THE HINDUSTHAN GROUP®

HINDUSTHAN URBAN INFRASTRUCTURE LIMITED
CIN: L31300DL1959PLC003141
Kanchenjunga (7th Floor) 18, Barakhamba Road, New Delhi - 110001
+91-11-23310001-05 (5 Lines) huil@hindusthan.co.in www.hindusthanurban.com

Date: 5th September, 2025

To,
The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Scrip Code: 539984

Sub: Notice of the 65th Annual General Meeting of the Company

In terms of the requirements of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Notice of the 65th Annual General Meeting of the Company for the Financial Year 2024-25, to be held on Tuesday, 30th September, 2025 at 11:00 A.M. (IST) through Video Conferencing / Other Audio-Visual Means.

The Notice of the 65th Annual General Meeting of the Company is being sent through electronic mode to all the Members whose email ids are registered with the Company/Registrar and Transfer Agent ('RTA')/Depository Participant ('DP'). Further, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose e-mail addresses are not registered with Company/RTA/DPs providing the weblink from where the Annual Report and AGM Notice can be accessed on the Company's website.

You are requested to kindly take the above information on your records.

Thanking you,

Yours Faithfully,

For Hindusthan Urban Infrastructure Limited

MURARI LAL BIRMIWALA Digitally signed by MURARI LAL BIRMIWALA Date: 2025.09.05 16:51:34 +05'30'

(M.L. Birmiwala)
President-Finance & Secretary

Encl: As above

Registered Office: Kanchenjunga, (7th Floor) 18, Barakhamba Road, New Delhi – 110001
CIN: L31300DL1959PLC003141, Website: www.hindusthanurban.com
E-mail: investors@hindusthan.co.in, Phone: +91-11-23310001-05

NOTICE OF THE 65TH ANNUAL GENERAL MEETING

Notice is hereby given that the 65th (Sixty-Fifth) Annual General Meeting **("AGM")** of the Members of Hindusthan Urban Infrastructure Limited will be held on Tuesday, 30th September, 2025, at 11.00 A.M. (IST) through Video Conferencing/Other Audio-Visual Means **("VC/OAVM"),** to transact the following businesses:

The proceedings of the 65th (Sixty-Fifth) Annual General Meeting **("AGM")** shall be deemed to be conducted at the Registered Office of the Company at 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001 which shall be the deemed venue of the AGM.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements (including the Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors ("the Board") and Auditors thereon.

2. To appoint a Director in place of Mr. Raghavendra Anant Mody (DIN: 03158072), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Secretarial Auditors of the Company

To consider and, if thought fit, to pass 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 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations"'), including any statutory modification(s) or re-enactments thereof, for the time being in force and circulars issued thereunder from time to time, and based on the recommendation of the Audit Committee and the Board of Directors, M/s. Manish K & Associates, Practising Company Secretaries (Firm Registration Number: P2016DE087200) be and are hereby appointed as the Secretarial Auditors of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at a remuneration of Rs. 80,000/- (Rupees Eighty Thousand Only) plus applicable taxes.

RESOLVED FURTHER THAT that the Board of Directors of the Company (including any Committee thereof), be and is hereby authorised on behalf of the Company, including but not limited to determine role and responsibilities/ scope of work of the Secretarial Auditor, to negotiate, finalise, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Act or Listing Regulations and such other requirements without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution."

4. **Ratification of Cost Auditor's Remuneration for the Financial Year 2025-26**

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee, the remuneration payable to M/s. J.K. Kabra & Co., Cost Accountants (Firm Registration No. 000009), who were re-appointed by the Board of Directors on the recommendation of the Audit Committee as Cost Auditors, to conduct the audit of the cost records maintained by the Company for the financial year ending 31st March, 2026, amounting to Rs. 35000/- (Rupees Thirty-Five Thousand Only) exclusive of out-of-pocket expenses incurred during the course of audit for visit to Company's work plus applicable taxes, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to this resolution."

By Order of the Board of Directors
For Hindusthan Urban Infrastructure Limited
Sd/-
(M.L. Birmiwala)
President-Finance & Secretary

Date: 13th August, 2025
Place: New Delhi

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') relating to the Special Business, i.e. Item Nos. 3 and 4, to be transacted at the Annual General Meeting ('AGM') is annexed hereto.

2. Pursuant to General Circular No. 20/2020 dated 5th May, 2020 issued by the Ministry of Corporate Affairs ("MCA") read together with MCA General Circular Nos. 14 & 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively and MCA General Circular No. 09/2023 dated 25th September, 2023 and 19th September, 2024 ("MCA Circulars") and SEBI Circular(s) dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023, 7th October, 2023 and 3rd October, 2024 issued by the Securities and Exchange Board of India ('SEBI') along with other applicable Circulars issued by MCA and/or SEBI in this regard, the Company will be conducting this 65th Annual General Meeting ("AGM" or "Meeting") through Video Conferencing/Other Audio Visual Means ("VC"/"OAVM").

3. **QUORUM:** Pursuant to the above-mentioned Circulars, physical attendance of the Members is not required at the AGM and attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013 ("the Act").

4. Pursuant to the provisions of the 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 through VC/OAVM, pursuant to the applicable MCA Circulars read with Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024, physical attendance of Members has been dispensed with. Further, SEBI vide its Notification dated 12th December, 2024, amended SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), whereby the requirement to send proxy forms shall not be applicable to general meetings held only through electronic mode. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

5. **AUTHORISED REPRESENTATIVE:** Corporate/Institutional Members are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/Institutional Members intending to authorise their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board resolution/authorisation letter to the Scrutinizer by email to mailtovinod259@gmail.com with a copy marked to evoting@nsdl.co.in and to admin@skylinerta.com or info@skylinerta.com and also to the Company at investors@hindusthan.co.in, authorising its representative(s) to attend through VC/OAVM and vote on their behalf at the Meeting, pursuant to section 113 of the Act.

6. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote.

7. In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

8. **BOOK CLOSURE:** The Register of Members and share transfer books of the Company will remain closed from 24th September, 2025 to 30th September, 2025 (both days inclusive) for the purpose of AGM.

9. The Register of directors and key managerial personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. 30th September, 2025. Members seeking to inspect such documents can send an email to investors@hindusthan.co.in.

10. Members are requested to address all correspondence, including dividend-related matters, to RTA, Skyline Financial Services Private Limited, Unit: D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020.

11. **IEPF:** Members wishing to claim dividends that remain unclaimed/unpaid are requested to correspond with the RTA as mentioned above or with the Company Secretary, at the Company's registered office or at investors@hindusthan.co.in. Members are requested to note that dividends that are unclaimed/unpaid for seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund (IEPF) Authority. Shares on which dividend remains unpaid/unclaimed for seven consecutive years shall be transferred to Demat Account of IEPF Authority as per the provisions of Section 124 of the Act, read with applicable IEPF rules. Members who have not yet encashed their dividend warrant(s) pertaining to the dividend for the financial year 2017-18 are requested to lodge their claims with RTA or Company immediately. It may be noted that the Unclaimed Dividend for the financial year 2017-18 declared by the Company can be claimed by the Members by 10th October, 2025.

12. **NOMINATION:** Members can avail nomination facility in respect of shares held by them in physical form pursuant to the provisions of section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to the RTA at the above-mentioned address. Members holding shares in electronic form may contact their respective DPs for availing this facility.

13. **ISSUE/TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:** As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), transfer, transmission, transposition of securities of listed companies can be effected only in dematerialised form with effect from 1st April, 2019. Further, SEBI vide its Master Circular dated 7th May, 2024, has mandated that securities shall be issued only in dematerialised mode while processing duplicate/ unclaimed suspense/ renewal/ exchange/ endorsement/ sub-division/ consolidation/ transmission/ transposition service requests received from physical securities holders. In view of the above and to eliminate risk associated with physical shares and to avail various benefits of dematerialisation, Members are advised to dematerialise their shares held in physical form. Members are accordingly requested to get in touch with any DP having registration with SEBI to open a Demat account or alternatively, contact the RTA to seek guidance in the demat procedure.

14. **DISPATCH OF NOTICE AND ANNUAL REPORT:** In accordance with the MCA General Circular No. 20/2020 dated 5th May, 2020, MCA General Circular No. 09/2023 dated 25th September, 2023, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 and SEBI Circular No. SEBI/HO/ DDHS/P/CIR/2023/0164 dated 6th October, 2023, the Annual Report for Financial Year 2024-25, which inter-alia comprises of the Audited Financial Statements (Standalone & Consolidated) along with the Reports of the Board of Directors and Auditors thereon for the Financial Year ended 31st March, 2025 pursuant to section 136 of the Act along with other documents and Notice calling the AGM pursuant to section 101 of the Act read with the Rules framed thereunder are being sent in electronic mode only to those Members whose e-mail addresses are registered with the Company/RTA or the DP(s).

    Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose e-mail ids are not registered with Company/RTA/DP providing the weblink of Company's website from where the Integrated Annual Report for financial year 2024-25 can be accessed. The physical copies of Annual Report and Notice of the AGM will be dispatched only to those shareholders who request for the same by writing to investors@hindusthan.co.in. Members are requested to register/update their email addresses, in respect of electronic holdings with the Depository through the concerned DPs and in respect of physical holdings with the Company/RTA by following due procedure. A copy of the Notice of this AGM along with Annual Report for the FY 2024-25 is available on the website of the Company at http://hindusthanurban.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=9 (AGM Notice) and http://hindusthanurban.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=8 (Annual Report), website of the Stock Exchange where the shares of the Company are listed i.e. BSE Limited at www.bseindia.com and on the website of RTA at www.skylinerta.com

15. **SCRUTINISER FOR E-VOTING:** Mr. Vinod Kumar, proprietor of M/s. Vinod Kumar & Associates, Practicing Company Secretaries (CP No. 21530) has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.

16. **SPEAKER REGISTRATION/ SUBMISSION OF QUESTIONS OR QUERIES BEFORE AGM:** Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request along with their questions/queries from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at investors@hindusthan.co.in between 24th September, 2025 (9.00 a.m. IST) and 26th September, 2025 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and questions, as appropriate for the smooth conduct of the AGM.

17. Facility of joining the AGM through VC / OAVM shall open 30 minutes before and 15 minutes after the time scheduled for AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of 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.

18. In compliance with Section 108 of the Act, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, Regulation 44 of the LODR Regulations and in terms of the MCA and SEBI Circulars, as amended, the Company is providing a facility to its members to exercise their votes electronically through the electronic voting (e-voting) facility provided by the National Securities Depository Limited (NSDL). For this purpose, the Company has availed the facility from 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.

19. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the 'Instructions for e-voting' section which forms part of this Notice.

20. Members holding shares either in physical or dematerialized form, whose names appear in the Register of Members/list of beneficial owners, as on the cut-off date, i.e. as on 23rd September, 2025, may cast their votes electronically. The e-voting period will commence on Saturday, 27th September, 2025 (9:00 A.M. IST) and will end on Monday, 29th September, 2025 (5:00 P.M. IST).The e-voting module will be disabled by NSDL thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share in the paid-up equity share capital of the Company as on the cut-off date, i.e. as on Tuesday, 23rd September, 2025.

A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.

21. The facility for voting during the AGM will also be made available. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting.

22. Any person holding shares in physical form and non-individual shareholders who acquire shares of the Company and become member of the Company after the Notice is sent and holding shares as of the cut-off date, i.e. 23rd September, 2025, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he / she is already registered with NSDL for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote. In case of individual shareholders holding securities in demat mode, who acquire shares of the Company and become members of the Company after the Notice is sent and holding shares as of the cut-off date i.e. 23rd September, 2025, may follow the steps mentioned in the Notice under 'Instructions for e-voting'.

23. 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 their email addresses are requested to register their email addresses with their respective DP and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, Skyline Financial Services Private Limited at compliances@skylinerta.com or admin@skylinerta.com, to receive copies of the Annual Report 2024-25 in electronic mode. Members may follow the process detailed below for registration of email ID to obtain the report and updating of bank account details for the receipt of dividend.

24. Additional information, pursuant to Regulation 36(3) of the LODR Regulations and Secretarial Standard-2 issued by the Institute of Company secretaries of India, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.

25. The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman, after the completion of scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The results declared along with the Scrutinizer's report shall be communicated to the stock exchange, NSDL and RTA, and will also be displayed on the Company's website at www.hindusthanurban.com.

Date: 13th August, 2025
Place: New Delhi

By Order of the Board of Directors
For Hindusthan Urban Infrastructure Limited
Sd/-
(M.L. Birmiwala)
President-Finance & Secretary

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

ITEM NO. 3:

The Board at its meeting held on August 13, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of Manish K & Associates, Practising Company Secretaries, a peer reviewed firm (Firm Registration Number: P2016DE087200) as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members. The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

M/s. Manish K & Associates ("MKCS") is a Companies Secretaries firm, providing Consultancy and Advisory Services, working in areas of Legal Advisory & Consultancy, Capital Market and Securities Law Advisory, RERA Consultancy, Corporate Law Advisory, RBI Compliances, Corporate Litigation, India Entry and Exit Strategies, Merger & Amalgamation, Takeover of Listed and Unlisted entities. It has been serving to the eminent Corporate clients from all parts of the Country. "MKCS" is well exposed in dealing with various regulatory authorities etc.

MKCS has confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 24A of the SEBI Listing Regulations. The Company has duly received their consent to act as such. The services to be rendered by them as Secretarial Auditors is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024. The proposed fees payable in connection with the secretarial audit shall be Rs. 80,000/- (Rupees Eighty Thousand Only) per annum plus applicable taxes for the Financial Year 2025-26 and for subsequent year(s) of their term.

In addition to the secretarial audit, Manish K & Associates shall provide such other services in the nature of certifications and other professional work, as required and determined by the Board of Directors. The relevant fees will be determined by the Board, in consultation with the Secretarial Auditors. There is no material change in the fee payable to such auditor from that paid to the outgoing auditor that is required to be disclosed.

The Board recommends the Ordinary Resolution as set out in Item No. 3 of this Notice for approval of the Members. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the Resolution set out in Item No. 3 of this Notice.

ITEM NO.4

As per the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company at the general meeting. The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s. J.K. Kabra & Co., Cost Accountants (Firm Registration No. 000009), as Cost Auditors to conduct the audit of the cost records of the Company, for the financial year ending 31st March, 2026, at a remuneration of Rs. 35,000/- (Rupees Thirty Five Thousand Only) per annum exclusive of out of pocket expenses incurred during the course of audit for visit to Company's work plus applicable taxes. Approval of the members is being sought for the proposal contained in the resolution set out at item no. 4 of this notice. None of the Directors, Key Managerial Personnel and their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution. The Board recommends the Ordinary Resolution set out at item no. 4 of this Notice, for approval of the members.

Additional information on director recommended for appointment / reappointment as required under Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2

Name of the Director	**Mr. Raghavendra Anant Mody**
Directors Identification Number (DIN)	03158072
Date of Birth	8th September,1990
Original date of appointment on the Board	1st December, 2018
Qualifications	Bachelors degree in Commerce
Brief resume of the Director	Mr. Raghavendra Anant Mody Chairman and Whole-time Director of the Company is a next generation Leader & entrepreneur bringing fresh vision. He believes and contributes in building an organization with strong human capital having a startup culture through communication, openness & transparency. He emphasises on the responsibility towards stakeholders 'well-being & strictly adhering to the core values & value system in the company. He leads change by building strong systems & processes & passionate about research & education, thorough understanding of core finance & risk and an interest in marketing - the third generation of the promoter's family through strategic management is bound to grow the company in a stable way.
Nature of expertise in specific functional area	» Leader & entrepreneur bringing fresh vision »Strategic Leadership and management experience » Research & Education » Financial and Risk Management » Industry and sector experience
Remuneration drawn during FY 2024-25	As mentioned in Corporate Governance Report which forms part of the Annual Report for the FY 2024-25.
Number of Meetings of Board attended during FY 2024-25	2
Shareholding including shareholding as a beneficial owner	5107 Equity shares
Terms and conditions of appointment/re-appointment along with remuneration details	Liable to retire by rotation.
Relationship between Directors inter-se and with other key managerial personnel of the company	None
Directorships held in other companies **Depicts position as on 31st March, 2025*	Shivam Dealmark Private Limited Pradyumna Steels Limited Hindusthan Consultancy and Services Limited Intercontinental Trading and Investment Company Limited Hindusthan Speciality Chemicals Limited Hindusthan Miswaco Limited Doyen Commotrade Pvt. Ltd. Grapco Trading Pvt. Ltd. Monisa Trading Pvt. Ltd. Mody Investment & Mfg. Company Pvt. Ltd Larceny Mercantiles Pvt. Ltd. Stylo Commotrade Pvt. Ltd. Brijdham Vyapaar Pvt. Ltd. Must Innovation and Incubation Foundation
Membership/ Chairmanship of committees in other companies	Member of the Audit Committee of Hindusthan Speciality Chemicals Limited

# For the said purpose, only Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee has been considered as on 31st March, 2025	Chairman of the Audit Committee of Hindusthan Miswaco Limited
Listed entities from which the person has resigned in the past three years	None
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements and justification for choosing the appointee for appointment as Independent Director	Not Applicable

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 27th September, 2025 at 9:00 A.M. and ends on Monday, 29th September, 2025 at 5:00 P.M. 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, 23rd September, 2025, may cast their vote electronically. The voting rights 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, 23rd September, 2025.

How do I vote electronically using NSDL e-Voting system?

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 Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-**

	Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then 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 www.cdslindia.com 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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

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 in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 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.

<u>How to Log-in to NSDL e-Voting website?</u>

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
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 https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details 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 Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. 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 www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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

1. 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.

2. 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".

3. Now you are ready for e-Voting as the Voting page opens.

4. 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.

6. 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

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mailtovinod259@gmail.com 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 www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request at evoting@nsdl.com

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:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to admin@skylinerta.com or investors@hindusthan.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to admin@skylinerta.com or investors@hindusthan.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. 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.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/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.

2. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance as per the Notes forming a part of this Notice, mentioning their name demat account number/folio number, email id, mobile number at investors@hindusthan.co.in. The same will be replied by the company suitably.

6. Members will get confirmation on first cum first basis depending upon the provision made by the client. Members will receive "speaking serial number" once they mark attendance for the meeting.

7. Other shareholder may ask questions to the panelist, via active chat-board, if provided, during the meeting.

8. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

   Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.