, mobile number and e-mail id. In case of any query, a member may send an e-mail to RTA at <a href="https://web.in.mpms.mufg.com/helpdesk/Service\_Request.html">https://web.in.mpms.mufg.com/helpdesk/Service\_Request.html</a>

On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification.

#### (ii) For Permanent Registration for Demat shareholders:

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

### (iii) Registration of email id for shareholders holding physical shares:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with MUFG Intime India Pvt Ltd, by clicking the link: https://web.in.mpms.mufg. com/EmailReg/Email\_Register.html in their web site www.in.mpms.mufg.com at the Investor Services tab by choosing the E mail / Bank Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN , mobile number and e mail id and also upload the image of share certificate in PDF or JPEG format. (upto 1 MB). In case of any query, a member may send an e-mail to RTA at https://web.in.mpms.mufg. com/helpdesk/Service\_Request.html

## On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification

#### (iv) Registration of Bank Details for physical shareholders:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their bank details can get the same registered with MUFG Intime India Pvt Ltd , by clicking the link <a href="https://web.in.mpms.mufg.com/">https://web.in.mpms.mufg.com/</a>

EmailReg/Email\_Register.html in their web site www.in.mpms.mufg.com at the Investor Services tab by choosing the E mail/Bank Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, e – mail id along with the he copy of the cheque leaf with the first named shareholders name imprinted in the face of the cheque leaf containing bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format. In case of any query, a member may send an e-mail to RTA at <a href="https://web.in.mpms.mufg.com/helpdesk/Service\_Request.html">https://web.in.mpms.mufg.com/helpdesk/Service\_Request.html</a>

On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification.

#### (v) KYC Updation

This is also a reminder to update KYC details pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024, and to dematerialise physical securities. The circular issued by SEBI mandates all the listed companies to record PAN, Address with PIN code, Mobile Number, Bank Account details, Specimen Signature and choice of Nomination of security holders holding securities in physical mode. While updating Email ID is optional, the security holders are requested to register email id also to avail online services. This is applicable for all security holders holding securities in physical mode.

The formats for choice of Nomination and Updation of KYC details viz; Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and SEBI circulars are available on our website as mentioned below:

https://www.in.mpms.mufg.com > Resources > Downloads > KYC > Formats for KYC.

### 35. PROCEDURE FOR RECEIVING DIVIDEND DIRECTLY IN THEIR BANK ACCOUNT THROUGH ECS

SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 has mandated that with effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature. The security holders are requested to register email id also to avail online services.

In case of non-updation of PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account



Details or Specimen Signature in respect of physical folios, dividend/interest etc. shall be paid only through electronic mode with effect from April 01, 2024 upon furnishing all the aforesaid details in entirety.

If a security holder updates the PAN, Choice of Nomination, Contact Details including Mobile Number, Bank Account Details and Specimen Signature after April 01, 2024, then the security holder would receive all the dividends/interest etc. declared during that period (from April 01, 2024 till date of updation) pertaining to the securities held after the said updation automatically.

Physical Holding	Members are requested to send the following documents in original to RTA latest by Saturday, May 31, 2025. The said form is available on the website of the RTA at <a href="https://web.in.mpms.mufg.com/KYC/index.html">https://web.in.mpms.mufg.com/KYC/index.html</a> .
	As per the requirement, the forms shall be duly filled and signed by the holders stating their name, folio no., complete address and details of the bank account in which dividend is to be received and send to MUFG Intime India Private Limited.
Demat Holding	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP
MUGF in time Assistance	MUFG Intime India Pvt Ltd have the launched 'SWAYAM' designed exclusively for the investors serviced by MUFG Intime and its subsidiaries . 'SWAYAM' is a secure, user-friendly web-based application, developed by "MUFG Intime India Pvt Ltd.", our Registrar and Share Transfer Agents, that empowers shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal.
	For any query, kindly access at <a href="https://swayam.in.mpms.mufg.com/">https://swayam.in.mpms.mufg.com/</a>

#### 36. COMMUNICATION IN RESPECT OF DEDUCTION OF TAX AT SOURCE ON FINAL DIVIDEND PAYOUT

#### For all Shareholders:

The aforementioned forms for tax exemption can be downloaded from MUFG Intime website. The URL for the same is as under: <a href="https://web.in.mpms.mufg.com/client-downloads.html">https://web.in.mpms.mufg.com/client-downloads.html</a> - On this page select the General tab. All the forms are available in under the head General - Downloadable Formats.

The aforementioned documents (duly completed and signed) are required to be uploaded on the URL mentioned below <a href="https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html">https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html</a> On this page the user shall be prompted to select / share the following information to register their request.

- 1. Select the company (Dropdown)
- 2. Folio / DP-Client ID
- 3. PAN
- 4. Financial year (Dropdown)
- 5. Form selection
- 6. Document attachment 1 (PAN)

- 7. Document attachment 2 (Forms)
- Document attachment 3 (Any other supporting document)

Please note that the upload of documents (duly completed and signed) on the website of MUFG Intime India Private Ltd should be done on or before Record date for the dividend in order to enable the Company to determine and deduct appropriate TDS/Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/deduction shall be considered after Record date i.e. Tuesday, June 03, 2025 for the dividend, IST 5:00 PM. The Company will arrange to email a soft copy of TDS certificate to you at your registered email ID post completion of activities.

Shareholders may note that in case the tax on said interim dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from you, option is available to you to file the return of income as per Income Tax Act, 1961 and claim an appropriate refund, if eligible. All communications/queries in this respect should be addressed to our RTA, MUFG Intime India Private Limited <a href="https://web.in.mpms.mufg.com/helpdesk/Service Request.html">https://web.in.mpms.mufg.com/helpdesk/Service Request.html</a>.

# Annexure to the notice of Annual General Meeting

(Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013)

#### Item No. 4

SEBI vide its notification dated December 12, 2024, amended the SEBI Listing Regulations, 2015. The amended regulations require companies to obtain shareholders' approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Furthermore, the appointed Secretarial Auditor must be a peer-reviewed Company Secretary and must not be subject to any disqualifications as specified by SEBI.

In light of the aforesaid, based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on April 29, 2025, approved the appointment of **M/s. Nilesh A. Pradhan & Co., LLP**, Company Secretaries, Mumbai (Firm Registration No. L2018MH005200; LLPIN: AAN-6938), as the Secretarial Auditors of the Company for a period of five consecutive financial years commencing from April 1, 2025, to March 31, 2030, subject to the approval of the shareholders at the ensuing Annual General Meeting.

#### Rationale for Appointment and Credentials

M/s. Nilesh A. Pradhan & Co., LLP (NAPCO), Practising Company Secretaries, is proposed for appointment considering their extensive experience and established track record in the field of corporate compliance and secretarial services. Established in 2001 as a proprietorship and later converted into a Limited Liability Partnership in December 2018, the firm is a peer-reviewed entity recognized by the Institute of Company Secretaries of India (Peer Review No. 1908/2022).

The firm is led by two seasoned professionals—Mr. Nilesh A. Pradhan, a Fellow Member of ICSI with 24 years of rich practice experience and a strong academic and public speaking background, and Ms. Prajakta V. Padhye, also a Fellow Member of ICSI, with 16 years of experience and a sound academic profile.

NAPCO is supported by a qualified internal team comprising Company Secretaries, trainees, and administrative staff, and benefits from a nationwide network of associate CS firms, enabling it to offer seamless services across India. The firm's service portfolio includes company and LLP incorporations, retainer-based compliance support, secretarial and due diligence audits, mergers, demergers, amalgamations, advisory services on Company Law, SEBI and Stock Exchange matters, Corporate Governance, Public and Rights Issues, and various statutory certifications. Its clientele includes listed companies, multinational corporations, MSMEs, LLPs, and professionals across sectors.

Given the firm's credentials, peer-reviewed status, integrity, and demonstrated ability to manage complex assignments, the

Board is of the view that its appointment would suitably serve the Company's current and future compliance needs.

The proposed remuneration for the Secretarial Audit for the financial year 2025 is ₹1,25,000/- (Rupees One Lakh Twenty-Five Thousand only), plus applicable taxes and out-of-pocket expenses. Remuneration for subsequent financial years shall be determined by the Board of Directors, based on the recommendation of the Audit Committee, keeping in view the scope of work, industry standards, and the firm's performance.

M/s. Nilesh A. Pradhan & Co., LLP has consented to act as the Secretarial Auditors of the Company and confirmed that their appointment, if made, will be within the limits prescribed under Section 204 of the Companies Act, 2013. They have also confirmed that they are not disqualified from being appointed and have no conflict of interest. Further, they have declared that they have not undertaken any prohibited non-secretarial audit assignments for the Company, in compliance with Section 204 of the Companies Act, 2013 and the rules made thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions.

In view of their qualifications and experience, the Board proposes the appointment of M/s. Nilesh A. Pradhan & Co., LLP as the Secretarial Auditors of the Company.

Accordingly, the consent of the Members is sought for the approval of the said appointment.

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

By Order of the Board For Atishay Limited

Sambedna Jain Company Secretary M. No -F11007

Place: Bhopal Date: April 29, 2025

#### **Registered Office**

14/15, Khatau Building ,44 Bank Street, Fort 44 Bank Street, Fort, Mumbai City, Mumbai, Maharashtra, India, 400001

CIN: L70101MH2000PLC192613 Tel No: +91 49739081/82

Email Id: <a href="mailto:compliance@atishay.com">compliance@atishay.com</a>
Website: <a href="https://www.atishay.com/">https://www.atishay.com/</a>



## (Annexure A to Notice dated April 29, 2025)

Details of Directors seeking Appointment/Re-Appointment/Variation of the terms of remuneration at the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of Director	Mrs. Rekha Jain
DIN	00039939
Date of Birth and age	16/09/1967
Date of Appointment on the Board	30/03/2000
Qualifications	Master's degree in Arts (Sociology)
Experience and Expertise	She has been associated with the Company from its formative years. Renowned for her unyielding ethical principles, she is a beacon of philanthropy, tirelessly working to enhance the lives of India's underprivileged. Her visionary leadership has played a pivotal role in shaping the Company, fostering its growth, and ensuring its long-term sustainability.
	Beyond her corporate influence, she is deeply committed to social welfare initiatives, championing causes related to education, healthcare, and women's empowerment. Under her stewardship, Atishay has not only thrived as an organization but has also maintained and nurtured its unique corporate culture—one that values integrity, inclusivity, and corporate social responsibility.
Directorships held in other public	She is Director in Atishay Foods & Spices Private Limited.
companies and private companies	
(excluding foreign companies)	
Memberships / Chairmanships of	She is a member of following committees in Atishay Limited:
Committees across all companies	- Stakeholder/ Investor Relationship Committee;
	- Nomination and Remuneration Committee;
	- Corporate Social Responsibility.
	And Presiding Officer of Sexual Harassment Committee.
No. of Equity Shares held in the Company as on date	15,86,790
Disclosures of relationship between	Kindly refer the Corporate Governance Report.
Directors inter-se	
Number of Board Meetings attended	3 out of 5
during the year i.e. (April 01, 2024- March 31, 2025)	
Skill & Capabilities	Kindly refer the Corporate Governance Report.

For further details, including the terms and conditions of appointment or re-appointment, remuneration of Directors, and awards and recognitions, please refer to the Notice of the AGM and the Corporate Governance Report, which form part of this Annual Report.

By Order of the Board For Atishay Limited

Sambedna Jain Company Secretary M. No. -F11007

Place: Bhopal Date: April 29, 2025

#### **Registered Office**

14/15, Khatau Building ,44 Bank Street, Fort 44 Bank Street, Fort, Mumbai City, Mumbai, Maharashtra, India, 400001

CIN: L70101MH2000PLC192613 Tel No: +91 49739081/82

Email Id: <a href="mailto:compliance@atishay.com">compliance@atishay.com</a> Website: <a href="https://www.atishay.com/">https://www.atishay.com/</a>