

**Date: - May 29, 2021**

To,  
**The Manager,  
BSE Limited  
P.J.Tower, Dalal Street  
Mumbai – 400 001**

**Sub: Submission of Revised Notice of Extra-Ordinary General Meeting.**

**Ref:- Scrip ID/Code: INFLAME/541083**

**Respected Sir / Ma'am,**

This has further reference to our Board meeting outcome dated May 26, 2021 and Notice of EoGM submitted to exchange on May 28,2021, we are submitting herewith revised Notice of Extra-Ordinary General Meeting (IAL/EOGM/01/2021-22) of our Company scheduled to be held on Sunday, June 20, 2021 at 04:00 P.M. which is sent in electronic mode to the Members.

Notice of EoGM was revised before mailing to Members as minor change was suggested by NSDL w.r.t instructions of NSDL for e-voting and few other minor Changes.

[www.inflameindia.com](http://www.inflameindia.com).

Kindly take this into your records and oblige us.

**Thanking You,**

**For, Inflame Appliances Limited**

**Aditya Kaushik  
Chairman and Managing Director  
DIN: 06790052**

**Encl:- A/a**

**Inflame Appliances Limited**  
(Formerly TECHNO ENGINEERING CORPORATION)  
ADD.: KHASRANO. 40/14-15-1 6-17/1 VILL. BAGWALI, NH -73, Distt. PANCHKULA(H.R.) 134202  
Regd. Office:- Khasra No. # 85511 , Vill. Ka1yanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.)  
173205

W:inflameindia.com I M:7832901824I CIN:L74999HP2017PLC006778

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To consider and, if thought fit, to pass, to pass the following resolution as an

pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any of the Companies Act, 2013 and rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for increase in Authorised Share Capital of the Company from Rs. 6,00,00,000/- (Rupees Six Crores Only) divided into 60,00,000 (Sixty Lakh) Equity Shares of Rs 10/- (Rupees Ten Only) each to Rs. 7,00,00,000/- (Rupees Seven Crores Only) divided into 70,00,000 (Seventy Lakhs) Equity Shares of Rs 10/- (Rupees Ten Only) each, by way of creation of additional 10,00,000 (Ten Lakhs) Equity Shares of Rs 10/- (Rupees Ten Only) each ranking paripassu in all respect with the existing equity shares of the company, aggregating to Rs 1,00,00,000 (Rupees One Crores Only) and that existing Clause V of the Memorandum of Association of the Company be replaced with following new Clause V:

“V. The Authorised Share Capital of the Company is ` 7,00,00,000/- (Rupees Seven Crores Only) divided into 70,00,000 Equity Shares of ` 10/-(Rupees Ten Only) each ranking paripassu in all respect with the existing Equity Shares.”

any Director or Company Secretary of the Company be and is hereby severally authorized to do all such act(s), deed(s) and things including all forms, documents filing with Registrar of Companies as may be necessary and incidental to give effect to the aforesaid Resolution(s).”

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

that pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)

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Regulations, 2018 (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), as amended from time to time, the listing agreements entered into by the Company with BSE Limited (the “Stock Exchange”) on which the equity shares of the Company having face value of Rs.10 each (“Equity Shares”) are listed, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (“SEBI”) and/or any other competent authorities (hereinafter referred to as “Applicable Regulatory Authorities”) from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents and permissions as may be necessary or required consents and permissions, which the Board of Directors of the Company (hereinafter referred to as the “Board”, is hereby authorised to accept, the consent and approval of the Members of the Company (“Members”) be and is hereby accorded to the Board to create, issue, offer and allot upto 3,00,000 Equity Shares and upto 3,80,000 Equity Warrant convertible into Equity Shares at a price of Rs.180 per share {including premium of Rs. 170/- (Rupees One hundred seventy Only) per Equity Share/warrant or such other price as may be determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations, each Equity Warrant convertible into 1 (One) Equity Share of face value of ` . 10 each (Rupees Ten Only) each (“the Equity Shares”), aggregating to ` .12,24,00,000 /- (Rupees Twelve Crores Twenty Four Lakhs only) to Non-promoters/public, for cash consideration on a preferential basis (“Preferential Issue”), and on such terms and conditions as may be determined by the Board, to the following persons (“Proposed Allotees”- Non Promoters/Public) as detailed below:

1	Nikhil Vora	Equity Shares	200000	AAXPV2953N	IN30059710125548
2	Nehal Vora	Equity Shares	5000	AAZPV0236C	IN30051382328671
3	MayurVora	Equity Shares	10000	AAKPV0926A	IN30154917873840
4	Harshad Dholakia	Equity Shares	3000	AACPD7091E	1202170000029456
5	Ajay Sarupria	Equity Shares	7000	AKMPS1636E	1202170000029646
6	GrishmaDoshi	Equity Shares	3000	AEMPD6560L	IN30051386281250
7	Mihir Adani	Equity Shares	3000	AARPA9481G	1206300000011523
8	Amit Shah	Equity Shares	3000	AAHPS4444F	IN30051312319133
9	Swati Mehra	Equity Shares	3000	AFMPN4308R	IN30051314951339
10	NimishaNagarsekar	Equity Shares	3000	ABVPN9986E	1201090017280415
11	Kathan Shah	Equity Shares	3000	BJYPS3873F	1208160061143888
12	SaloniGhatnekar	Equity Shares	3000	BFMPG2616A	1208160025123598
13	MeenakshiBhalerao	Equity Shares	1000	BUQPB1221H	IN30051322458963
14	kamleshhathi	Equity Shares	3000	AAAPH1337D	IN30115112460835
15	SohailManjiramani	Equity Shares	3000	ANZPM5499F	IN30047642478255
16	Prashant Desai	Equity Shares	5000	ACYPD1511B	IN30021418837457

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17	Jayant Modi	Equity Shares	5000	AGTPM4531D	IN30012610002384
18	Deepak Modi	Equity Shares	5000	AACPM2037M	IN30012610002456
19	Paresh Gala	Equity Shares	3000	AFKPG3142G	1206300000086693
20	Gaurav Sheth	Equity Shares	5000	AEUPS9565G	IN30047642543360
21	BipinSheth	Equity Shares	3000	AMXPS7171H	1201090017850979
22	Sanjay Mishra	Equity Shares	5000	AGCPM5507E	1203320009049561
23	AmitaDoshi	Equity Shares	3000	ACUPD6678B	IN30023913037850
24	ChaitaliVora	Equity Shares	13000	AECPV0195B	IN30082911177147
25	Ashwani Kumar Goel	Equity Warrants	350000	AEHPG2716C	IN30290242910988
26	Deepak	Equity Warrants	20000	ALGPD7518R	1006836310068363
27	HarpreetParashar	Equity Warrants	10000	BLSPK6632C	1206690000145796

“ in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares/ warrant is , being the date 30 days prior to the date of this Extra-Ordinary General Meeting (“Relevant Date”).

a) The Equity Shares to be issued and allotted shall be fully paid up and rank paripassu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

b) The Equity Shares and Equity Warrants convertible into Equity Shares to be allotted shall be locked-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and will be listed on the Stock Exchanges subject to receipt of necessary regulatory permissions and approvals.

The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.”

without prejudice to the generality of the above Resolution, the issue of the Equity Shares and Equity Warrant convertible into Equity Shares under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

Each Warrant held by the proposed allottee shall entitle each of them to apply for and obtain allotment of 1 (One) Equity Share of the face value of Rs. 10/- (Rupees Ten Only). The Equity Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members, allot the corresponding number of Equity Shares in dematerialized form.

The proposed Equity Warrant allottees shall, on the date of allotment of Equity Warrants, pay an amount equivalent to at least 25% of the Equity Warrant Issue Price fixed per Equity Warrant in terms of the SEBI

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ICDR Regulations which will be kept by the Company to be adjusted and appropriated against the Equity Warrant Issue Price of the Equity Shares. The balance 75% of the Equity Warrant Issue Price shall be payable by the Equity Warrant Holder at the time of exercising the Equity Warrants.

The Equity Warrants, being allotted to the proposed allottees and the Equity Shares proposed to be allotted pursuant to the conversion of these Equity Warrants shall be under lock in for such period as may be prescribed under SEBI ICDR Regulations.

The Equity Warrants so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.

The Equity Warrants shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Warrants is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

In the event the Equity Warrant Holder(s) do not exercise Equity Warrants within the Equity Warrant Exercise Period, the Equity Warrants shall lapse and the amount paid shall stand forfeited by the Company.

The issue of Equity Warrants as well as Equity Shares arising from the exercise of the Equity Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

The Equity Warrants by itself until converted into Equity Shares, do not give to the Warrant Holder(s) any voting rights in the Company in respect of such Equity Warrants.

The price determined above and the number of Equity Shares to be allotted on exercise of the Equity Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time

The Equity Shares arising from the exercise of the Equity Warrants will be listed on the Stock Exchanges subject to the receipt of necessary regulatory permissions and approvals as the case may be.”

the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and warrants convertible into equity shares and listing thereof with the Stock Exchanges as appropriate and utilisation of proceeds of the Preferential Issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

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W:www.inflameindia.com, M:7832901824, CIN:L74999HP2017PLC006778

the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution.”

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W:www.inflammindia.com, M:7832901824, CIN:L74999HP2017PLC006778

As required by Section 102 of the Companies Act, 2013 (the “Act”), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1 and 2 of the accompanying Notice dated May 26, 2021:

In order to broad base capital structure of the Company and to enable the Company to issue further shares, it is proposed to increase the authorized share capital of the Company from the present Rs. 6,00,00,000/- (Rupees Six Crores only) consisting of 60,00,000 Equity Shares of ` 10 each to ` 7,00,00,000/- (Rupees Seven Crores only) consisting of 70,00,000 Equity Shares of ` 10 each, by way of creation of an additional 10,00,000 (Ten Lakhs only) Equity Shares of ` 10/- (Rupees Ten only) each, ranking *paripassu* in all respect with existing equity shares of the company, aggregating to ` 1,00,00,000/- (Rupees One Crore only).

As a consequence of increase of authorized share capital of the Company, the existing authorized share capital clause (Clause V) in the Memorandum of Association of the Company is required to be altered accordingly. The proposed increase in authorized share capital requires the approval of members of the Company under Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013, as well as any other applicable statutory and regulatory approvals.

The Draft amended Memorandum of Association shall be available for inspection by the Members at the Meeting.

Therefore, the Board recommends the resolution hereof for approval of the shareholders as Special Resolution.

None of the directors or any key managerial personnel or any relative of any of the directors/key managerial personnel of the Company is, in anyway, concerned or interested in the above Resolution except to the extent of their shareholding in the Company.

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), as amended from time to time, approval of shareholders of the Company by way of special resolution is required to issue of Equity Share/Equity Warrants by way of private placement on a preferential basis to the Non-Promoters/Public Category (“Proposed Allotees”) at a price of Rs. 180 per Equity Share (“Issue Price”)

It may be noted that;

1. All equity shares of the Company are already made fully paid up as on date. Further, all equity shares to be allotted by way of preferential issue shall be made fully paid up at the time of the allotment;



(Formerly TECHNO ENGINEERING CORPORATION)

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W:www.inflammindia.com, M:7832901824, CIN:L74999HP2017PLC006778

2. Proposed Allotees does not hold Equity Shares in the Company.
3. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the Company are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the SEBI thereunder;
4. The Company has obtained the Permanent Account Numbers of the proposed allottees

The Proposed Allotees have represented and declared to the Company that they have not sold nor transferred any equity Shares of the Company during the 6 (six) months preceding the relevant date.

In terms of Section 102 of the Act, this Explanatory Statement sets out all the material facts in respect of aforementioned business. As required under Section 42 and 62(1)(c) of the Act read with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, necessary information and details in respect of the proposed Preferential Issue of Equity Shares are as under:

The Board of Directors at its meeting held on May 26, 2021 had, subject to the approval of the Members and such other approvals as may be required, approved the issuance of upto 3,00,000 Equity Shares and 3,80,000 Equity Warrant convertible into Equity Shares at a price of Rs.180 per Equity Share, aggregating upto Rs.12,24,00,000 /- (Rupees Twelve Crores Twenty Four Lakhs only) for cash consideration, on a preferential basis.

Upto 3,00,000 Equity Shares and upto 3,80,000 Equity Warrant convertible into Equity Shares at a price of Rs.180 per Equity Share, aggregating to Rs.12,24,00,000 /- (Rupees Twelve Crores Twenty Four Lakhs only), such price being not less than the minimum price as on the Relevant Date determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

The Company proposes to raise an amount aggregating up to Rs.12,24,00,000/- (Rupees Twelve Crores Twenty Four Lakhs only) through the Preferential Issue. The proceeds of the Preferential Issue will be utilized for prepayment of borrowings of the Company, meeting future funding requirements, working capital and other general corporate purposes of the Company.

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, relevant date for determining the floor price for the Preferential Issue is \_\_\_\_\_, being the date 30 days prior to the date of this Extra-Ordinary General Meeting (EGM).

The Equity Shares of the Company are listed on BSE Limited (“BSE”) (referred to as the “Stock Exchange”). The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations, being the Stock Exchange with higher trading volumes for the said period, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations.

In terms of the applicable provisions of the SEBI ICDR Regulations, the floor price at which the Equity Shares shall be issued is Rs. 180 per Equity Share, being higher of the following:



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Regd. Office:-Khasra No. # 85511 ,Vill. Kalyanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.) 173205

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a) Average of the weekly high and low of the volume weighted average price of the Equity Shares of the Company quoted on BSE, during the twenty-six (26) weeks preceding the Relevant Date, i.e. ₹ 147.20 per Equity Share; or

b) Average of the ~~weekly~~ high and low of the volume weighted average price of the Equity Shares of the Company quoted on BSE, during the two (2) weeks preceding the Relevant Date i.e. ₹ 176.11 per

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1. Institutions	-	-	-	-
	-	-	-	-
2. Central Government/State Government(s)/President of India	-	-	-	-
	-	-	-	-
3. Non-institutions	-	-	-	-
a) Individuals -				
i. Individual shareholders holding nominal share capital up to ` 2 lakh.	807000	13.45	937000	14.03
ii. Individual shareholders holding nominal share capital in excess of ` 2 lakh.	1428000	23.80	1978000	29.61
b) NBFCs registered with RBI				
c) Non-Resident Indian	7000	0.12	7000	0.10
d) Hindu Undivided Families	343000	5.72	343000	5.13
e) Any Other (Specify)				
i. Bodies Corporate	178000	2.97	178000	2.66
ii. Clearing Members	37000	0.61	37000	0.55
Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-
	-	-	-	-

- 1) The Pre Issue Shareholding Pattern is based on Benpose as on Friday, May 21, 2021.
- 2) The post issue shareholding pattern in the above table has been prepared on the basis that the proposed allottee(s) will subscribe to all the 3,00,000 Equity Shares and also 3,80,000 Equity Warrants which gets converts into Equity Shares which they are intent to do so. In the event for any reason, the proposed allottee(s) do not or are unable to subscribe to and/or are not allotted the Equity Shares they intent to do so, the shareholding pattern in the above table would undergo corresponding changes.
- 3) It is further assumed that shareholding of the Company in all other categories will remain unchanged.
- 4) The Company will ensure compliance with all applicable laws and regulations including the SEBI ICDR Regulations at the time of allotment of equity shares/Equity Warrants of the Company.

1.	Nikhil Vora	Individual Person other than the Promoter and Promoter Group	Self	200000	2.99
2.	NehalVora	-do-	-do-	5000	0.07

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3.	MayurVora	-do-	-do-	10000	0.15
4.	Harshad Dholakia	-do-	-do-	3000	0.04
5.	Ajay Sarupria	-do-	-do-	7000	0.10
6.	GrishmaDoshi	-do-	-do-	3000	0.04
7.	Mihir Adani	-do-	-do-	3000	0.04
8.	Amit Shah	-do-	-do-	0	

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The Equity Shares shall be locked-in for such period as specified under Regulations 167 and 168 of the SEBI ICDR Regulations.

Further, there is no pre-preferential allotment shareholding of the Proposed Allottees, therefore lock-in provisions of pre-preferential allotment shareholding from the relevant date up to a period of six months from the date of trading approval is not applicable in the present case.

a) None of the Company, its Directors or Promoter have been declared as wilful defaulter as defined under the SEBI ICDR Regulations. None of its Directors is a fugitive economic offender as defined under the SEBI ICDR Regulations.

b) As the Equity Shares have been listed for a period of more than twenty-six weeks as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

The certificate from M/s. Gandhi Minocha & Co, Chartered Accountants, being the Statutory Auditors of the Company certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and scanned copy of the same shall be provided on request received from the member in this regard through their registered email ids with the company.

a) During the period from 1st April 2021 until the date of Notice of this EGM, the Company has not made any preferential issue of Equity Shares.

b) Report of the Registered Valuer is not required under the provisions of second proviso to Rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 for the proposed Preferential Issue. Being the company listed on stock Exchange (BSE).

c) Promoter and member of the promoter group of the Company have sold 10,00,000 Equity Shares during the six months preceding the Relevant Date. The promoters group is not participating in the preferential issue.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations approval of the Members for issue and allotment of the said Equity Shares and Warrant convertible into Equity Shares to non-promoters is being sought by way of a special resolution as set out in the said item of the Notice.

The Authorised share capital of the company is recommended by the Board of Directors of the company to be increased from Rs. 6.00 Crore (60,00,000 Equity Shares of Rs. 10 each) to Rs. 7.00 Crore (70,00,000 Equity Shares of Rs. 10 each) and consequent alteration in Clause V of the Memorandum of Association for issue of the Equity and Warrant convertible into Equity Shares pursuant to the Preferential Issue.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolution at Item No.2 of the accompanying Notice for approval by the members of the company.

(Formerly TECHNO ENGINEERING CORPORATION)

ADD.: Khasrano. 40/14-15-1 6-17/1 Vill. Bagwali, Nh -73, Distt. Panchkula(H.R.) 134202

Regd. Office:-Khasra No. # 85511 ,Vill. Kalyanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.) 173205

W:www.inflameindia.com, M:7832901824, CIN:L74999HP2017PLC006778

Except Mr. Ashwani Kumar Goel, Whole Time Director of the company, none of the Directors, Key Managerial Personnel (KMP) or their respective relatives are, in any way, concerned or interested, financially or otherwise, except as shareholders in general in the said resolution.

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1)In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 18 and available at the Company's website at [www.inflameindia.com](http://www.inflameindia.com).

2)Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Extra-Ordinary General Meeting 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 EGM is being held pursuant to the MCA Circular 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 Extra-Ordinary General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

3)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 etc., authorizing its representative to attend the Extra-Ordinary General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to [scsandcollp@gmail.com](mailto:scsandcollp@gmail.com) with copies marked to the Company at [cs@inflameindia.com](mailto:cs@inflameindia.com) or its RTA at [parveen@skylinerta.com](mailto:parveen@skylinerta.com).

4) The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5) Since the EGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

6) Registration of email ID:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories, the following instructions to be followed:

(Formerly TECHNO ENGINEERING CORPORATION)

ADD.: Khasrano. 40/14-15-1 6-17/1 Vill. Bagwali, Nh -73, Distt. Panchkula(H.R.) 134202

Regd. Office:-Khasra No. # 85511 ,Vill. Kalyanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.) 173205

W:www.inflammindia.com, M:7832901824, CIN:L74999HP2017PLC006778

- (a) 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 [cs@inflammindia.com](mailto:cs@inflammindia.com).
- (b) 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 [cs@inflammindia.com](mailto:cs@inflammindia.com).
- (c) Alternatively, member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
- (d) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Skyline Financial Services Pvt. Ltd, D-153A, 1st Floor, Okhla Industrial Area Phase-I, New Delhi, Delhi, 110020, by following the due procedure.
- (e) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, Skyline Financial Services Pvt. Ltd to enable servicing of notices / documents electronically to their e-mail address.

7)The Notice of the Extra-Ordinary General Meeting is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the MCA Circular dated 31<sup>st</sup> December, 2020. Members can attend and participate in the Extra-Ordinary General Meeting through VC/OAVM facility only. Member may note that Notice has been uploaded on the website of the Company at [www.inflammindia.com](http://www.inflammindia.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM Notice is also available on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

8)The deemed venue for this meeting shall be corporate office of the Company situated at 40/14-15-1 6-17/1 Vill. Bagwali, NH -73, Distt. Panchkula (H.R.). Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.

9)As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of 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 Company or Company's Registrars and Transfer Agents, Skyline Financial Services Private Limited for assistance in this regard.

10)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 by them in electronic form and to Skyline Financial Services Private Limited, (Company's Registrar and Transfer Agents) in case the shares are held by them in physical form.

11)Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in prescribed form SH-13 with the RTA. In respect of shares held in Electronic / Demat form, members may please contact their respective Depository Participants.

12)In case of joint shareholders attending the meeting, joint holder whose name is higher in the order of names will be entitled to vote.

13)The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.

(Formerly TECHNO ENGINEERING CORPORATION)

ADD.: Khasrano. 40/14-15-1 6-17/1 Vill. Bagwali, Nh -73, Distt. Panchkula(H.R.) 134202

Regd. Office:-Khasra No. # 85511 ,Vill. Kalyanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.) 173205

W:www.inflammindia.com, M:7832901824, CIN:L74999HP2017PLC006778

14)The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to RTA.

15) The facility for joining the EGM shall open at 3:45 P.M. i.e. fifteen minutes before the starting of the EGM and shall not be closed till the expiry of fifteen minutes after the starting of the EGM at 4:00 P.M.

16) Members joining EGM through VIDEO CONFERENCING shall be counted for the purpose of quorum.

17) Members joining EGM through VIDEO CONFERENCING shall elect one of themselves to be the Chairman of the meeting(EGM).

18) The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in regard to the Special Business to be transacted at the meeting is enclosed and forms part of the notice.

19) All the documents including registers of directors and KMP and their shareholding (Section 70), Register of contracts or arrangements (Section 189), Register of Members and share transfer books etc. are open for inspection during the business hours of the company on all working days except Saturdays, Sundays and public holidays at the Registered Office of the company before and on the date of the meeting as well. It may be further noted that the relevant extracts of the above mentioned registers as required by the member/s may be shared electronically i.e. scanned copy of the same on request received from the member in this regard through their registered email ids with the company.

20)

- i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the EGM will be provided by NSDL.
- ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Tuesday, June15, 2021, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date i.e. Tuesday, June15, 2021, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on 9:00 A.M. on Thursday, June 17, 2021 and will end on 5:00 P.M. on Saturday, June 19, 2021. During this period, the members of the Company holding shares as on the Cut-off date i.e. Tuesday, June15, 2021 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
- v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Tuesday, June15, 2021.
- vii. The Company has appointed M/s SCS and CO LLP, Practicing Company Secretaries, Ahmedabad, to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the EGM, in a fair and transparent manner.



(Formerly TECHNO ENGINEERING CORPORATION)

ADD.: Khasrano. 40/14-15-1 6-17/1 Vill. Bagwali, Nh -73, Distt. Panchkula(H.R.) 134202

Regd. Office:-Khasra No. # 85511 ,Vill. Kalyanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.) 173205

W:www.inflameindia.com, M:7832901824, CIN:L74999HP2017PLC006778

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

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:

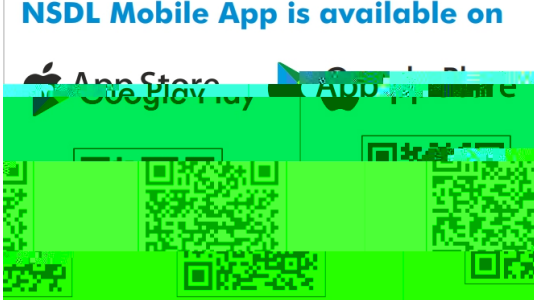
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>1. Existing user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “ icon under which is available under 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 under e-Voting services and you will be able to see e-Voting page. Click on company name or 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 &amp; voting during the meeting.</li> <li>2. If you are not registered for IDEAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or 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 &amp; voting during the meeting.</li> </ol>
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(Formerly TECHNO ENGINEERING CORPORATION)

ADD.: Khasrano. 40/14-15-1 6-17/1 Vill. Bagwali, Nh -73, Distt. Panchkula(H.R.) 134202

Regd. Office:-Khasra No. # 85511 ,Vill. Kalyanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.) 173205

W:www.inflameindia.com, M:7832901824, CIN:L74999HP2017PLC006778

	<p>4. Shareholders/Members can also download NSDL Mobile App “ ” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> 
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <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 Click on 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 i.e. where the e-Voting is in progress.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 &amp; voting during the meeting.</p>

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

(Formerly TECHNO ENGINEERING CORPORATION)

ADD.: Khasrano. 40/14-15-1 6-17/1 Vill. Bagwali, Nh -73, Distt. Panchkula(H.R.) 134202

Regd. Office:-Khasra No. # 85511 ,Vill. Kalyanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.) 173205

W:www.inflammindia.com, M:7832901824, CIN:L74999HP2017PLC006778

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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 022-23058542-43



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- NSDL from your... . Open the email and open the attachment i.e. a .pdf file.  
password to open the .pdf file is your 8 digit client ID for NSDL  
of client ID for NSDL 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

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “\_\_\_\_\_?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) \_\_\_\_\_?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) 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.

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 General 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.

Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

(Formerly TECHNO ENGINEERING CORPORATION)

ADD.: Khasrano. 40/14-15-1 6-17/1 Vill. Bagwali, Nh -73, Distt. Panchkula(H.R.) 134202

Regd. Office:-Khasra No. # 85511 ,Vill. Kalyanpur, Chakkan Road, Teh. Baddi, Distt. Solan (H.P.) 173205

W:www.inflammindia.com, M:7832901824, CIN:L74999HP2017PLC006778

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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, ‘A’ Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [pallavid@nsdl.co.in](mailto:pallavid@nsdl.co.in) or [SoniS@nsdl.co.in](mailto:SoniS@nsdl.co.in) or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the Company’s email address at [cs@inflammindia.com](mailto:cs@inflammindia.com)

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 [cs@inflammindia.com](mailto:cs@inflammindia.com)
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 [cs@inflammindia.com](mailto:cs@inflammindia.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at \_\_\_\_\_ ) i.e. \_\_\_\_\_.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) 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.

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/AGM shall be the same person mentioned for Remote e-voting.

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Page of