



March 29, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001.

Security ID/Scrip Code- ELNET/517477

Dear Sir/Ma'am,

Sub: Notice of Postal Ballot

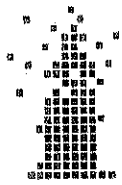
Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

This is to inform you that Pursuant to Regulation 30 of the SEBI Listing Regulations, please find attached herewith a copy of the Postal Ballot Notice, dated February 07, 2024, along with the Explanatory Statement ("**Postal Ballot Notice**"), dispatched today, for seeking the approval of the shareholders of Elnet Technologies Limited (the "**Company**") on the following items of **Special Business**:

1. Re-appointment of Mr. Ammoor Periyar Radhakrishnan (DIN: 03642690) as an Independent Director of the Company for second term of 5 (five) consecutive years commencing from March 02, 2024, up to March 01, 2029 (both days inclusive)

In compliance with MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022 and 9/2023 dated 25th September, 2023 (collectively referred to as "**MCA Circulars**") and SEBI Circular dated 12th May 2020, the Postal Ballot Notice is being sent through e-mail to all those Members whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories and whose e-mail address is registered with Depositories, Company and/or RTA as on Friday, March 22, 2024 ("**Cut-off date**"). The schedule of events for the Postal Ballot is as given under:

Cut-off date (for dispatch and E-voting)	Friday, 22 March 2024
Completion date of sending of Postal Ballot Notice through e-mail	Friday, 29 March, 2024
Commencement of E-Voting	Monday, 01 April, 2024 (09:00 A.M.)
Conclusion of E-Voting	Tuesday, 30 April, 2024 (05:00 P.M.)



The notice of postal ballot has been sent today (**i.e., Friday, March 29, 2024**) to all the eligible shareholders as on cut-off date through e-mail only. The said Postal Ballot Notice is also available on the website of the Company at www.elnettechnologies.com/Document/Notice-Postal-Ballot.pdf and on the website of CDSL at www.evotingindia.com

This is for your record and information.

Thanking You,

Yours Faithfully,

For **ELNET TECHNOLOGIES LTD**

RITESH

SHIVKUMAR

MISHRA

Digitally signed by RITESH

SHIVKUMAR MISHRA

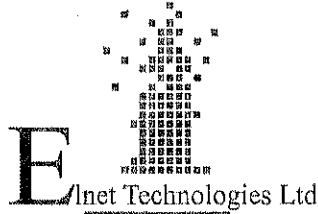
Date: 2024.03.29 14:21:48

+05'30'

RITESH SHIVKUMAR MISHRA

COMPANY SECRETARY

Encl: a/a



NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, each as amended]

E-VOTING STARTS ON	E-VOTING ENDS ON
Monday, April 01, 2024, at 09:00 A.M.	Tuesday, April 30, 2024, 05:00 P.M.

Dear member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as ('MCA Circulars') and SEBI circular dated May 12, 2020, to transact the special business as set out hereunder by passing Ordinary/Special Resolution, as applicable, by way of postal ballot only by voting through electronic means (remote e-voting).

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice ('Notice') is being sent by Elnet Technologies Limited ('the Company') only through electronic mode to those members whose email addresses are registered with the Company/Registrar and Transfer Agent ('RTA')/Depository Participants (DPs). Accordingly, physical copy of the notice along with Postal Ballot form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot. The process for registration of email address is appended in the notes to this notice. In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of sections 108 and 110 of the Act read with the rules, MCA circulars and SS-2, the Company is providing remote e-voting facility to its members, to enable them to cast their votes electronically instead of submitting the Postal Ballot form physically. The communication of the assent or dissent of the members would only take place through the remote e-voting system. The Company has engaged the services of the Central Depository Services (India) Limited (CDSL) for the purpose of providing remote e-voting facility to its members.

The Explanatory Statement pursuant to Sections 102 and 110 and other applicable provisions of the Act, pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof are annexed to this notice.

Members desiring to exercise their vote through the remote e-voting facility arranged by the Company are requested to carefully read the instructions and follow the procedure as stated in the notes forming part of this notice for casting of votes not later than 5:00 p.m. (IST) on Tuesday, April 30, 2024. The remote e-voting facility will be disabled by CDSL immediately thereafter and voting shall not be allowed beyond the said time and date.

The said results will be displayed on the website of the Company at <http://www.elnettechnologies.com/>, the website of CDSL at www.evotingindia.com and shall also be communicated to the stock exchanges where the Company's shares are listed viz. BSE Limited ('BSE') and be made available on their respective websites viz at www.bseindia.com.

REGD. OFF : ELNET TECHNOLOGIES LIMITED, TS 140 BLOCK 2 & 9, RAJIV GANDHI SALAI, TARAMANI, CHENNAI - 600 113, TAMIL NADU, INDIA.

TEL : +91-44-2254 1337, +91-44-2254 1098 FAX : +91-44-2254 1955

E.mail : elnetcity@gmail.com / elnetfinance@gmail.com | www.elnettechnologies.com

CIN : L72300TN1990PLC019459 | GST No. : 33AAACE0785D1Z3



SPECIAL BUSINESS:

Re-appointment of Mr. Ammoor Periyar Radhakrishnan (DIN: 03642690) as an Independent Director of the Company:

To consider and if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Mr. Ammoor Periyar Radhakrishnan (DIN: 03642690), was appointed as an Independent Director of the Company for a term of 5 (five) consecutive years commencing from March 02, 2019 up to March 01, 2024 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under section 149(6) of the act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years (i.e., w.e.f. 02nd March, 2024 to 01st March, 2029)

RESOLVED FURTHER THAT pursuant to SEBI Listing Regulations (including any statutory modifications and/or re-enactments thereof for the time being in force) and other applicable laws, if any, the continuation of appointment of Mr. Ammoor Periyar Radhakrishnan (DIN: 03642690), as an Non-Executive Independent Director on attaining the age of 75 (Seventy-Five) years during this second term of re-appointment, for remaining years on the same terms and conditions of such re-appointment be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution."

By Order of the Board of Directors

Sd/-

Ritesh Shivkumar Mishra
Company Secretary and Compliance Officer
Membership No.: A63025
Chennai, February 07, 2024

Registered Office:

Elnet Technologies Limited,
Elnet Software City,
TS 140, Block No.2 & 9,
Rajiv Gandhi Salai, Taramani,
Chennai – 600113, Tamil Nadu, India
CIN: L72300TN199OPLC019459
Telephone No.: +91-44-2254 1098/22541337/22541791
Email: elnecity@gmail.com



Important Notes:

1. Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, setting out material facts relating to the resolution proposed to be passed is annexed hereto.
2. The Company has appointed M/s. BP & Associates, Practicing Company Secretaries, Chennai M No: F11722 CP No: 11033 as the Scrutinizer (Entity ID: 83104) for the e-voting process in a fair and transparent manner. The results of remote E-voting will be declared within the stipulated time and will also be posted on the website of Company, CDSL and BSE.
3. This Postal Ballot Notice is being sent to all the members whose names appear on the Register of Members/List of beneficial owners as on the Cut-off Date, i.e., Friday 22nd March 2024.
4. In accordance with the MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the members would take place through the e-voting system only.
5. The e-voting rights of the Shareholders/beneficiary owners shall be reckoned on the shares held by them as on Friday, 22nd March 2024 being the Cut-off date for the purpose. The Shareholders of the Company holding shares either in dematerialized or in physical form, as on the Cut-off date, can cast their vote electronically.
6. Postal Ballot (e-voting) commences on Monday, April 01, 2024, at 09:00 A.M. and ends on Tuesday, April 30, 2024, 05:00 P.M. At the end of the e-voting period, the facility shall forthwith be blocked, and e-voting shall not be allowed beyond the said date and time.
7. The proposed resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date of e-voting, which would be Tuesday, 30th April 2024. The resolutions passed by the members through Postal Ballot are deemed to have been passed as if the same has been passed at a general meeting of the members.
8. This postal ballot notice shall also be available on the website of the Company at <http://www.einettechnologies.com/> websites of the stock exchanges where the equity shares of the Company are listed, BSE Limited ("BSE") at www.bseindia.com respectively, and on website of CDSL www.evotingindia.com
9. Instructions for Shareholders for Remote E-Voting and Joining Meeting through VC/OAVM are as under:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.



- i. The voting period begins on Monday, April 01, 2024, at 09:00 A.M. and ends on Tuesday, April 30, 2024, 05:00 P.M. At the end of the e-voting period, the facility shall forthwith be blocked, and e-voting shall not be allowed beyond the said date and time.
- ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

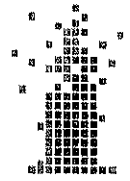
To increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the DEMAT account holders, by way of a single login credential, through their DEMAT accounts/ websites of Depositories/ Depository Participants. DEMAT account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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 to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by Company. On clicking the e-Voting option, the user will be able to see the 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 are 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.



	<p>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.</p> <p>4) Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from an 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 able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is 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</p> <p>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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>3) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site, after successful authentication wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>



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., CDSL and NSDL.

Login type	Helpdesk details
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. 1800225533.
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.co.in or call at toll free no.: 18001020990 and 1800224430

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Follo Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.
- 6) If you are a first-time user, follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company or Registrar and Share Transfer Agent (Contact: 044-40020728, kandhimathi@cameoindia.com).
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).



- iii. After entering these details appropriately, click on "SUBMIT" tab.
- iv. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- v. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- vi. Click on the EVSN for the relevant <ELNET TECHNOLOGIES LIMITED> on which you choose to vote.
- vii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- viii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- ix. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- x. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xi. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xii. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xiii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xiv. **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - a) Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - c) After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - d) The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.



- e) A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- f) Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; elnetcity@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose email address are not registered with the depositories for obtaining login credentials for E-voting for the resolutions proposed in this Notice:

- i. For Physical shareholders- please provide necessary details like 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 Aadhaar Card) by email to kandhimathi@cameoindia.com (RTA)
- ii. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
- iii. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800225533

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.1800 22 55 33



EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the special business mentioned in the accompanying Notice:

Re-Appointment Mr. Ammoor Periyar Radhakrishnan as an Independent Director:

Mr. Ammoor Periyar Radhakrishnan is an Independent Director on the board of Elnet Technologies Limited.

He joined the Board of Directors (the "Board") of the Company on March 02, 2019. On August 09th, 2019, the members of the Company, through an Ordinary Resolution passed at the 28th Annual General Meeting of the Company, approved the appointment of Mr. Ammoor Periyar Radhakrishnan as an independent director under the Companies 2013 ("the Act") for a term from March 02, 2019, to March 01, 2024.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the board of directors at its meeting held on Wednesday, February 07, 2024, proposed the re-appointment of Mr. Ammoor Periyar Radhakrishnan as an Independent Director of the company for a second term of 5 (five) consecutive years commencing from March 02, 2024 up to March 01, 2029 (both days inclusive), not liable to retire by rotation, subject to approval of the members by way of a special resolution.

In terms of the Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), no listed company shall appoint or continue the appointment of a non-executive director, who has attained the age of 75 years, unless a special resolution is passed to that effect.

In accordance with Section 149 (10) and (11) of the Act, an Independent Director can hold office for two consecutive terms of up to five years each on the Board of a Company, subject to shareholders approving the second term by passing a **Special Resolution**:

Mr. Ammoor Periyar Radhakrishnan graduated with a Bachelor of Engineering (CIVIL) and Master of Business Administration. He has 40 plus years of experience in civil engineering projects. He is Expert in project planning, training, advising, execution, monitoring and control, and administration etc.

The Nomination and Remuneration Committee taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded, and recommended to the board that Mr. Ammoor Periyar Radhakrishnan for the role of Independent Director of the company. The board is of the opinion that Mr. Ammoor Periyar Radhakrishnan continues to possess the identified core skills, expertise, and competencies fundamental for effective functioning in her role as an Independent Director of the company and her continued association would be of immense benefit to the Company.

Further, Mr. Ammoor Periyar Radhakrishnan has confirmed that he is not disqualified from being appointed as director in terms of Section 164 of the Act and has given his consent to Act as director in terms of Section 152 of the act, subject to re-appointment by the members. Mr. Ammoor Periyar Radhakrishnan has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

None of the directors, Key Managerial Personnel and/or their relatives are, in anyway, concerned or interested, financially or otherwise, in the proposed resolution except the appointee himself.



DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT

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

Name of Director	Mr. Ammoor Periyar Radhakrishnan
DIN	03642690
Date of Birth & Age	15/09/1950 & 73 years
Nationality	Indian
Qualification	Bachelor of Engineering (CIVIL) and Master of Business administration
Experience and expertise in specific functional areas	Mr. Ammoor Periyar Radhakrishnan is an Independent Director of the company. He graduated with a Bachelor of Engineering (CIVIL) and Master of Business administration. He has 40 plus years of experience in Civil engineering projects. He is Expert in project planning, training, advising, execution, Monitoring and Control, and Administration etc.
Date of appointment at current designation/ Date of first appointment on the Board	02/03/2019
Terms of Appointment / Re- appointment	Non-Executive Independent Director
Remuneration sought to be paid	Remuneration: Nil Sitting fees and Commission as may be approved by the Board.
Remuneration last drawn for the FY 2023-24	Rs. 0.35 lacs sitting fees paid for the Meetings attended during the financial year 2023-24. Other than sitting fees no remuneration was paid.
Shareholding of Non-Executive Directors in the listed entity, including Shareholding as a Beneficial Owner.	NIL
Number of Board meetings held and attended during FY 2023-24	4/4
Relationship with other Directors, Manager and None other Key Managerial Personnel of the Company	None
Disclosure of relationships between directors Inter-se	None
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	None
Name(s) of other entities in which holding of directorship	1. ETL Power Services Limited 2. IG3 infra Limited 3. Grand Luxe Hotels Limited
Chairpersonship/Membership in committees of other Entities	NIL

By Order of the Board of Directors

Sd/-

Ritesh Shivkumar Mishra

Company Secretary and Compliance Officer

Membership No.: A63025

Chennai, February 07, 2024