

## NOTICE

NOTICE is hereby given that the **Forty Eighth Annual General Meeting** of the Members of **Paushak Limited** will be held on Tuesday, the 3<sup>rd</sup> August, 2021 at 4:00 p.m. IST 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 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares for the financial year 2020-21.
3. To appoint a Director in place of Mr. Chirayu Amin (DIN: 00242549), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

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

**Re-appointment of Mr. Abhijit Joshi (DIN: 06568584) as a Whole-time Director and Chief Executive Officer (CEO) of the Company.**

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto) read with Schedule V to the Act and relevant rules framed thereunder and recommendation of the Nomination and Remuneration Committee, the approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Abhijit Joshi (DIN: 06568584) as Whole-time Director and Chief Executive Officer (CEO) of the Company, not liable to retire by rotation, for a period of 3 years w.e.f. 1<sup>st</sup> May, 2021 on such terms and conditions including remuneration as mentioned in the explanatory statement annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter and vary the remuneration and terms and conditions of said re-appointment to the extent recommended by the Nomination and Remuneration Committee, from time to time as may be considered appropriate, subject to the overall limits specified in the Act and as may be agreed to between the Board of Directors and Mr. Abhijit Joshi.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds and things, necessary and expedient to give effect to this resolution."

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

**Continuation of Directorship of Mr. Chirayu Amin (DIN: 00242549), Director in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, notwithstanding that he has attained the age of 75 years.**

"**RESOLVED THAT** pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") and the applicable provision of the Companies Act, 2013 (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto) and relevant rules framed thereunder and recommendation of the Nomination and Remuneration Committee, approval of the members be and is hereby accorded to the continuation of directorship of Mr. Chirayu Amin (DIN: 00242549) as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation, after his attaining 75 years of age on 4<sup>th</sup> December, 2021.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds and things, necessary and expedient to give effect to this resolution."

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

**Payment of commission to Mr. Udit Amin (DIN: 00244235), Non-Executive Director of the Company.**

"**RESOLVED THAT** pursuant to the provisions of Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") and the applicable provisions of the Companies Act, 2013, (the 'Act') (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto) and relevant rules framed thereunder, recommendation of the Nomination and Remuneration Committee and subject to the maximum remuneration approved by the members at the 45<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018, approval of the members of the Company be and is hereby accorded for payment of commission of ₹145 Lacs amounting to 2.91% of the net profits of the Company, computed in accordance with the mechanism provided under Section 198 of the Act to Mr. Udit Amin (DIN: 00244235) for the financial year ending on 31<sup>st</sup> March, 2021, in addition to the sitting fees being paid by the Company for participating in the Board/Committee Meetings of the Company.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds and things, necessary and expedient to give effect to this resolution."

7. To consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

**Ratification of Remuneration to the Cost Auditor for the financial year 2021-22:**

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification(s) / amendment(s) / re-enactment thereof) read with relevant rules framed thereunder, the remuneration payable to M/s. Santosh Jejurkar & Associates, Cost Accountants having Firm Registration No.102697 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2021-22 amounting to ₹0.36 Lacs plus applicable taxes, travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed."

**NOTES:**

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 and General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the "Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") and MCA Circulars, the AGM of the Company will be held through VC / OAVM.
2. Since this AGM is being held through VC / OAVM, pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. **Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.**
3. In compliance with the aforesaid MCA Circulars and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 read with SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website [www.paushak.com](http://www.paushak.com), website of stock exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and website of National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The explanatory statement and the resolution for the agenda item at sr. no. 4 shall also be treated as compliance with the requirement of Section 190 of the Act.
6. The details of the Directors seeking re-appointment at the AGM pursuant to the provisions of Regulation 36(3) of the SEBI Listing Regulations, 2015, para 1.2.5 of the Secretarial Standards on General Meetings (SS-2) and other applicable provisions are provided in Annexure - A to this Notice.
7. All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send a request from their registered Email Id mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. to the Company at [investors@paushak.com](mailto:investors@paushak.com)
8. The Register of Members and the Share Transfer Books of the Company will remain closed from 28<sup>th</sup> July, 2021 to 3<sup>rd</sup> August, 2021 (both days inclusive), for the purpose of payment of dividend.
9. The dividend when sanctioned will be made payable on or before 7<sup>th</sup> August, 2021, electronically through various online transfer modes to those members who have updated their bank account details. For members who have not updated their bank account details, dividend warrants / demand drafts / cheques will be despatched to the registered addresses. To avoid delay in receiving the dividend, members are requested to update their bank details by following the process mentioned at point no.14.
10. In accordance with the prevailing provisions of the Income Tax Act, 1961, the Company would be required to deduct tax at source (TDS) at the prescribed rates on the dividend paid to its shareholders after 1<sup>st</sup> April, 2020. The TDS rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. Therefore, the members are requested to update their PAN to avoid deduction of tax at higher rate by complying with the process mentioned hereunder at point no.14.

Members are requested to visit the website of Company's Registrar & Share Transfer Agent, Link Intime India Pvt. Limited ("LIPL") and upload applicable documents such as Form 15G/15H, documents u/s. 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax Certificate at <https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> in order to enable the Company to determine the appropriate TDS / withholding tax rate applicable.

11. As per the provisions of Section 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended ("IEPF Rules, 2016"), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund (IEPF), a fund constituted by the Government of India under Section 125 of the Act.

Further, in accordance with the provisions of Section 124(6) of the Act and IEPF Rules, 2016, shares on which dividend has not been paid or claimed for seven consecutive years or more, are liable to be transferred to IEPF Suspense Account.

Members who have not claimed dividend for previous year(s) are requested to claim the same by approaching the Company or LIPL.

The due dates for transfer of unclaimed / unpaid dividend to IEPF are as under:

Date of Declaration of Dividend	Dividend for Financial Year	Proposed Month and Year of Transfer to IEPF
7 <sup>th</sup> August, 2014	2013-14	September, 2021
13 <sup>th</sup> August, 2015	2014-15	September, 2022
11 <sup>th</sup> August, 2016	2015-16	September, 2023
2 <sup>nd</sup> August, 2017	2016-17	September, 2024
6 <sup>th</sup> August, 2018	2017-18	September, 2025
7 <sup>th</sup> August, 2019	2018-19	September, 2026
4 <sup>th</sup> August, 2020	2019-20	September, 2027

12. All the work related to share registry in terms of both physical and electronic are being conducted by LIPL, B-102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara – 390 020 Tel: +91 265 6136000 I 2356573, Email ID: vadodara@linkintime.co.in. The Shareholders are requested to send their communication to the aforesaid address.
13. Additionally, the Company has designated an exclusive Email ID: investors@paushak.com for redressal of Shareholders'/ Investors' complaints/ grievances. In case you have any queries, complaints or grievances, then please write to us at the above mentioned e-mail ID.
14. Process for registration of Email ID for obtaining Annual Report, User ID and password for e-voting and updation of PAN and bank account mandate for receipt of dividend:
- In case shares are held in physical mode, members are requested to visit on the website of LIPL at [https://linkintime.co.in/EmailReg/Email\\_Register.html](https://linkintime.co.in/EmailReg/Email_Register.html) and upload the documents required therein.
  - In case shares are held in demat mode, members are requested to update Email ID, PAN and bank account details either with their respective Depository Participants or by visiting on the web-link as mentioned at (i) above.
15. **Voting through Electronic Means and Declaration of Results:**

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, 2015 and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 in relation to e-Voting facility provided by Listed Companies, the Company is pleased to provide its members the facility of casting votes electronically ("remote e-voting"), through the e-voting services provided by NSDL on all the resolutions set forth in this Notice.

Mr. Chirayu Amin, Chairman of the Company and in his absence Mr. Abhijit Joshi, Whole-time Director & CEO or Mr. Udit Amin, Director of the Company, will declare the voting results based on the Scrutinizer's report. The e-voting results along with Scrutinizer's report will be displayed on the:

- Notice Board of the Company at its Registered Office;
- Company's website [www.paushak.com](http://www.paushak.com);
- NSDL' website [www.evoting.nsdl.com](http://www.evoting.nsdl.com); and
- Stock exchange' website [www.bseindia.com](http://www.bseindia.com)

**The instructions for casting your vote electronically are as under:**

- The remote e-voting period begins on 31<sup>st</sup> July, 2021 (9:00 a.m. IST) and ends on 2<sup>nd</sup> August, 2021 (5:00 p.m. IST). During this period, members of the Company, holding shares either in physical form or in dematerialised form, as at the cut-off date of 27<sup>th</sup> July, 2021 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility either during the aforesaid voting period or during the AGM.

Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he / she is already registered with NSDL for remote e-voting then he /she can use his / her existing User ID and password for casting the vote.

In case of Individual shareholders holding securities in demat mode and who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “**Login method for remote e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**”

- ii. The members who have cast their vote by remote e-voting prior to the AGM may also attend / participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- iii. Those members, who will be present in the AGM through VC / OAVM and have not casted their vote through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the AGM.
- iv. M/s. Samdani Shah & Kabra, Practising Company Secretaries, Vadodara has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- v. The details of the process and manner for remote e-voting and e-voting during the AGM are as under:

**Step 1: Access to NSDL e-Voting system**

**A Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:**

Pursuant to SEBI Circular No. SEBI/HO/ CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 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 account(s) in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under “<b>IDeAS</b>” 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 options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual AGM &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS</b>” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual AGM &amp; voting during the meeting.</li> </ol>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, can login through their user ID and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest, the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once logged-in, 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 options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual AGM & 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 respective websites.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800-1020-990 and 1800-224-430
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B Login method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:**

**How to Log-in to NSDL e-Voting website?**

- 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, your Password / OTP and a Verification Code as shown on the screen.
- Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if EVEN is 101456 and folio number is 001*** then user ID is 101456001***.

6. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL in your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in this Notice.
7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Click on "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name, your registered address and such other documents required by NSDL.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join virtual meeting on NSDL e-Voting system:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "**EVEN 116077**" of the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the AGM. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed and you will receive a confirmation by way of a SMS on your registered mobile number from depository.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

- i) Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, through their registered Email ID to the Scrutinizer at [cssamdani@gmail.com](mailto:cssamdani@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- ii) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- iii) In case of any queries/grievances connected with e-voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-1020-990 and 1800-224-430 or send a request to Ms. Soni Singh at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**16. Instructions for members for attending the AGM through VC / OAVM:**

- i) Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for access to NSDL e-Voting system. After successful login, you can see link of VC / OAVM placed under Join General Meeting menu against company name. You are requested to click on VC / OAVM link placed under Join General Meeting menu.

Members who do not have the User ID and password for e-voting or have forgotten the User ID and password may retrieve the same by following the remote e-voting instructions mentioned in this Notice.

- ii) Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for members on first come first served basis. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered Email ID mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. to the Company at [investors@paushak.com](mailto:investors@paushak.com) from 27<sup>th</sup> July, 2021 to 30<sup>th</sup> July, 2021. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. Further, Members who would like to have their questions / queries responded to during the AGM, are requested to send such questions / queries in advance within the aforesaid date, by following similar process as mentioned above. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.
- iii) Members who need assistance before or during the AGM, can contact Ms. Soni Singh, Assistant Manager, NSDL on [evoting@nsdl.com](mailto:evoting@nsdl.com) / 1800-1020-990 and 1800-224-430.

**17. Recommendation to the members:**

It is recommended to join the AGM through laptop for better experience. Members will be required to allow camera and are requested to use internet with a good speed to avoid any disturbance during the meeting. Members connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio / video loss due to fluctuation in their data network. It is therefore recommended to use stable wi-fi or wired connection to mitigate any kind of aforesaid glitches.

By Order of the Board,

**Manisha Saraf**  
Company Secretary

Date: 10<sup>th</sup> May, 2021  
Place: Vadodara

**Explanatory Statement as required under Section 102 of the Companies Act, 2013**

**Item No. 4**

Mr. Abhijit Joshi (DIN: 06568584) was appointed as the Whole-time Director & CEO of the Company for a period of three years with effect from 1<sup>st</sup> May, 2018 to 30<sup>th</sup> April, 2021 by the members at the 45<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018. Accordingly, the present term of his office has come to an end on 30<sup>th</sup> April, 2021.

Mr. Abhijit Joshi has done his Masters in Organic Chemistry and Production Management. He has vast experience of 40 years in the fields of basic research, tech-transfer, production and manufacturing site administration, etc. Keeping in view, the contribution made by Mr. Abhijit Joshi to the growth of the Company, the Board of Directors at its meeting held on 29<sup>th</sup> January, 2021, based on the recommendation of Nomination and Remuneration Committee and subject to member's approval, approved the re-appointment of Mr. Abhijit Joshi as Whole-Time Director and CEO for a period of three years w.e.f. 1<sup>st</sup> May, 2021.

Remuneration will consist of Basic Salary, Perquisites and other allowance/benefits (as per the rules of the Company) up to maximum CTC of Rs. 90 Lacs per annum, as may be determined by the Board of Directors of the Company based on the recommendation of Nomination & Remuneration Committee for each financial year within the above referred limit.

The Board of Directors recommends the resolution set forth at Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Abhijit Joshi, has any concern or interest, financial or otherwise, in the resolution set forth at Item No. 4 of this Notice.

### Item No. 5

Mr. Chirayu Amin (DIN: 00242549), Non-Executive Non-Independent Director of the Company would be attaining the age of 75 years on 4<sup>th</sup> December, 2021. In view of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the continuation of Mr. Chirayu Amin as a Non-Executive Director beyond 4<sup>th</sup> December, 2021, consent of the members would be required by way of a Special Resolution.

Mr. Chirayu Amin has rich and varied experience in the Industry and has been involved in the operations of the Company for over four decades. The Company has achieved stability and growth under his leadership, management and guidance and his continued services will be beneficial to the Company in the long run. It is in the interest of the Company to continue to avail his valuable expertise.

The Board of Directors at its meeting held on 10<sup>th</sup> May, 2021, based on the recommendation of Nomination and Remuneration Committee and subject to member's approval, approved the continuation of directorship of Mr. Chirayu Amin as a Non-Executive Non-Independent Director of the Company.

The Board of Directors recommends the resolution set forth at Item No. 5 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof other than Mr. Chirayu Amin and Mr. Udit Amin and their relatives, have any concern or interest, financial or otherwise, in the resolution set forth at Item No. 5 of this Notice.

### Item No. 6

The Company had obtained approval from its members by way of a Special Resolution passed at the 45<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018 enabling the Board of Directors to pay commission of upto 3% of the net profits of the Company, computed in accordance with the mechanism provided under Section 198 of the Companies, Act 2013 to Mr. Udit Amin (DIN: 00244235), Non-Executive Director for a period of 5 years w.e.f. the financial year ending 31<sup>st</sup> March, 2018.

Pursuant to Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is also required to obtain approval of shareholders by way of a special resolution, for approving the payment of the above referred remuneration.

Mr. Udit Amin's strategic direction with his expertise and experience across a wide spectrum of functional areas has contributed to the growth of the Company. In view of the above, it is necessary that adequate remuneration should be given to Mr. Udit Amin, Non-Executive Director of the Company for his time, attention and efforts.

The Board of Directors recommends the resolution set forth at Item No. 6 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof other than Mr. Chirayu Amin and Mr. Udit Amin and their relatives, have any concern or interest, financial or otherwise, in the resolution set forth at Item No. 6 of this Notice.

### Item No. 7

In accordance with the provisions of Companies (Cost Records and Audit) Rules, 2014, the Company is required to get its cost records audited from a qualified Cost Accountant. The Board of Directors at its meeting held on 10<sup>th</sup> May, 2021, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Santosh Jejurkar & Associates, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year 2021-22.

In terms of the provisions of Section 148 of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by the members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year 2021-22 as set out in the resolution for aforesaid services to be rendered by them.

The Board of Directors recommends the resolution as set forth at Item No. 7 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern, interest, financial or otherwise in the resolution set forth at Item No. 7 of this Notice.

By Order of the Board,

**Manisha Saraf**  
Company Secretary

**Registered Office:** Alembic Road, Vadodara – 390 003

CIN: L51909GJ1972PLC044638

Tel: +91 265 2280550

Website: [www.paushak.com](http://www.paushak.com)

Email ID: [investors@paushak.com](mailto:investors@paushak.com)

Date: 10<sup>th</sup> May, 2021

Place: Vadodara



## ANNEXURE A

Details of the Directors seeking re-appointment at the AGM, pursuant to the provisions of Regulation 36(3) of the SEBI Listing Regulations, 2015, para 1.2.5 of SS-2 and other applicable provisions are as under:

Name of the Director	Mr. Chirayu Amin	Mr. Abhijit Joshi
Age	74 years	64 years
Qualification	B.Sc. & M.B.A	M.A. (Masters in Organic Chemistry and Production Management)
Experience	53 years	40 years
Terms and Conditions of re-appointment along with details of remuneration sought to be paid	The details are provided in the resolution at Item No. 5 of this Notice.	The details are provided in the resolution at item no. 4 of this Notice.
Nature of expertise in specific functional areas	Management & Leadership	Manufacturing, Management & Leadership
Date of first appointment on to the Board	18 <sup>th</sup> August, 2005	1 <sup>st</sup> May, 2013
Directorship in other companies as on 31 <sup>st</sup> March, 2021	1. Alembic Pharmaceuticals Limited 2. Alembic Limited 3. Shreno Limited 4. Nirayu Limited	1. Alembic Limited
Chairmanship / Membership of Committees of other Board	<b>Alembic Pharmaceuticals Limited</b> - Member of Nomination and Remuneration Committee - Chairman of Corporate Social Responsibility Committee <b>Alembic Limited</b> - Member of Nomination and Remuneration Committee <b>Shreno Limited</b> - Member of Nomination and Remuneration Committee - Chairman of Stakeholders Relationship Committee - Chairman of Corporate Social Responsibility Committee <b>Nirayu Limited</b> - Chairman of Corporate Social Responsibility Committee	NIL

For other details such as number of meetings of the board attended during the year, remuneration drawn no. of Shares held in the Company as on 31<sup>st</sup> March, 2021 and relationship with other directors and key managerial personnel in respect of above Directors, please refer Corporate Governance Report which is part of this Annual Report.