

## NOTICE OF THE 11<sup>TH</sup> ANNUAL GENERAL MEETING

NOTICE is hereby given that the 11<sup>th</sup> ANNUAL GENERAL MEETING of the Members of DRC SYSTEMS INDIA LIMITED will be held on Thursday, September 14, 2023 at 11.00 a.m. IST through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") to transact the following businesses:

### ORDINARY BUSINESS:

#### Item No. 1 – Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.

#### Item No. 2 – Appointment of Mr. Janmaya Pandya (DIN: 09019756) as a Director liable to retire by rotation

To appoint a Director in place of Mr. Janmaya Pandya (DIN: 09019756) who retires by rotation, and being eligible, offers himself for re-appointment.

### Special Business:

#### Item No. 3 – Re-appointment of Mr. Hiten Barchha (DIN: 05251837) as the Managing Director of the Company

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

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 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) ("Act") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to such other consents, permissions, approvals as may be necessary and in accordance with the Articles of Association of the Company and based upon the recommendations of the Nomination & Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee constituted/

to be constituted by the Board), the consent of the Members of the company be and is hereby accorded to the re-appointment of Mr. Hiten Barchha (DIN: 0521837) as Managing Director, not liable to retire by rotation, for a further period of 3 (three) years, with effect from November 09, 2023 on the terms and conditions of re-appointment as mentioned in this resolution and the explanatory statement annexed hereto and at remuneration not exceeding Rs. 1.00 Crore (Rupees One Crore Only) per annum and other benefits plus any increment in remuneration by way of bonus/ incentive/ performance linked incentive, if any, payable to Mr. Hiten Barchha with a liberty to the Board to revise the remuneration without approval of Shareholders within the prescribed ceiling limit of Schedule V and other applicable provisions of the Act.

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Hiten Barchha shall be such amount as may be fixed by the Board (including its Committee thereof) from time to time but not exceeding Rs. 1 Crore (Rupees One Crore Only) per annum and that the terms and conditions of the aforesaid remuneration payable to Mr. Hiten Barchha be varied/ altered/ revised within said overall limit, in such manner as may be required during the aforesaid period of 3 (Three) years and that in case of loss or inadequacy of profits, the remuneration as decided, shall be paid as minimum remuneration."

**RESOLVED FURTHER THAT** in the event of any statutory amendment or modification by the Central Government to Schedule V to the Companies Act, 2013, the Board be and is hereby severally authorized to vary and alter the terms of appointment including salary, commission, allowances, perquisites and other benefits etc. payable to Mr. Hiten Barchha within such prescribed limits or ceiling and as agreed by and between the Company and Mr. Hiten Barchha as per the applicable provisions of the Act.

**RESOLVED FURTHER THAT** Mr. Hiten Barchha shall not be liable to retire by rotation during his tenure as the Managing Director of the Company, subject to SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

**RESOLVED FURTHER THAT** Mr. Hiten Barchha shall exercise substantial powers of management, subject to superintendence, control and direction of the Chairman and Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board of Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as consider necessary, and to take such actions/ decisions as it may deem fit.”

**Item No. 4 - Re-appointment of Mr. Janmaya Pandya (DIN: 09019756) as the Executive Director of the Company**

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

“**RESOLVED THAT** pursuant to the provisions of Section 196,197,198 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) (“Act”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to such other consents, permissions, approvals as may be necessary and in accordance with the Articles of Association of the Company and based upon the recommendations of the Nomination & Remuneration Committee and approval of the Board of Directors of the Company having been received (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted/ to be constituted by the Board), the consent of the company be and is hereby accorded to the re-appointment of Mr. Janmaya Pandya (DIN: 09019756) as Executive Director designated as Director of the Company liable to be retire by rotation, for a period of three years with effect from January 06, 2024 on the terms and conditions of re-appointment as mentioned in this resolution and the explanatory statement annexed hereto, at a maximum remuneration of Rs. 50.00 Lakhs (Rupees Fifty Lakhs Only) per annum and other

benefits plus any increment in remuneration by way of bonus/ incentive/ performance linked incentive, if any, payable to Mr. Janmaya Pandya with a liberty to the Board of Directors or Nomination and Remuneration Committee to revise the remuneration without approval of Shareholders within the prescribed ceiling limit of Schedule V and other applicable provisions of the Act. any, payable to Mr. Janmaya Pandya with a liberty to the Board of Directors or Nomination and Remuneration Committee to revise the remuneration without approval of Shareholders within the prescribed ceiling limit of Schedule V and other applicable provisions of the Act.

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Janmaya Pandya shall be such amount as may be fixed by the Board (including its Committee thereof) from time to time but not exceeding Rs. 50.00 Lakhs (Rupees Fifty Lakhs Only) per annum at any point of time and that the terms and conditions of the aforesaid remuneration payable to Mr. Janmaya Pandya be varied/ altered/ revised within said overall limit, in such manner as may be required during aforesaid period of 3 (Three) years and that in case of loss or inadequacy of profits, the remuneration as decided, shall be paid as minimum remuneration.”

**RESOLVED FURTHER THAT** in the event of any statutory amendment or modification by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted/ to be constituted by the Board) be and is hereby authorized to vary and alter the terms of appointment including salary, commission, allowances, perquisites and other benefits etc. payable to Mr. Janmaya Pandya within such prescribed limits or ceiling and as agreed by and between the Company and Mr. Janmaya Pandya as per provisions of the Act.

**RESOLVED FURTHER THAT** Board of Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as consider necessary in the best interest of the Company”

**Registered Office:**

24<sup>th</sup> Floor, GIFT Two Building,  
Block No. 56, Road-5C, Zone-5,  
GIFT CITY, Gandhinagar - 382 355,  
Gujarat, India

**Date:** July 28, 2023

By the Order of the Board,  
**For DRC Systems India Limited**

**Jainam Shah**  
**Company Secretary**

**NOTES:**

1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of the Special businesses set out as an item of the accompanying notice is annexed herewith.
2. A statement providing additional details of the Directors seeking re-appointment as set out in the Notice is annexed herewith as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('ICSI').
3. In compliance with the circular issued by the Ministry of Corporate Affairs ("MCA"), vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 2/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and other relevant circulars ("MCA Circulars") and the Securities and Exchange Board of India ("SEBI") has also issued circular in continuation to previous Circulars dated 12th May, 2020, Circular dated January 15, 2021, Circular dated May 13, 2022 further extended the relaxation vide Circular dated January 05, 2023 which does not require physical presence of the Members at common venue. In view of this, the 11th Annual General Meeting (AGM) is being conducted through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"). The registered office of the Company shall be deemed to be the venue for the AGM.
4. Pursuant to the provisions of the Companies Act, 2013 ("Act"), a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or Governing Body Resolution/ Authorization Letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Company by e-mail at [ir@drcsystems.com](mailto:ir@drcsystems.com).
6. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Act.
7. In line with the aforesaid Circulars, the Notice of AGM along with Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2022-23 has been uploaded on the website of the Company at [www.drcsystems.com](http://www.drcsystems.com). The Notice and Annual Report 2022-23 can also be accessed from the websites of the Stock Exchanges i.e. the BSE Limited and the National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the e-voting website of Link Intime India Private Limited ("Link Intime") (agency for providing the Remote e-Voting facility) i.e. <https://instavote.linkintime.co.in>.
8. We urge Members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered / updated their email addresses are requested to register / update their email addresses with their respective depository participants, and members holding shares in physical mode are requested to update their email addresses with the RTA & the Company by providing necessary details like Folio No., Name of the shareholder by email to [ir@drcsystems.com](mailto:ir@drcsystems.com) to receive copies of the Annual Report 2022-23 and other communications in electronic mode.
9. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 07, 2023 to Thursday, September 14, 2023 (both days inclusive) for the purpose of AGM.

10. Shareholders seeking any information with regard to financial statements or any matter to be placed at the AGM are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
11. To support the "Green Initiative", A Members holding shares in physical form are requested to notify/send their email id and bank account details to the Registrar & Transfer Agent (RTA) of the Company i.e. Link Intime India Private Limited. In addition, members holding shares in the demat form are requested to contact their respective Depository Participant and register their email id and bank account for receiving all communication including Annual Report 2022-23, Notices, Circulars, etc. from the Company electronically.
12. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to the RTA in case the shares are held in physical form.
13. As per Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 07, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the RTA of the Company i.e. Link Intime India Private Limited, 5th Floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Navarangpura, Ahmedabad - 380 009, Gujarat, India for assistance in this regard.
14. Pursuant to Section 72 of the Act, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the RTA of the Company i.e. Link Intime India Private Limited. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant. The Nomination Form is available on the Company's website i.e. [www.drcsystems.com](http://www.drcsystems.com).
15. SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.
16. SEBI vide its Circular Nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021, SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2022 and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 has provided common and simplified norms for processing investor's service request by RTA's and norms for furnishing PAN, KYC and Nomination details. As per the said Circular, it is mandatory for the shareholders holding securities in physical form to inter alia furnish PAN, KYC and Nomination details. Physical folios wherein the PAN, KYC and Nomination details are not available shall be frozen by the RTA on or after due date. Holders of such frozen folios shall be eligible to lodge their grievance or avail service request from the RTA only after furnishing the complete documents/details. Similarly, the holders of such frozen folios shall be intimated in case of any payment including dividend, interest or redemption stating that such payment is due and shall be made electronically upon furnishing complete documents/details. Any payments including dividend in respect of such frozen folios shall only be made electronically with effect from April 01, 2024, upon registering the required details. The said physical folios shall be referred by the Company or RTA to the administering authority under the Prohibition of Benami Property Transactions Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025.

Pursuant to the said Circular, the Company has sent letters to all Member(s) holding Shares of the Company in physical form for furnishing their PAN, KYC details (i.e., Postal Address with pin code, email address, mobile number, bank account details) and Nomination details through Form ISR-1.

The investor service requests forms for updation of PAN, KYC, Bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and SH-14 are available on the website of the Company at [www.drccsystems.com](http://www.drccsystems.com). In view of the above, we urge the shareholders to submit the Investor Service Request form along with the supporting documents at the earliest.

17. Pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, securities of the Company shall be issued in dematerialized form only while processing service requests in relation to issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

To avoid any inconvenience, you are requested to kindly convert your shares into demat form. In case of any clarification, shareholders are requested contact to the RTA at [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in).

18. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
19. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act, the certificate from Secretarial Auditors of the Company certifying that the Employee Stock Option Scheme of the Company has been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and all other documents referred to in the Notice will be available for inspection in electronic mode during the AGM.

20. The Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
21. In compliance with the Circulars, the Annual Report 2022-23, the Notice of the 11<sup>th</sup> AGM and instructions for e-voting are being sent through electronic mode to those Members whose email addresses are registered with the Company / depository participant(s).
22. Members desiring to claim unclaimed shares and net proceeds of Fractional Shares are requested to correspond with RTA as mentioned above or to the Company at its Registered Office. Members are requested to note that, shares and net proceeds of Fractional Shares if not claimed for a consecutive period of 7 years from the date of its allotment, are liable to be transferred to the demat account of the IEPF Authority and Investor Education and Protection Fund ("IEPF"), respectively as per Section 124 of the Act read with applicable IEPF rules. In view of this, Members/ Claimants are requested to claim their Unclaimed shares and net proceeds of fractional shares from the Company, within the stipulated timeline.
- 23. Process for those members whose email ids are not registered - for registration of Email addresses to obtain AGM Notice/Annual Report of the Company:**
- For Members holding shares in Physical mode - please provide necessary details like Folio No., Name of shareholder by email to [ir@drccsystems.com](mailto:ir@drccsystems.com).
  - Members holding shares in Demat mode can get their E-mail ID registered by contacting their respective Depository Participant.

**24. General Information:**

- I. Shareholders/Members are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.
- II. Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- III. Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- IV. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.
- V. Shareholders who would like to express their views or ask questions during the AGM may register themselves as a speaker in advance at least 7 days before the AGM by sending their request from their registered email address mentioning their name, DP ID and Client ID / Folio Number, PAN, mobile number at [ir@drcsystems.com](mailto:ir@drcsystems.com). Those Shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

**25. VOTING THROUGH ELECTRONIC MEANS:**

- A. In compliance with provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, and any other applicable provisions as amended, the Company is pleased to offer the facility of voting through electronic means and the businesses set out in the Notice above may be transacted through such

electronic voting. 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') is provided by Link Intime India Private Limited.

- B. The Members, who will be present in the AGM through VC 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 facility during the meeting.
- C. The Members who have cast their vote by remote e-voting prior to the AGM may also attend / participant in the AGM through VC but shall not be entitled to cast their vote again.
- D. The remote e-voting period, commences at 09:00 a.m. on Monday, September 11, 2023 and ends at 05:00 p.m. on Wednesday, September 13, 2023. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Thursday, September 07, 2023, may cast their vote by remote e-voting. Members have the option to cast their vote on any of the resolutions using the remote e-Voting facility either during the period commences at 09:00 a.m. on Monday, September 11, 2023 and ends at 05:00 p.m. on Wednesday, September 13, 2023 or e-Voting during the AGM. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
- E. The voting rights of shareholders shall be in proportion to their shares in the Paid Up Equity Share Capital of the Company as on the cut-off date, being Thursday, September 07, 2023.

**26. Instructions for remote e-voting and e-voting at the AGM:**

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post June 09, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ul style="list-style-type: none"> <li>• If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password.</li> <li>• After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>• If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>• Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>
Individual Shareholders holding securities in demat mode with CDSL	<ul style="list-style-type: none"> <li>• Existing user of 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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>• 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, KARVY, LINKINTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li> <li>• If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>• Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E-Voting is in progress.</li> </ul>

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.
- Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders holding securities in Physical mode & e-voting service provider is LINKINTIME.

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
- Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
  - A. **User ID:** Shareholders/ members holding shares in **physical form shall provide** Event No. + Folio Number registered with the Company.
  - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
  - D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
- Shareholders/ members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above
- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
- Click “**confirm**” (Your password is now generated).
2. Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.
4. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
7. After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘**No**’ and accordingly modify your vote.

#### Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.



### **Individual Shareholders holding securities in Physical mode & e-voting service Provider is LINKINTIME, have forgotten the password:**

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on '**Submit**'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

### **Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:**

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/depository participants website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

### **Helpdesk for Individual Shareholders holding securities in demat mode:**

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

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

### **Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & e-voting service Provider is LINKINTIME.**

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

## 27. Process and manner for attending the Annual General Meeting through InstaMeet:

For a smooth experience of AGM proceedings, shareholders who are registered for the event are requested to download and install the Webex application in advance on the device that you would be using to attend the meeting by clicking on the link <https://www.webex.com/downloads.html/>.

Shareholders also have an option to click on the URL provided to attend the meeting. Please read the instructions carefully and participate in the meeting. For any support, shareholders may also call the RTA on the dedicated number provided in the instructions.

- a. Open the internet browser and launch the URL for InstaMeet <<<https://instameet.linkintime.co.in>>> and register with your following details:

DP ID / Client ID or Beneficiary ID or Folio No.	Enter your 16 digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the Company.
PAN	Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).
Mobile No.	Enter your mobile number.
Email ID	Enter your email id, as recorded with your DP/Company.

- b. Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

## 28. Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutiniser during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

- On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
- Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
- After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/ Against'.
- After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**29.** In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

**30. Other Instructions:**

- I. M/s. SPANJ & Associates, Company Secretaries have been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the e-voting system on the date of the AGM in a fair and transparent manner.
- II. Based on the report received from the Scrutinizer, the Company will submit within Two working days of the conclusion of the Meeting to the stock exchanges i.e. the BSE Limited and the National Stock Exchange of India Limited, details of the voting results as required under Regulation 44(3) of the Listing Regulations and the shall also be placed on the Company's website [www.drcsystems.com](http://www.drcsystems.com) and on the website of Link Intime <http://instavote.linkintime.co.in>.
- III. Subject to the receipt of requisite number of votes, the Resolutions forming part of the AGM Notice shall be deemed to be passed on the date of the AGM i.e. Thursday, September 14, 2023.

## ANNEXURE TO THE NOTICE

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013 AND REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

#### Item No. 3

Mr. Hiten Barchha (DIN: 05251837) is one of the Promoters and the Managing Director of the Company. With keen business acumen and strategic planning skills, he has contributed immensely in shaping the long term vision and mission of the Company with major emphasis on business development in focus areas, undertaking of new projects, achieving operational efficiencies and building upon commercial successes. He was appointed as the Managing Director of the Company for a period of 3 years, from November 09, 2020 till November 08, 2023.

The Board considers that his continued association with the company would be of immense benefit to the Company and it is desirable to avail the services of Mr. Hiten Barchha as Managing Director. Considering the pivotal role played by Mr. Hiten Barchha and his significant contribution in the management and development of various projects of the Company, it was proposed to re-appoint him for a further period of three years w.e.f. November 09, 2023.

In accordance with the provisions of Section 196, 197 and 203 of Companies Act, 2013 ('Act'), read with Schedule V to the Act and other applicable provisions, if any, of the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being force), based on the recommendation of the Nomination and Remuneration Committee and the Audit Committee, the Board of Directors of the Company in its meeting held on May 29, 2023, re-appointed Mr. Hiten Barchha as Managing Director of the Company for a period of 3 (Three) years with effect from November 09, 2023 and subject to SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, not liable to retire by rotation at remuneration not exceeding Rs. 1.00 Crore (Rupees One Crore Only) per annum and other benefits plus any increment in remuneration by way of bonus/ incentive/ performance linked incentive, if any payable to him with a liberty to the Board of Directors or Nomination and Remuneration Committee to revise the remuneration without approval of Shareholders within the prescribed ceiling limit of Schedule V and other applicable provisions of the Act.

Mr. Hiten Barchha is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given consent to act as Director. Mr. Hiten Barchha is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

Mr. Hiten Barchha shall be in charge of the overall operations and management of the Company.

He shall draw maximum remuneration upto Rs. 1.00 Crore (Rupees One Crore Only) per annum and other benefits plus any increment in remuneration by way of bonus/ incentive/ performance linked incentive, if any, payable to him from the Company and shall not be liable to retire by rotation.

A brief profile of Mr. Hiten Barchha as required by the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Listing Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India are provided as annexure to this Notice.

The above mentioned terms and conditions shall be deemed to be an abstract under Section 190 of the Act.

Pursuant to Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (Act), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being force), the remuneration of Mr. Hiten Barchha (DIN: 05251837) as decided by the Board is required to be approved by the Members at their meeting.

The statement pursuant to Clause (IV) of Section II of Schedule V of Companies Act, 2013 is as under:

<b>I. General Information</b>		
1	Nature of Industry	Information Technology
2	Date or expected date of commencement of commercial production:	Not Applicable.
3	In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable.
4	Financial Performance based on given indicators	Performance for Financial Year 2022-23: Revenue from Operations: Rs. 2,181.78 Lakhs, Profit After Tax: Rs. 420.01 Lakhs, Earnings per share: Rs. 1.03
5	Foreign investments or collaborations, if any.	Rs. 1,439.87 Lakhs (equivalent to EUR 16.76 Lakhs)
<b>II. Information about the appointee:</b>		
1	Background details	He holds a Bachelor's degree in Computer Science from DDU, Nadiad
2	Past remuneration	Rs. 51.00 Lakhs
3	Job profile and his suitability	Mr. Hiten Barchha is an experienced professional with a demonstrated history of working in the information technology and services industry. He has over 13+ years of industry experience and focused on bringing innovation and efficiency to business by leveraging the right IT tools and technologies. Passionate about the potential use of new technologies that can help the business remain ahead of curve.
4	Remuneration proposed	As mentioned in the Resolution stated above.
5	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and board level positions held in similar sized and similarly positioned business.
6	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel	Mr. Hiten Barchha holds 8,98,910 Equity Shares of the Company.
<b>III. Other information:</b>		
1	Reasons of loss or inadequate profits	The profit of the company has increased by 6 times over the last financial year on a standalone basis. However, the company's profitability was impacted by geopolitical dynamics and macroeconomic volatility. The resource utilisation levels were affected due to intense competition in this industry. Also, the company has incurred various strategic and sub-contracting expenditures to maintain competitiveness in the present landscape, which has consequently influenced both profitability and profit margins.
2	Steps taken or proposed to be taken for improvement	The company has implemented a continuous monitoring approach to ensure pro-active risk management and has also initiated a sequence of strategic and operational actions that are anticipated to lead to enhancements in its current standing.
3	Expected increase in productivity and profits in measurable terms	The company is mindful of enhancing productivity and consistently implements efforts to boost both productivity and profitability. The management holds a positive outlook regarding achieving enduring and sustained revenue and profitability growth in the upcoming periods.

The resolution contained in item no. 3 of the accompanying Notice, accordingly, seeks Member's approval for reappointment of Mr. Hiten Barchha as the Managing Director of the Company.

Except Mr. Hiten Barchha and his relatives, none of the Directors, Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their respective shareholding, if any, in the Company.

This Explanatory Statement may also be regarded as a disclosure under applicable provisions of the Listing Regulations.

The Board recommends passing the special resolution as set out in Item no. 3 of this Notice, for approval by the Members of the Company.

#### **Item No. 4**

Mr. Janmaya Pandya (DIN: 09019756) was appointed as an Executive Director of the Company for a period of 3 years w.e.f. January 06, 2021. The Board was further informed that his term of appointment would come to an end on January 05, 2024.

Considering the vast experience and knowledge in the field of finance, the Board of Directors felt that it is in interest of the Company to re-appoint Mr. Janmaya Pandya (DIN: 09019756) for a further period of three years w.e.f. January 06, 2024.

In accordance with the provisions of Section 196 and 197 of Companies Act, 2013 ('Act'), read with Schedule V to the Act and other applicable provisions, if any, of the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being force), based on the recommendation of the Nomination and Remuneration Committee and Audit Committee and considering the vast experience and knowledge in Finance, the Board of Directors, at its meeting held on May 29, 2023 has re-appointed Mr. Janmaya Pandya (DIN: 09019756) for a further period of three years w.e.f. January 06, 2024, at a remuneration not exceeding Rs. 50.00 Lakhs (Rupees Fifty Lakhs Only) per annum and other benefits plus any increment in remuneration by way of bonus/ incentive/ performance linked incentive, if any, payable to him with a liberty to the Board of Directors or Nomination and Remuneration Committee to revise the remuneration without approval of Shareholders within the prescribed ceiling limit of Schedule V and other applicable provisions of the Act.

Mr. Janmaya Pandya is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given consent to act as Director. Mr. Janmaya Pandya is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

He shall draw maximum remuneration upto Rs. 50.00 Lakhs (Rupees Fifty Lakhs Only) per annum and other benefits plus any increment in remuneration by way of bonus/ incentive/ performance linked incentive, if any, payable to him from the Company.

A brief profile of Mr. Janmaya Pandya as required by the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Listing Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India are provided as annexure to this Notice.

The above mentioned terms and conditions may be treated as memorandum setting out the terms of appointment of Mr. Janmaya Pandya under Section 190 of the Act.

Pursuant to Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (Act), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being force), the revised remuneration of Mr. Janmaya Pandya (DIN: 09019756) as decided by the Board is required to be approved by the Members at a general meeting.

The statement pursuant to Clause (IV) of Section II of Schedule V of Companies Act, 2013 is as under:

<b>I. General Information</b>		
1	Nature of Industry	Information Technology
2	Date or expected date of commencement of commercial production:	Not Applicable.
3	In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable.
4	Financial Performance based on given indicators	Performance for Financial Year 2022-23: Revenue from Operations: Rs. 2,181.78 Lakhs, Profit After Tax: Rs. 420.01 Lakhs, Earnings per share: Rs. 1.03
5	Foreign investments or collaborations, if any.	Rs. 1,439.87 Lakhs (equivalent to EUR 16.76 Lakhs)
<b>II. Information about the appointee:</b>		
1	Background details	Mr. Janmaya Pandya holds a bachelor's degree in Commerce from H.L. College of Commerce, Gujarat and a PGDM – Finance from Goa Institute of Management, Goa. He has cleared Level II of the Chartered Financial Analyst Program of CFA Institute.
2	Past remuneration	Rs. 18.34 Lakhs
3	Job profile and his suitability	Mr. Janmaya Pandya offers a rich blend of finance, operations, accounting, auditing and advisory gained from more than 9 years of experience in the finance sector. He brings vast expertise and experience in managing financial accounts, developing and allocating budgets, IFC, business strategies, MIS and Financial Modelling. Adept at adding value, reorganizing, streamlining and strengthening finance operations to maximize performance and profitability.
4	Remuneration proposed	As mentioned in the Resolution stated above.
5	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and board level positions held in similar sized and similarly positioned business.
6	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel	Mr. Janmaya Pandya holds 12,570 Equity Shares of the Company.

**III. Other information:**

1	Reasons of loss or inadequate profits	The profit of the company has increased by 6 times over the last financial year on a standalone basis. However, the company's profitability was impacted by geopolitical dynamics and macroeconomic volatility. The resource utilisation levels were affected due to intense competition in this industry. Also, the company has incurred various strategic and sub-contracting expenditures to maintain competitiveness in the present landscape, which has consequently influenced both profitability and profit margins.
2	Steps taken or proposed to be taken for improvement	The company has implemented a continuous monitoring approach to ensure pro-active risk management and has also initiated a sequence of strategic and operational actions that are anticipated to lead to enhancements in its current standing.
3	Expected increase in productivity and profits in measurable terms	The company is mindful of enhancing productivity and consistently implements efforts to boost both productivity and profitability. The management holds a positive outlook regarding achieving enduring and sustained revenue and profitability growth in the upcoming periods.

The resolution contained in item no. 4 of the accompanying Notice, accordingly, seeks Member's approval for reappointment of Mr. Janmaya Pandya as the Executive Director of the Company.

None of the Directors and/or Key Managerial personnel of the Company and their relatives, except Mr. Janmaya Pandya and their relatives, are in any way concerned or interested in the proposed resolution.

This Explanatory Statement may also be regarded as a disclosure under applicable provisions of the Listing Regulations.

The Board recommends passing the Special Resolution as set out in Item no. 4 of this Notice, for approval by the Members of the Company.

**Registered Office:**

24<sup>th</sup> Floor, GIFT Two Building,  
Block No. 56, Road-5C, Zone-5,  
GIFT CITY, Gandhinagar – 382 355,  
Gujarat, India

**Date:** July 28, 2023

By the Order of the Board,  
**For DRC Systems India Limited**

Jainam Shah  
Company Secretary



## DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT:

[Pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Paragraph 1.2.5 of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India]

Particulars	Profile of the Director	
Name of the Director(s)	Mr. Hiten Barchha	Mr. Janmaya Pandya
DIN	05251837	09019756
Age	38 years	33 years
Date of Birth	03/12/1985	22/02/1990
Date of first appointment on the Board	08/06/2020	06/01/2021
Qualifications	Bachelor's degree in Computer Science from DDU, Nadiad.	Bachelor's degree in Commerce from H.L. College of Commerce, Gujarat and a PGDM – Finance from Goa Institute of Management, Goa. He has cleared Level II of the Chartered Financial Analyst Program of CFA Institute.
Experience & Expertise in specific functional areas	Mr. Hiten Barchha is an experienced professional with a demonstrated history of working in the information technology and services industry. He has over 13+ years of industry experience and focused on bringing innovation and efficiency to business by leveraging the right IT tools and technologies. Passionate about the potential use of new technologies that can help the business remain ahead of curve.	Mr. Janmaya Pandya offers a rich blend of finance, operations, accounting, auditing and advisory gained from more than 9 years of experience in the finance sector. He brings vast expertise and experience in managing financial accounts, developing and allocating budgets, IFC, business strategies, MIS and Financial Modelling. Adept at adding value, reorganizing, streamlining and strengthening finance operations to maximize performance and profitability.
Remuneration last drawn (including sitting fees, if any)	Please refer to the Corporate Governance Report (Annexure – B) as part of Director's Report	Please refer to the Corporate Governance Report (Annexure – B) as part of Director's Report
Number of Meeting of the Board attended during the Financial Year 2022-23	6	6
Names of other Companies in which the Director holds Directorship as on as on 31.03.2023	Nil	Nil
Names of other listed Companies from which the Director has resigned in past three years.	Nil	Nil

Particulars	Profile of the Director	
	Name of the Director(s)	Mr. Hiten Barchha
Names of Committees of other listed Companies in which the Director holds Chairmanship/ Membership as on 31.03.2023	Nil	Nil
Shareholding in the Company as on 31.03.2023	8,98,910	12,570
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A.	N.A.
Relationships between Directors, Key Managerial Personnel and Managers of the Company	N.A.	N.A.