

**Ref: STL/SEC/2024-25/DT-032**

**August 31, 2024**

The Manager,  
Listing Department,  
**BSE Limited**  
P J Towers, 1<sup>st</sup> Floor,  
Dalal Street, Mumbai- 400001

The Manager,  
Listing Department,  
**National Stock Exchange of India Limited**  
Bandra Kurla Complex, C-1, Block G,  
Bandra (East), Mumbai - 400051

**Scrip Code: 537259**

**Symbol: SUYOG**

Dear Sir/Madam,

**Sub: Newspaper Advertisement – Information regarding 29<sup>th</sup> Annual General Meeting of the Company**

Pursuant to Regulation 30 and Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the copies of Newspaper advertisement for information regarding 29<sup>th</sup> Annual General Meeting of the Company scheduled to be held on Tuesday, September 24, 2024, at 11:30 A.M. (IST) through Video Conferencing/ Other Audio -Visual Means in the following newspapers:

1. Mumbai Lakshadweep (Marathi Language);
2. The Financial Express (English Language)

Request you to take the same on record.

Thanking You,

Yours faithfully,  
For **Suyog Telematics Limited**

**Aarti Shukla**  
**Company Secretary & Compliance Officer**

Encl.: A/a



**BINANI INDUSTRIES LIMITED**  
 CIN No. L24117WB1962PLC025584  
 Registered Office: 37/2, Chinark Park, New Town Rajarhat Main Road, PO Hatiana, Kolkata - 700 157, India  
 Corporate Office: Mercantile Chambers, 12 J.N. Heredia Marg, Ballard Estate, Mumbai 400 001.

**NOTICE OF 61<sup>st</sup> ANNUAL GENERAL MEETING AND BOOK CLOSURE**

NOTICE is hereby given that the 61<sup>st</sup> Annual General Meeting (AGM) of the Company will be held on Friday, 20<sup>th</sup> September, 2024 at 11:30 A.M. Through Video Conferencing And Other Audio-Visual Means (VC/OAVM) to transact the business detailed in the Notice dated 13<sup>th</sup> August, 2024 forming part of the Annual Report for the financial year ended 31<sup>st</sup> March, 2024 which has been sent to the Members.

1. Electronic copies of the Notice of AGM and Annual Report for the financial year ended on 31<sup>st</sup> March, 2024 have been sent to all the members whose email IDs are registered with the Company/ Depository participant(s). The same is also available on the website of the Company <https://binaniindustries.com/>.

2. Members holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 13<sup>th</sup> September, 2024 shall give their vote electronically on the Ordinary and Special Business(es) as set out in the Notice of the 61<sup>st</sup> Annual General Meeting through electronic voting system of Link Intime India Private Limited from a place other than the Venue of AGM ("remote e-voting"). All the members are informed that:

- The Ordinary and Special Resolution as set out in the Notice of AGM may be transacted through voting by electronic means.
- The remote e-voting shall commence on Tuesday, 17<sup>th</sup> September, 2024 (09:00 A.M.)
- The remote e-voting shall end on Thursday, 19<sup>th</sup> September, 2024 (05:00 P.M.)
- The cut-off date for determining the eligibility to vote by electronic means or at the AGM is Friday, 13<sup>th</sup> September, 2024.
- Person who acquires shares of the Company and become the member of the Company after the dispatch of Notice of AGM and holding shares as on cut-off date i.e. Friday, 13<sup>th</sup> September, 2024, can follow the process of generating the login ID and password as provided in the Notice of AGM.
- Members may note that a) the remote e-voting module shall be disabled by the Link Intime India Private Limited after the aforesaid date and time for voting and once the vote on the resolution is cast by the member, the member shall not be allowed to change it subsequently; b) the member who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again; and c) a person whose name is recorded in the register of members or in the register of beneficial owner maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting.
- The Notice of AGM is available at the website of the Company <https://binaniindustries.com/> and also on the website of Link Intime India Private Limited <https://www.linkintime.co.in/>.
- The Register of Members and Share Transfer Register in respect of equity shares of the Company will remain closed from Friday, 13<sup>th</sup> September, 2024 to Friday, 20<sup>th</sup> September, 2024 (both days inclusive).

By the Order of the Board  
**For Binani Industries Limited**

Place : Mumbai  
 Date : August 29, 2024

Sd/-  
 Santwana Todi  
 Company Secretary Cum Compliance Officer

**WINDLAS BIOTECH LIMITED**  
 CIN: L74899UR2001PLC033407, Website: [www.windlas.com](http://www.windlas.com)  
 Regd. Office: 40/1, Mahabewala Industrial Area, Dehradun - 248 110, Uttarakhand, Tel.: +91 135 6608000  
 Corporate Office: 705-706, Vatika Professional Point, Sector - 66, Golf Course Extension Road, Gurugram - 122 001, Haryana, Tel.: +91 124 2821030 | Email ID: [info@windlasbiotech.com](mailto:info@windlasbiotech.com)

**NOTICE OF THE 23<sup>rd</sup> ANNUAL GENERAL MEETING AND E-VOTING INFORMATION**

1. NOTICE is hereby given that the 23<sup>rd</sup> Annual General Meeting (AGM) of the Company will be held on Tuesday, September 24, 2024 at 2.30 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the members at common venue, in compliance with all the applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with all the applicable circulars on the matter issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars") and the information and instructions for Members attending the AGM through VC/OAVM and e-voting during AGM are explained in Notes to the Notice of AGM. Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.

2. In compliance with the applicable circulars of MCA and SEBI, the Notice of AGM and Annual Report for the financial year 2023-24 have been sent by email to all those Members of the Company whose email addresses are registered with the Company or the Depository Participant(s). The aforesaid documents are also available on the website of the Company at [www.windlas.com](http://www.windlas.com) and also at the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, and can be downloaded therefrom. Notice of AGM is also available on the website of Link Intime India Private Limited (RTA) at <https://instavote.linkintime.co.in>.

3. In compliance with the provisions of Section 108 of the Act read with relevant Rules made thereunder and Regulation 44 of the Listing Regulations, the Company is pleased to provide its Members, facility to exercise their right to vote at the 23<sup>rd</sup> AGM and the business may be transacted through remote e-voting services provided by Link Intime India Private Limited. Remote e-voting is optional. The facility of e-voting shall also be made available at the AGM. Members attending the AGM and who have not already cast their vote by remote e-voting shall be able to exercise their right to cast vote at the AGM. The facility of remote e-voting as well as the e-voting system on the date of the AGM will be provided by Link Intime India Private Limited.

4. The cut-off date for determining the eligibility of the Members to vote by remote e-voting or e-voting at the AGM is Tuesday, September 17, 2024. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, only shall be entitled to avail the facility of remote e-voting, participation in the AGM through VC/OAVM or e-voting at the AGM.

5. The remote e-voting period begins on Friday, September 20, 2024 from 9:00 A.M. and ends on Monday, September 23, 2024 at 5:00 P.M. The remote e-voting shall not be allowed beyond the said date and time.

6. Any person, who acquires shares of the Company and becomes Member of the Company after despatch of the Notice of AGM and holding shares as on the cut-off date i.e. Tuesday, September 17, 2024, may follow the same instructions for remote e-voting and e-voting at the AGM as mentioned in the Notice of AGM and obtain the login ID and password by sending a request to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in). However, if he / she is also registered with Link Intime India Pvt Ltd for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.

7. Members who have already voted prior to the AGM may attend the AGM but shall not be entitled to vote at the AGM.

8. Members holding shares in dematerialized mode, who have not registered/updated their email addresses or Electronic Bank Mandate with the Depository Participant(s), are requested to register/update their email addresses or Electronic Bank Mandate with their Depository Participant(s) for the purpose of receiving dividend.

In case members having any queries regarding e-voting, they may refer the **Frequently Asked Questions ("FAQs")** and **Instavote e-voting manual** available at <https://instavote.linkintime.co.in> or under help section or send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on Tel: 011 - 49186000 or contact Mr. Rajiv Ranjan, Asst Vice-President, Link Intime India Private Ltd, C-101, 247 Park, L B S Marg, Vikhroli (West) Mumbai- 400083 and email id - [rajiv.ranjan@linkintime.co.in](mailto:rajiv.ranjan@linkintime.co.in), who will also address queries connected with the use of the e-voting system.

Notice is also hereby given, under section 91 of the act and regulation 42 of the Listing Regulations that the register of members and share transfer books of the company will remain closed from Wednesday, September 18, 2024 to Tuesday, September 24, 2024 (both days inclusive) for the purpose of AGM of the Company. Dividend will be paid to the shareholders holding shares on the record date fixed by the company i.e. September 17, 2024.

For Windlas Biotech Limited

Sd/-  
 Anand Narayan Panda  
 Company Secretary

Date: August 29, 2024  
 Place: Gurugram

**SUYOG TELEMATICS LIMITED**  
 CIN: L32109MH1995PLC091107  
 Registered Office: Suyog Office, Plot No. 022, MIDC Central Road, Andheri (East) Mumbai-400093 | Tel No. 022-25795516/28390670  
 Website: [www.suyogtelematics.co.in](http://www.suyogtelematics.co.in) | Email ID: [investor@suyogtelematics.co.in](mailto:investor@suyogtelematics.co.in)

**NOTICE OF THE 29<sup>th</sup> ANNUAL GENERAL MEETING TO BE HELD THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM)**

NOTICE is hereby given that the 29<sup>th</sup> Annual General Meeting (AGM) of the Members of Suyog Telematics Limited will be convened on Tuesday, September 24, 2024 at 11:30 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility to transact the Ordinary and Special Business, as set out in the Notice of the 29<sup>th</sup> AGM, in compliance with the applicable provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 and Rules framed thereunder read with General Circular No. 20/2020 dated May 5, 2020 and subsequent Circulars issued in this regard, after being 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (MCA) and SEBI (hereinafter collectively referred to as "the Circulars"/20167 dated October 7, 2023 (hereinafter collectively referred to as "the Circulars"), for conducting AGM without the physical presence of Members at a common venue.

The Notice of the AGM along with the Annual Report will be sent in due course through electronic mode only to the Members of the Company whose e-mail addresses are registered with the Depository Participant/Company/Registrar & Transfer Agent (RTA). The Notice of AGM and Annual Report for the Financial Year 2023-24 of the Company will be available on the website of the Company at [www.suyogtelematics.co.in](http://www.suyogtelematics.co.in) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). Additionally, the Notice of AGM and Annual Report will also be available on the website of the Stock Exchanges i.e. BSE Limited (BSE) at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited (NSE) at [www.nseindia.com](http://www.nseindia.com).

Members can attend and participate in the AGM through VC/OAVM facility only. The Company will be providing remote e-voting facility to all its members to cast their votes before the date of AGM on the resolutions set out in the Notice of the AGM and also e-voting facility during the AGM. The Detailed instructions/procedure with respect to participation and e-voting will be provided in the Notice convening the Meeting. Members attending the meeting through VC/OAVM shall be counted for the purpose of quorum in terms of Section 103 of the Companies Act, 2013.

Members are requested to contact your Depository Participant and register your email address and bank account details in your demat account as per the process of your Depository Participant.

**Dividend Record Date**  
 The Board of Directors at their meeting held on Friday, May 24, 2024, recommended final dividend at the rate of ₹1.25/- per equity share having face value of ₹10/- each for the financial year ended March 31, 2024. The record date for the purpose of the dividend is Friday, August 30, 2024. The Dividend once approved by the shareholders in the 29<sup>th</sup> AGM, will be paid to those shareholders whose name appear in the Company's Register of Members/Statement of Beneficial Position received from the NSDL and the CDSL as at the close of business hours on August 30, 2024. To avoid delay in receiving dividend, Members are requested to update their KYC with their depositories (where shares are held in dematerialized mode) and with the Company's RTA (where shares are held in physical mode) to receive dividend directly to their bank account.

Members may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid (or distributed) by the Company on or after April 1, 2020 shall be taxable in the hands of Members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of the final dividend. To enable us to determine the appropriate TDS rate as applicable, Members are requested to submit relevant documents in accordance with the provisions of the IT Act on or before September 13, 2024. The withholding tax rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. Members may contact the Company's RTA, Bigshare Securit Pvt. Ltd, at Office No. S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park, Next to Ahura Centre, Mahalaxmi Caves Road, Andheri East, Mumbai 400093 or e-mail at [investor@bigshareonline.com](mailto:investor@bigshareonline.com) or call at 022-6236205.

By the Order of Board of Directors  
 For Suyog Telematics Limited

Sd/-  
 Mr. Shivshankar Latre  
 Chairman & Managing Director

Place: Mumbai  
 Date: 29.08.2024

**CITYGOLD CREDIT CAPITAL LIMITED**  
 Corporate Identification Number: L65921PB1993PLC013595  
 Registered Office: 555, 5th Floor, LSE Building, Capozzi Gandhi Market, Ladhiana - 141001, Punjab, India.  
 Contact Number: 0161-4641-099; Website: [www.citygoldcreditcapital.com](http://www.citygoldcreditcapital.com); Email ID: [qaad11993@gmail.com](mailto:qaad11993@gmail.com)

Rs. 10.00/- (Rupees Ten Only) each, at an Offer Price of Rs.16.50/- (Sixteen Rupees and Fifty Paise Only) each (including interest at the rate of 10.00% (Ten Percent) per annum) of CityGold Credit Capital Limited ("CityGold" or "Target Company") representing 26.00% (Twenty-Six Percent) of the Voting Capital of the Target Company, payable in cash, by Mr. Nitin Minocha, the Acquirer, in accordance with the provisions of Regulations 3 (1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and subsequent amendments thereto.

This Post-Offer Public Announcement is being issued by Swaraj Shares and Securities Private Limited, the Manager to the Offer ("Manager"), on behalf of the Acquirer to the Public Shareholders of the Target Company, in connection with the Offer made and in pursuance to and in compliance with the provisions of Regulation 18 (12) and other applicable provisions under the SEBI (SAST) Regulations ("Post-Offer Public Announcement").

This Post-Offer Public Announcement should be read in conjunction of, and in conjunction with the: a) Public Announcement dated Friday, May 19, 2023 ("Public Announcement"), (b) Detailed Public Statement dated Wednesday, May 24, 2023, in connection with this Offer, published on behalf of the Acquirer on Thursday, May 25, 2023, in Financial Express (English daily) (All India Edition), Jansatta (Hindi daily) (All India Edition), Mumbai Lakshadweep (Marathi daily) (Mumbai Edition), and Dally Suraj Ludhiana (Ludhiana Edition) ("Newspapers"), (c) Draft Letter of Offer dated Thursday, June 01, 2023 (Draft Letter of Offer), (d) Corrigendum cum Advertisement to the Letter of Offer dated Friday, October 13, 2023, for intimation of Extension of the Tendering Period and subsequently the Offer Period dated Monday, October 23, 2023, published in the Newspapers on Wednesday, October 25, 2023 ("Extension of Offer Period Advertisement"), (e) Letter of Offer dated Saturday, July 20, 2024, along with the Form of Acceptance-cum-Acknowledgement ("Letter of Offer"), (f) Revised Recommendations of the Independent Directors of the Target Company which were approved on Thursday, July 25, 2024, and published in the Newspapers on Friday, July 26, 2024 (Revised Recommendations of the Independent Directors of the Target Company), (g) Pre-Offer cum corrigendum to the Detailed Public Statement Advertisement dated Saturday, July 27, 2024, which was published in the Newspapers on Monday, July 29, 2024 (Pre-Offer Public Announcement) ("Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Extension of Offer Period Advertisement, Revised Recommendations of the Independent Directors, Pre-Offer Advertisement cum Corrigendum to the Detailed Public Statement of the Target Company, and this Post-Offer Public Announcement are hereinafter collectively referred to as "Offer Documents") issued by the Manager on behalf of the Acquirer.

The capitalized terms used but not defined in this this Post-Offer Public Announcement shall have the meaning assigned to such terms in the Offer Documents.

1. Name of the Target Company	City Gold Credit Capital Limited bearing corporate identity number L65921PB1993PLC013595, with its registered office located at Room No. 555, 5th Floor, LSE Building Forze Gandhi Market Ludhiana - 141001, Punjab, India			
2. Name of the Acquirer and PACs	Mr. Nitin Minocha, s/o Mr. Krishnalal Minocha, aged 52 years, Indian Resident, bearing Permanent Account Number 'DADPM1626D' under the Income Tax Act, 1961, residing at A 1806, Western Heights, Four Bungalows Andheri West, Mumbai - 400053, Maharashtra, India There are no persons acting in concert with the Acquirer for the purpose of this Offer.			
3. Name of Manager to the Offer	Swaraj Shares and Securities Private Limited			
4. Name of Registrar to the Offer	Integrated Registry Management Services Private Limited			
5. Offer Details				
5.1 Date of Opening of the Offer	Tuesday, July 30, 2024			
5.2 Date of Closing of the Offer	Monday, August 12, 2024			
6. Date of Payment of Consideration	Monday, August 26, 2024			
7. Details of the Acquisition				
Particulars	Proposed in the Offer Document (Assuming full acceptance in this Offer)	Actuals		
7.1 Offer Price	Rs 16.50/- (Sixteen Rupees and Fifty Paise Only)	Rs. 16.50/- (Sixteen Rupees and Fifty Paise Only)		
7.2 Aggregate number of Equity Shares tendered	8,32,130 (Eight Lakhs Thirty-Two Thousand One Hundred and Thirty)	90,000 (Ninety Thousand)		
7.3 Aggregate number of Equity Shares accepted	8,32,130 (Eight Lakhs Thirty-Two Thousand One Hundred and Thirty)	90,000 (Ninety Thousand)		
7.4 Size of the Open Offer (Number of Equity Shares multiplied by Offer Price per Equity Share)	Rs. 13,70,30,145.00/- (Rupees One Crore Thirty-Seven Lakhs Thirty-Two Thousand One Hundred and Forty-Five Only)	Rs. 14,85,00,000/- (Rupees Fourteen Lakhs Eighty-Five Thousand Only)		
7.5 Shareholding of the Acquirer before the Share Purchase Agreement/ Public Announcement				
a) Number of Equity Shares	Nil	Nil		
b) % of fully diluted Equity Share capital	Not Applicable	Not Applicable		
7.6 Sale Shares proposed to be acquired by way of Share Purchase Agreement				
a) Number of Equity Shares	4,94,800 (Four Lakhs Ninety-Four Thousand Eight Hundred)	4,94,800 (Four Lakhs Ninety-Four Thousand Eight Hundred)		
b) % of fully diluted Equity Share capital	15.46% (Fifteen Point Four Six Percent)	15.46% (Fifteen Point Four Six Percent)		
7.7 Equity Shares acquired by way of Offer				
a) Number of Equity Shares	8,32,130 (Eight Lakhs Thirty-Two Thousand One Hundred and Thirty)	90,000 (Ninety Thousand)		
b) % of fully diluted Equity Share capital	26.00% (Twenty-Six Percent)	2.81% (Two Point Eight One Percent)		
7.8 Equity Shares acquired after the Detailed Public Statement				
a) Number of Equity Shares acquired	Nil	Nil		
b) Price of the Equity Shares acquired	Not Applicable	Not Applicable		
c) % of Equity Shares acquired	Not Applicable	Not Applicable		
7.9 Post-Offer Shareholding of the Acquirer				
a) Number of Equity Shares	13,26,930 (Thirteen Lakhs Twenty-Six Thousand Nine Hundred and Thirty)	5,84,800 (Five Lakhs Eighty-Four Thousand and Eight Hundred)		
b) % of fully diluted Equity Share capital	41.46% (Forty-One Point Four Six Percent)	18.27% (Eighteen Point Two Seven Percent)		
7.10 Pre-Offer and Post-Offer shareholding of the Public Shareholders (other than the Acquirer)				
Particulars	Pre-Offer	Post-Offer	Pre-Offe	Post-Offe
a) Number of Equity Shares	23,53,400 (Twenty-Three Lakhs Fifty-Three Thousand and Four Hundred)	15,21,270 (Fifteen Lakhs Twenty-One Thousand Two Hundred and Seventy)	23,53,400 (Twenty-Three Lakhs Fifty-Three Thousand and Four Hundred)	26,15,700 (Twenty-Six Lakhs Fifteen Thousand and Seven Hundred)
b) % of fully diluted Equity Share capital	73.53% (Seventy-Three point Five Three Percent)	47.53% (Forty-Seven point Five Three Percent)	73.53% (Seventy-Three point Five Three Percent)	81.73% (Eighty-One point Seven Three Percent)

8. The Acquirer accepts full responsibility for the information contained in this Post-Offer Public Announcement and for his obligations specified under SEBI (SAST) Regulations.

9. The Acquirer will consummate the Share Purchase Agreement transaction in accordance with the provisions of Regulations 22 (1), and 22 (3) of the SEBI (SAST) Regulations and will make an application for reclassification of himself as the promoter of the Target Company in accordance with the provisions of Regulation 31A (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including an application for amendments thereto ("SEBI (LODR) Regulations").

10. All the existing Promoters of the Target Company will make an application for declassifying themselves from the "promoter and promoter group" category subject to receipt of necessary approvals required in terms of Regulation 31A(10) of the SEBI (LODR) Regulations and the satisfaction of conditions prescribed therein.

11. A copy of this Post-Offer Public Announcement will be accessible on the websites of Securities and Exchange Board of India at [www.sebi.gov.in](http://www.sebi.gov.in), Metropolitan Stock Exchange of India Limited at [www.mseai.in](http://www.mseai.in) and the registered office of the Target Company.

ISSUED BY MANAGER TO THE OFFER

**SWARAJ SHARES AND SECURITIES PRIVATE LIMITED**  
 Corporate Identification Number: U51101WB2000PTC092621  
 Principal Place of Business: Unit No 304, A Wing, 215 Atrium, Near Courtyard Marriott, Andheri East, Mumbai- 400093, Maharashtra, India  
 Contact Person: Tanmoy Banerjee/ Pankita Patel  
 Contact Number: +91-22-69649999  
 Email Address: [takeover@swarajshares.com](mailto:takeover@swarajshares.com)  
 Investor grievance Email Address: [investor.relations@swarajshares.com](mailto:investor.relations@swarajshares.com)  
 SEBI Registration Number: INM00012980  
 Validity: Permanent

Sd/-  
 Nitin Minocha  
 Acquirer

Date: Thursday, August 29, 2024  
 Place: Mumbai

**KERALA AYURVEDA LIMITED**  
 CIN - L24233KL1992PLC006592  
 Regd. Office: VII/415, Nedumbassery, Athani P.O., Aluva-683585  
 Ph: 0484-2476301 (4 lines) Fax: 0484-2474376  
 E-mail: [info@keralayurveda.biz](mailto:info@keralayurveda.biz) Website: [www.keralayurveda.biz](http://www.keralayurveda.biz)

**NOTICE OF 32<sup>nd</sup> ANNUAL GENERAL MEETING, BOOK CLOSURE AND REMOTE E-VOTING INFORMATION**

This notice is published in pursuance to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014.

**(A) ANNUAL GENERAL MEETING AND BOOK CLOSURE:**  
 Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting (AGM) of the members of Kerala Ayurveda Limited ("the Company") will be held on Friday, September 20, 2024 at 11.00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") only, to transact the business set forth in the AGM notice dated August 14, 2024 pursuant to Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, which allow the Companies to attend AGM through VC/OAVM, the AGM of the Company will be held through VC/OAVM.

In terms of the said Circulars, the AGM Notice along with the Audited Balance Sheet as at March 31, 2024, Audited Statement of Profit & Loss, Cash Flow Statement for the year ended March 31, 2024, together with the Reports of the Directors and Auditors thereon are being sent to the members on Thursday, August 23, 2024, together whose e-mail IDs are registered with the Company/Depository Participant(s) of the Company on Friday, August 23, 2024. The requirement of sending physical copies of the Notice of AGM has been dispensed with vide MCA Circulars and the SEBI Circulars.

The AGM Notice and Annual Report of the Company for the financial year 2023-24 are also available on the Company's website at [www.keralayurveda.biz](http://www.keralayurveda.biz) and on the website of the Stock Exchange where the shares of the Company have been listed viz., [www.bseindia.com](http://www.bseindia.com), members including members who have not registered their e-mail addresses with Company/ Depository Participant(s), can download the AGM Notice and Annual Report from any of the said websites.

The members whose e-mail address is not registered with the Depository Participant(s), are required to visit the link: [helpdesk.evoting@cdslindia.com](http://helpdesk.evoting@cdslindia.com) for registration of E-mail address and to receive AGM Notice, Annual Report and e-voting user ID and password by E-mail. Detailed procedure for registering the E-mail address and for receipt of e-voting user ID and password and the manner of voting remotely or e-voting during the AGM, will be made available at the aforesaid websites.

The members are requested to refer the AGM Notice, for instructions for attending the AGM through VC/OAVM.

The above documents are available for electronic inspection by the Members of the Company during office hours on any working day of the Company up to the date of AGM.

**BOOK CLOSURE:**  
 The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 15<sup>th</sup> September, 2024 to Friday, 20<sup>th</sup> September, 2024 (both days inclusive) for the purpose of AGM and payment of dividend for the financial year ended March 31, 2024. The dividend, if declared by the members, will be paid on or before 30 days from the date of declaration by the shareholders in the AGM, subject to applicable tax.

**(B) REMOTE E-VOTING**  
 In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is providing to its Members the facility of remote e-voting during the AGM in respect of the businesses to be transacted at the AGM and for this purpose the Company has appointed M/s. Integrated Registry Management Services Private Limited for facilitating voting through electronic means. The detailed instructions for remote e-voting are given in the notice of 32<sup>nd</sup> AGM. Members are requested to take note of the following:

a) The remote e-voting facility would be available during the following period:

Sl No	Details / Activity	Particulars
1.	Date and time of commencement and end of remote e-voting	Commencement: Sunday, September 15, 2024 at 9:00 am (IST). Conclusion: Thursday, September 19, 2024 till 5:00 pm (IST)
2.	Cut-off date	Friday, September 13, 2024.

The remote e-voting module shall be disabled for voting after 5:00 pm on Thursday, September 19, 2024.

b) Members whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting / e-voting during the AGM as the case may be. Once the vote on a resolution is cast by the member, he / she shall not be allowed to change it subsequently. The members who have not cast their vote electronically, and are otherwise not barred from doing so, can exercise their voting rights through the e-voting system during the AGM. The Company will make necessary arrangements for e-voting during the AGM. Members who have cast their votes by remote e-voting prior to the meeting may also attend the AGM but they are not entitled to cast their vote again during the AGM.

c) Members who would like to express their views/ ask questions as a speaker at the meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number to the Company at email id: [companysecretary@keralayurveda.biz](mailto:companysecretary@keralayurveda.biz) on or before Sunday, September 15, 2024 (till 5.00 pm). 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 depending on the availability of time for the AGM.

d) The members for attending the AGM through VC / OAVM and the manner of e-voting is provided in the Notice convening the AGM for instructions who have registered their e-mail address as also for those Members who hold shares in physical form or who have not registered their e-mail address.

CS Pramod S M or failing him CS Biswajit Ghosh of M/s. BMP & Co. LLP, a Practicing Company Secretary firm, Bengaluru, has been appointed as Scrutinizer to scrutinize the remote e-voting process before/ during the AGM in a fair and transparent Manner.

The facility for voting through Instapoll shall also be made available at the AGM and the members attending the meeting who have not already cast their vote by remote voting shall be able to exercise their right to vote at the AGM. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

All the grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futrex, Mafatal MI Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact on: - Tel: 022 - 23058738 and 022-23058542/43.

By Order of the Board of Directors  
 For Kerala Ayurveda Limited

Sd/-  
 George K T  
 Chief Financial Officer and Compliance officer  
 PAN No. ARPPG8485P

Date: 30.08.2024  
 Place: Bengaluru

**ROYAL CUSHION VINYL PRODUCTS LIMITED**  
 CIN - L24110MH1983PLC031395  
 "Shlok" 60 - CD, Govt. Industrial Estate, Charkop, Kandivali (W), Mumbai - 400 067 Tel: + 91 22 28603514, 16  
 Website: [www.rcvp.in](http://www.rcvp.in); Email ID: [legco@rcvp.in](mailto:legco@rcvp.in)

**NOTICE TO MEMBERS**

Notice is hereby given that the 40<sup>th</sup> (Fortieth) Annual General Meeting ("AGM") of Royal Cushion Vinyl Products Limited ("the Company") will be held on Monday 23<sup>rd</sup> September, 2024 at 3.30 PM (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility, without the physical presence of the Members to transact the business as set out in the Notice dated 13<sup>th</sup> August, 2024, convening the said AGM.

In compliance with the provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as "MCA General Circulars") along with other applicable circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars"), permitted the holding of AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with these MCA General Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the AGM of the Company will be held through VC/OAVM.

The Company has sent the Notice of the AGM on 29<sup>th</sup> August, 2024 alongwith the Annual Report for the financial year 2023-24 of which notice of the 40<sup>th</sup> AGM is a part have been sent in electronic mode to members whose email IDs are registered with the Company or Depository Participant(s). The requirements of sending physical copy of the Notice of the AGM and Annual Report to the Members has been dispensed with vide MCA circulars and SEBI circular. The Notice of the 40<sup>th</sup> Annual General Meeting which is a part of the Company's Annual Report is uploaded on the website of the Company at [www.rcvp.in](http://www.rcvp.in) and at BSE Limited at [www.bseindia.com](http://www.bseindia.com) and at website of the NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The Annual Report for the financial year 2023-24 of which notice of 40<sup>th</sup> AGM is a part is also available on the Company's website [www.rcvp.in](http://www.rcvp.in). Members who have not received the Annual report may download it from the Company's website or may request for an electronic copy of the same by writing to the company at the above mention email id.

Notice is further given pursuant to Regulation 42 of the Listing Regulations and Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) rules, 2014, that the Register of Members and the Share Transfer Books of the Company will remain closed from 17<sup>th</sup> September, 2024 to 23<sup>rd</sup> September, 2024, both days inclusive for the purpose of AGM.

Pursuant to the provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Company is pleased to provide its member with the facility to exercise their vote on the agenda items as stated in the notice of the Annual General Meeting by electronic means and the business may be transacted through the e-voting services provided by National Securities Depository Services Limited (NSDL).

The details pursuant to the provisions of section 108 of the Companies Act, 2013 and the relevant Rules prescribed thereunder are as follows:

- The business may be transacted through voting by electronic means.
- Date and time of commencement of remote e-voting: Friday, 20<sup>th</sup> September, 2024 (9:00 a.m.)
- Date and time of end of remote e-voting: Sunday 22<sup>nd</sup> September, 2024 (5:00 p.m.)
- Cut off date: Monday, 16<sup>th</sup> September, 2024.
- Any person, who acquires shares of the Company and holding shares as member of the Company after despatch of notice and holding shares as on the cut-off date i.e. 16<sup>th</sup> September, 2024 may obtain the login ID and password by sending an email to [evoting@rcvp.in](mailto:evoting@rcvp.in) or Company/ Registrar by mentioning his Folio No./DP ID or Client ID no. However, if any member is already registered with NSDL for remote e-voting, then he can use his existing User ID and Password for casting his vote. If he forgets his password, he can reset password by using "Forgot User Details/Password" or "Physical User/Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following Toll Free no. 1800222990.
- E-voting by electronic mode shall not be allowed beyond 5.00 p.m. on 22<sup>nd</sup> September, 2024.
- Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date of 16<sup>th</sup> September, 2024 only shall be entitled to avail the facility of remote e-voting as well as the Annual General Meeting. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company.
- The Company is also providing remote e-voting facility to its members in respect of the business to be transacted during the 40<sup>th</sup> AGM. Members may follow the same procedure for e-voting during the 40<sup>th</sup> AGM as mentioned above for remote e-voting. Only those Members, who will present in the 40<sup>th</sup>