

# PACHELI INDUSTRIAL FINANCE LIMITED

CIN: L74110MH1985PLC037772

Regd Office: C-001, Prathamesh Horizon, New Link Road, Borivali (W) Mumbai 400092

Email id: [pacheliumar@gmail.com](mailto:pacheliumar@gmail.com); Website: <https://pacheliindustrialfinance.com/>

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## NOTICE OF 36<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 36<sup>th</sup> (Thirty Sixth) Annual General Meeting of the Members of **Pacheli Industrial Finance Limited** (CIN:-L74110MH1985PLC037772) will be held on Thursday, 30<sup>th</sup> September, 2021 at 1:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2021 together with report of Board of directors and Auditor thereon.
2. Appointment of Mr. Narayanaswamy Subramanian (Membership No. 021628) as Statutory Auditor of the Company to fill casual vacancy

To consider and if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any (including any statutory modification or amendment thereto or reenactment thereof for the time being in force) and upon recommendation of the Audit Committee and Board of Directors, Mr. Narayanaswamy Subramanian, Chartered Accountant (Membership No. 021628), be and is hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/S. V S Shah And Associates Chartered Accountants (FRN: 143857W).

**RESOLVED FURTHER THAT** Mr. Narayanaswamy Subramanian, Chartered Accountant, be and is hereby appointed as Statutory Auditor of the Company to hold office for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of 41<sup>st</sup> Annual General Meeting of the Company to be held in the year 2026 on such remuneration as may be fixed by the Board of Directors in consultation with them."

### SPECIAL BUSINESS

3. Regularization of Mr. Shahul Hameed Adam Bawa

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

**"RESOLVED THAT** Mr. Shahul Hameed Adam Bawa(DIN: 08274289), who was appointed as an Additional Director with effect from 22<sup>nd</sup> January, 2021, on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting, and in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013 has been received in the prescribed manner proposing his candidature for the office of director of the Company, be and is hereby appointed as Director of the Company."

4. Regularization of Ms. Lavanya Keerthipati

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

**“RESOLVED THAT** Ms. Lavanya Keerthipati (DIN: 08023130), who was appointed as an Additional Director with effect from 22<sup>nd</sup> January, 2021, on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013 has been received in the prescribed manner proposing her candidature for the office of director of the Company, be and is hereby appointed as Director of the Company.”

**5. Regularization of Mohamed Yusub**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

**“RESOLVED THAT** Mr. Mohamed Yusub (DIN: 07273435), who was appointed as an Additional Director with effect from 28<sup>th</sup> April, 2021, on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013 has been received in the prescribed manner proposing his candidature for the office of director of the Company, be and is hereby appointed as Director of the Company.”

**6. Appointment of Ms. Ansar Basha Faisun Nisha as an Independent Director of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

**“RESOLVED THAT** pursuant to the provisions of Sections 149, and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Rules made thereunder, read with Schedule IV of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification, amendment or re-enactment thereof for the time being in force and as may be enacted from time to time), Ms. Ansar Basha Faisun Nisha (DIN:09199541) who was appointed as an Additional Director (Non-Executive & Independent) by the Board of Directors at its meeting held on 28<sup>th</sup> June, 2021 to hold the office till the date of this Annual General and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) consecutive years w.e.f June 28, 2021, not liable to retire by rotation.”

**RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this resolution, including necessary documentations such as issuance of appointment letter detailing the terms & conditions, duties & responsibilities be issued by the Board of Directors (including a duly constituted Committee), filing of necessary returns/forms to the appropriate authorities.”

**For and on behalf of the Board of  
Pacheli Industrial Finance Limited**

**Sd/-  
Lavanya Keerthipati  
(Additional Director)  
DIN: 08023130**

**Place: Chennai  
Date: 07-09-2021**

## **NOTES:**

- 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, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing 36<sup>th</sup>AGM of the Company through VC/OAVM.**
2. 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 dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 250 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.pacheliindustrialfinance.com](http://www.pacheliindustrialfinance.com). The Notice can also be accessed from the websites of BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021.
8. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts of the proposed ordinary/ special resolutions for the items is annexed hereto.
9. Members desirous of getting any information about the Annual accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.

10. The Notice of the AGM along with the Annual Report 2020-21 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.
11. **Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**
12. Pursuant to Section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Friday, 24<sup>th</sup> September, 2021 to Thursday, 30<sup>th</sup> September, 2021 (both days inclusive) for the purpose of Annual General Meeting and will be available for inspection at the venue of Annual General Meeting till the conclusion of the meeting.
13. The ISIN of the Equity Shares of Rs.10/- each is INE926B01016.
14. Members holding shares in physical form are requested to advise any change of name, address, e-mail address etc. immediately to the Company/ Registrar and Transfer Agents, Skyline Financial Services Pvt. Ltd, D-153 A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020.
15. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to Skyline Financial Services Pvt. Ltd. A certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting 48 hours before the date of AGM.
16. Notice of the 36<sup>th</sup> Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participant(s) for communication purposes through electronic mode.
17. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Company's Registered Office at C-001, Prathamesh Horizon, New Link Road, Borivali (W) Mumbai-400092 on all working days of the Company, between 10.00 a.m. and 1.00p.m. upto the date of the Annual General Meeting.
18. Route map giving directions to the venue is not annexed to this Notice as meeting will be held through VC/OAVM due to COVID 19 Crisis.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- 1) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the Virtual platform developed by the RTA i.e. Skyline Financial Services Pvt. Ltd. Link along with details will be provided to Eligible shareholders. Shareholders may access the voting during the AGM by clicking the link provided in virtual platform i.e <https://www.evotingindia.com>. Shareholders/members may login by using the remote e -voting credentials. The link for VC/OAVM will be available to eligible shareholder/members at their registered E Mail IDs. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM.
- 2) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 3) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

- 5) Shareholders who would like to express their views/ask questions during the AGM may register themselves as an attendee by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at [pacheliumar@gmail.com](mailto:pacheliumar@gmail.com).
- 6) The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at [pacheliumar@gmail.com](mailto:pacheliumar@gmail.com). These queries will be replied to by the company suitably by email.
- 7) Those shareholders who have registered themselves as an attendee will be allowed to express their views/ask questions during the meeting. The member who have not registered themselves as an attendee but have queries during the AGM can use the chat box/ send query button and ask the question.

In case you have any queries or issues regarding attending Annual General Meeting through VC/OAVM write an email to: [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com)

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

### **Item No. 2: Appointment of Mr. Narayanaswamy Subramanian (Membership No. 021628) as Statutory Auditor of the Company to fill casual vacancy**

M/s. V S Shah and Associates, Chartered Accountants (Firm Registration No. 143857W) has resigned as the Statutory Auditor of the Company w.e.f. 6<sup>th</sup> September, 2021. As per the requirements of the Act and based on the recommendations of the Audit Committee, the Board of Directors of the Company has in its meeting held on September 7, 2021 proposed to appoint Mr. Narayanaswamy Subramanian, Chartered Accountant (Membership No. 021628), as Statutory Auditor of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 41<sup>st</sup> AGM to be held in the year 2026.

Mr. Narayanaswamy Subramanian, Chartered Accountant (Membership No. 021628) have conveyed his consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, his appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

The terms and conditions of appointment of Mr. Narayanaswamy Subramanian, including his remuneration, shall be as may be determined and recommended by the Audit Committee in consultation with the Statutory Auditors and approved by the Board of Directors of the Company. The remuneration payable to the Statutory Auditor will depend on the scope of work and commensurate efforts involved and be in line with the terms and conditions of the resigning Statutory Auditors.

None of the Directors or the Key Managerial Personnel of the Company and their relatives are in any way financially or otherwise concerned or interested in the passing of this Ordinary Resolution as set out in this Notice.

The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for your approval.

### **Item No. 3: Regularization of Mr. Shahul Hameed Adam Bawa**

The Board of Directors of the Company appointed Mr. Shahul Hameed Adam Bawa as an Additional Director of the Company w.e.f. January 22, 2021. In terms of the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, Mr. Shahul Hameed Adam Bawa would hold office up to the date of the ensuing Annual General Meeting. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mr. Shahul Hameed Adam Bawa, being eligible, offers himself for appointment, and is propose to be appointed as a Director who shall be liable to retire by rotation.

The Company has received a notice from a member of the Company along with requisite fee under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Shahul Hameed Adam Bawa for the office of Director of the Company. Mr. Shahul Hameed Adam Bawa is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

**Except Mr. Shahul Hameed Adam Bawa, himself and Mr. Mohamed Yusub and Dr. U Nainer Rawthar, relatives of Director, none of other Directors and Key Managerial personnel of the Company and their relatives are concerned or interested, financial or otherwise in the resolution as set out in Item no. 3.**

The Board of directors therefore, recommends the resolution for appointment of Mr. Shahul Hameed Adam Bawa as a Director of the Company for approval of the members by passing the Ordinary resolution.

Additional information on Directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Brief Resume of Mr. Shahul Hameed Adam Bawa is as under:

<b>Name:</b>	Shahul Hameed Adam Bawa
<b>Age</b>	37 years
<b>Qualification</b>	He holds Bachelor's degree of Arts in Tamil.
<b>Expertise in specific functional areas:</b>	Hospitality and hotel industry
<b>Disclosure of relationships between directors inter-se</b>	Mr. Shahul Hameed Adam Bawa is a relative of Mr. Mohamed Yusub, Additional Director of the Company
<b>Directorship held in other public companies (excluding Foreign Companies and Section 8 Companies)</b>	He holds directorship in following Public Companies: 1. Alegria Holidays and Hospitality Limited 2. Alegria Holidays and Club Limited
<b>Membership / Chairmanship of Committee of other Public Companies (includes only Audit and Stakeholder Relationship Committee)</b>	Nil
<b>Shareholding in the Company</b>	0.86%

**Item No. 4: Regularization of Ms. Lavanya Keerthipati**

The Board of Directors of the Company appointed Ms. Lavanya Keerthipati as an Additional Director of the Company w.e.f. January 22, 2021. In terms of the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, Ms. Lavanya Keerthipati would hold office up to the date of the ensuing Annual General Meeting. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Ms. Lavanya Keerthipati, being eligible, offers herself for appointment, and is propose to be appointed as a Director who shall be liable to retire by rotation.

The Company has received a notice from a member of the Company along with requisite fee under section 160 of the Companies Act, 2013 proposing the candidature of Ms. Lavanya Keerthipati for the office of Director of the Company. Ms. Lavanya Keerthipati is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

**Except Ms. Lavanya Keerthipati Additional Director of the Company, none of the other Directors and Key Managerial personnel of the Company and their relatives are concerned or interested, financial or otherwise in the resolution as set out in Item no. 4.**

The Board of directors therefore, recommends the resolution for appointment of Ms. Lavanya Keerthipati as a Director of the Company for approval of the members by passing the Ordinary resolution.

Additional information on Directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Brief Resume of Ms. Lavanya Keerthipati is as under:

<b>Name:</b>	Lavanya Keerthipati
<b>Age</b>	34 years
<b>Qualification</b>	She holds Bachelor's degree of Arts in Hotel Management.
<b>Expertise in specific functional areas:</b>	Hospitality and hotel industry
<b>Disclosure of relationships between directors inter-se</b>	Mrs. Lavanya Keerthipati is not a relative to the existing directors of the Company as well as to the other proposed director.
<b>Directorship held in other public companies (excluding Foreign Companies and Section 8 Companies)</b>	She holds directorship in following public companies: 1. Alegria Holidays and Hospitality Limited 2. Alegria Holidays and Club Limited
<b>Membership / Chairmanship of Committee of other Public Companies (includes only Audit and Stakeholder Relationship Committee)</b>	Nil
<b>Shareholding in the Company</b>	1.81%

**Item No. 5: Regularization of Mr. Mohamed Yusub**

The Board of Directors of the Company appointed Mohamed Yusub as an Additional Director of the Company w.e.f. April 28, 2021. In terms of the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, Mr. Mohamed Yusub would hold office up to the date of the ensuing Annual General Meeting. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mohamed Yusub, being eligible, offers himself for appointment, and is propose to be appointed as a Director who shall be liable to retire by rotation.

The Company has received a notice from a member of the Company along with requisite fee under section 160 of the Companies Act, 2013 proposing the candidature of Mohamed Yusub for the office of Director of the Company. Mr. Mohamed Yusub is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

**Except Mohamed Yusub himself, Mr. Shahul Hameed Adam Bawa and Dr.U Nainer Rawthar, relatives of Director, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise in the resolution as set out in Item no. 5.**

The Board of directors therefore, recommends the resolution for appointment of Mohamed Yusub as a Director of the Company for approval of the members by passing the Ordinary resolution.

Additional information on Directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



Brief Resume of Mohamed Yusub is as under:

<b>Name:</b>	Mohamed Yusub
<b>Age</b>	30 years
<b>Qualification</b>	He is BA English qualified.
<b>Expertise in specific functional areas:</b>	Finance
<b>Disclosure of relationships between directors inter-se</b>	Mohamed Yusub is a relative of Mr. Shalul Hameed Adam Bawa, Additional Director of the Company
<b>Directorship held in other public companies (excluding Foreign Companies and Section 8 Companies)</b>	He holds Directorship in following Public companies: 1. Alegria Holidays and Club Limited 2. Alegria Holidays and Hospitality Limited
<b>Membership / Chairmanship of Committee of other Public Companies (includes only Audit and Stakeholder Relationship Committee)</b>	Nil
<b>Shareholding in the Company</b>	Nil

**Item No. 6: Appointment of Ms. Ansar Basha Faisun Nisha as an Independent Director of the Company**

The Board of Directors of the Company has appointed Ms. Ansar Basha Faisun Nisha as an Additional Director (Non-Executive & Independent) of the Company w.e.f 28<sup>th</sup> June, 2021 and was considered as Independent director for the purpose of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. As per the provisions of Section 149 of the Companies Act, 2013 ("Act"), an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and they are not liable to retire by rotation. Ms. Ansar Basha Faisun Nisha has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

A notice has been received by the company from a member along with requisite deposit signifying his intention to propose him as a candidate for office of Independent Director of the Company.

In the opinion of the Board, the aforesaid Independent Director fulfils the conditions specified in the Act and the Rules made there under and the SEBI (LODR) Regulations, 2015 for appointment as Independent Director and she is independent of the management. The terms and conditions of appointment of the above Independent Director shall be open for inspection by any member at the Registered Office during normal business hours on any working day of the Company.

In terms of the provisions of Section 161(1) of the Act, Ms. Ansar Basha Faisun Nisha would hold office up to the date of ensuing Annual General Meeting. Keeping in view the experience and expertise of Ms. Ansar Basha Faisun Nisha, the Board considers it desirable that the Company should receive the benefit of her valuable experience and advice and accordingly recommends the Resolution for approval by the members.

**Except Ms. Ansar Basha Faisun Nisha, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out in Item no. 6.**

The Board of directors therefore, recommends the resolution for appointment of Ms. Ansar Basha Faisun Nisha as a Director of the Company for approval of the members by passing the Ordinary resolution.

Additional information on Directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Brief Resume of Ms. Ansar Basha Faisun Nisha is as under:

<b>Name:</b>	Ansar Basha Faisun Nisha
<b>Age</b>	26 years
<b>Qualification</b>	She holds Bachelor's degree of Commerce
<b>Expertise in specific functional areas:</b>	She has expertise in Marketing Management-Consumer.
<b>Disclosure of relationships between directors inter-se</b>	Ms. Ansar Basha Faisun Nisha is not related to the Board of Directors and KMPs of the Company.
<b>Directorship held in other public companies (excluding Foreign Companies and Section 8 Companies)</b>	Nil
<b>Membership / Chairmanship of Committee of other Public Companies (includes only Audit and Stakeholder Relationship Committee)</b>	Nil
<b>Shareholding in the Company</b>	Nil

Dear Member,

**Sub: Voting through electronic means**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, Pacheli Industrial Finance Limited (“the Company”) is offering e-Voting facility to its members in respect of the business to be transacted at the Annual General Meeting scheduled to be held on Thursday, 30<sup>th</sup> September, 2021 at 1:00 P.M.

The Company has engaged the services of Central Depository Services (India) Ltd as the Authorized Agency to provide e-Voting facilities. The e-Voting particulars are set out below:

The Remote e-Voting facility will be available during the following voting period:

- Commencement of e-Voting: **Monday, 27<sup>th</sup> September, 2021 at 9:00 A.M.**
- End of e-Voting: **Wednesday, 29<sup>th</sup> September, 2021 till 5:00 P.M.**
- The cut-off date for the purpose of e-Voting is **23<sup>rd</sup> September, 2021**

Please read the instructions mentioned below before exercising the vote. This Communication forms an integral part of the Notice for the Annual General Meeting scheduled to be held on 30<sup>th</sup> September, 2021.

**INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS**

- a) The e-voting period commences on, Monday, 27<sup>th</sup> September, 2021 (09:00 am IST) and ends on Wednesday, 29<sup>th</sup> September, 2021 (5:00 pm IST). The shareholders holding shares as on the cut-off date of Thursday, 23<sup>rd</sup> September, 2021, may cast their vote electronically. The e-voting module shall be disabled by Skyline Financial Services Pvt. Ltd. for voting thereafter. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23<sup>rd</sup> September, 2021. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- b) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of 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.

In order 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.

- c) 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 in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of Shareholders	Log in Method
<p><b>Individual Shareholders holding securities in Demat mode with CDSL</b></p>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach E-Voting page without any further authentication. The 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 Login icon and select New System Myeasi</li> <li>2) After successful login, the Easi/Easiest user will be able to see the E-Voting Menu. On clicking the E-Voting menu, the user will be able to see his/her holdings along with links of the respective E-Voting service provider i.e. CDSL/NSDL/KARVY/LINK INTIME as per information provided by Issuer/Company. Additionally, we are providing links to E-Voting Service Providers, so that the user can visit the E-Voting service providers' site directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi./Registration/Easi">https://web.cdslindia.com/myeasi./Registration/Easi</a> Registration.</li> <li>4) Alternatively, the user can directly access E-Voting page by providing Demat Account Number and PAN No. from a link on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress</li> </ol>
<p><b>Individual Shareholders holding securities in Demat mode with NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e- Services website of NSDL. Open any web browser and type the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open any web browser and type the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 &amp; voting during the meeting.</p>
<b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</b>	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.

**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

<b>Login Type</b>	<b>Helpdesk Details</b>
<b>Individual Shareholders holding securities in Demat mode with CDSL</b>	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 and 22-23058542-43.
<b>Individual Shareholders holding securities in Demat mode with NSDL</b>	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.

**d) Login Method of E-Voting for Shareholders other than Individual Shareholders & Physical Shareholders**

The instructions for shareholders Remote e-voting electronically are as under:

- (i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (ii) Click on “Shareholders” tab.
- (iii) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
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"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li></ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"><li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</li></ul>

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN of Pacheli Industrial Finance Limited- AGM on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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.

(xviii) Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will be not be voting by show of hands on any of the agenda items at the meeting and ballot process at the meeting will be conducted in lieu thereof.

**e) Process for those SHAREHOLDERS whose email addresses are not registered with the Depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice.**

- 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 Aadhar Card) by email to Company's Registrar and Share Transfer Agent (Skyline Financial Services Pvt. Ltd) at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com).
- For Demat Shareholders- Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 Company's Registrar and Share Transfer Agent (Skyline Financial Services Pvt. Ltd) at [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com).
- 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.

**General Instruction:**

- I. The voting period begins on 27.09.2021 at 9:00 A.M. and ends on 30.09.2021 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.09.2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- II. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-Voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section.  
Name: Ms. Latha Nair  
Designation: Manager  
Address: 17th floor, P J Towers, Dalal Street, Mumbai - 400001  
Contact no.: 1800-200-5533  
Email: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- III. Once the vote on a resolution is cast by the shareholder by electronic means, the shareholder shall not be allowed to change it subsequently or cast his vote by any other means.
- IV. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off/entitlement date of 23<sup>rd</sup> September, 2021.

- V. E-voting platform will be blocked after the closure of e-Voting period and no further e-Voting/change of vote cast would be allowed thereafter.
- VI. Members who have availed e-Voting facility may attend the meeting however they cannot exercise their right to vote or change the vote.

**Note: If a person becomes member of the Company after the cut-off date, then the member may contact the Registrar and Share Transfer Agent of the Company for issuance of the Notice and Login id and other e-Voting related details.**

- i. Details of Scrutinizer:
  - a) Mr. Tariq Budgular, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
  - b) The Scrutinizer shall with a period not exceeding three days from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes in cast of favour or against, if any, forthwith to the Chairman of the Company.
  - c) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on cut-off date i.e. 23.09.2021.
  - d) The results declared along with the Scrutinizer's Report shall be placed on the Company's Notice Board at its registered office and on the website of CDSL within three days of the passing of the resolutions at the Annual General Meeting of the Company.