

NOTICE FOR CALLING ANNUAL GENERAL MEETING

Notice is hereby given that the 36th Annual General Meeting of the members of **DR. M. INDUSCORP LIMITED** will be held as follows:

Day: Tuesday

Date: 27th Day of September, 2022

Time: 11:00 A.M.

Place: 18/B, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005

to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Auditors' Report and Directors' Report thereon.
2. To appoint a director in place of **Ms. Ruchi Gupta (DIN: 02448278)**, who retires by rotation and being eligible, she offers herself for re-appointment as a Director of the Company.
3. **Appointment of Statutory Auditors and fix their remuneration.**

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 139, 141 and 142 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, **M/s Oswal Jain & Associates, Chartered Accountants (FRN: 021853N)** be and are hereby appointed as the Statutory Auditors of the Company (in place of M/s Nitin Rajnish & Associates, Chartered Accountants, the retiring Auditors) to hold the office for the term of five years commencing from the conclusion of the 36th Annual General Meeting till the conclusion of the 41st Annual General Meeting of the Company at such remuneration plus reimbursement of out-of-pocket as may be mutually decided by the Board of Directors and Auditors.

AS SPECIAL BUSINESS:

4. **Approval of loans, investments, guarantee or security under Section 185 of Companies Act, 2013**

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

"RESOLVED THAT pursuant to Section 185 and all other applicable provisions, if any, of the Companies Act, 2013, read with the relevant Rules thereof (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board") for making of loan(s) including loan represented by way of Book Debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/ to be taken by any person in whom any of the Directors of the Company is interested as defined under Section 185 of the Act provided that the aggregate amount of loan and guarantee given and security provided pursuant to this resolution shall not at any time exceed 5,00,00,000/- (Rupees Five Crores Only);

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

BY ORDER OF THE BOARD

Sd/-

**BISWAJEET KARAR
COMPANY SECRETARY**

M. NO.: A58920

**ADD: 18B/1, D.B. GUPTA ROAD,
KAROL BAGH, NEW DELHI-110005**

Date: 31.08.2022

Place: New Delhi

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself/ herself and the proxy need not be a member of the Company. A proxy in order to be effective must be lodged at the registered office of the Company at least forty years (48) hours before the time of the meeting.
2. A person can act as proxy on behalf of members not exceeding fifty (50) members and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
3. In view of situation arises due to COVID-19 global pandemic, proper arrangements have been made at the venue to ensure social distancing norms and sanitization of venue before and after AGM. All the members are requested to follow proper physical distancing, cleanliness and sanitized themselves before entering into the venue. No members will be allowed to attend the meeting without wearing a mask.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from **23rd September, 2022 to 27th September, 2022** (Both days inclusive).
5. The Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed herewith.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company's Registrar and Share Transfer Agent namely SKYLINE FINANCIAL SERVICES PVT. LTD.
7. Members/Proxies should bring Attendance Slips duly filled and signed in for attending the meeting.

8. In case of joint holders attending the meeting, only such joint-holder who is higher in the order of names will be entitled to vote at the Meeting.
9. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.
10. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least Seven (7) days before the date of the meeting so as to enable the management to keep the information ready.

11. Members are requested to:

- (a) Notify any change in their address to the Company including PIN CODE to the Registrar and Share Transfer Agent of the Company namely:

SKYLINE FINANCIAL SERVICES PVT. LTD.

**D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA PHASE-I,
NEW DELHI- 110020**

PH. +91-11-64732681 to 88

E-mail: admin@skylinerta.com

Members whose shareholding is in electronic mode are requested to direct change of address notifications and bank particulars for receiving the dividend, if declared, through electronic credit under ECS, to their respective Depository Participants.

- (b) Bring their copies of Annual Report with them to the meeting as the same will not be supplied again at the Meeting as a measure of economy.
12. In compliance with the SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022 dated 13th May 2022, Copies of the Annual Report 2021-22 are being sent by electronic mode only to all the members whose email addresses are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. A Notice has been published for the members who have not registered their email addresses so far, requesting to register their email address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company.
13. Details of Directors seeking appointment/re-appointment at the ensuring Annual General Meeting (pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been attached separately with this notice as **Annexure-A**.

14. **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, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars dated April 08, 2020, April 13, 2020, May 5, 2022, the

Company is providing facility of remote e-voting (facility to cast vote prior to the AGM) to its members in respect of the business to be transacted at the AGM. The facility of casting the votes by the members using an electronic voting system from a place other than venue of Annual General Meeting (AGM) ("**remote e-voting**") will be provided by Central Depository Services (India) Limited (CDSL). The remote e-voting rights of the members /beneficial owners shall be reckoned in proportion to the equity shares held by them in the Company as on **22nd September, 2022** (Cut-off date fixed for determining the eligibility to vote by electronic means or by ballot in the AGM). Detailed instructions for availing the remote E-voting facility is annexed as **Annexure-B**.

15. Details of Scrutinizers

- i. Ms. Kavita of M/s. A. K. Nandwani & Associates, Company Secretaries in Practice (Membership No FCS 9115), has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the e-voting process and Ballot for the Annual General Meeting in a fair and transparent manner.
 - ii. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members present at the AGM but have not cast their vote by availing remote e-voting facility.
 - iii. Immediately after the conclusion of voting at the AGM, the scrutinizer will first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of company. The scrutinizer will prepare a consolidated scrutinizer's Report of the total votes cast in favour or against, if any, not later than two days after the conclusion of the AGM. This report shall be made to the Chairman or any other person authorized by the Chairman, who will then declare the result of the voting.
16. The Results declared along with the Scrutinizer's Report(s) shall be placed on the website of the Company viz www.drminduscorp.com and on CDSL's website viz www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Shares of the Company are listed.
17. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 A.M to 12:00 NOON) on all working days up to and including the date of the Annual General Meeting of the Company.
18. Other useful information for shareholders:
- i. SEBI vide its circular dated 03rd November, 2021 mandated the shareholders holding shares in physical form to update KYC details viz. PAN, Bank Account, communication and nomination and also to ensure the holder's PAN is linked with Aadhaar as per the date specified by the Central Board of Direct Taxes. In case PAN is not linked with Aadhaar within specified time, RTA will freeze the holdings held under such folio.
 - ii. The concerned shareholders are requested to verify the details, and if not updated, send the requisite details with supporting documents, to our Registrar and Share Transfer Agent (RTA) in

the following prescribed forms which are also available at the Company's website viz. www.drminduscorp.com.

S. No.	Particulars	Form No.
1	PAN^, Address, E-mail address, Mobile number, demat account details, Bank account details, Updation of specimen signature	ISR-1 along with ISR-2
2	Nomination details*	SH-13
3	Declaration to opt out of nomination*	ISR-3

^Mandatory

** In case you are opting not to provide nomination, submit ISR-3 in place of SH-13.*

Shareholders holding shares in electronic form are requested to update their e-mail address, phone number and address for correspondence with their respective depositories (DPs).

- Shares held in the physical form by the shareholders shall be frozen if the requisite KYC are not updated by 1st April 2023, and not eligible to i) lodge grievance and avail any service request; and for receipt of dividend in physical mode.
 - As mandated by SEBI vide its circular dated 25th January 2022, shareholders are requested to submit Form ISR-4 along with the relevant documents for request pertaining to issue of duplicate share certificate, transmission and transposition, endorsement, sub-division/splitting, consolidation and claiming shares, if any, transferred to unclaimed suspense demat account of the Company for verification and if in order, processing the same.
- iii. For updation of KYC and nomination details by the holders of the physical shares, the aforesaid forms along with the supporting documents are required to be submitted to the Company's RTA.
 - iv. Shareholders holding shares in electronic form are requested to send their instructions regarding updation of PAN, change/update of name, address, bank details, nomination, e-mail address, phone number directly to their DP as the same are maintained by them.
 - v. As mandated by the Listing Regulations, your Company has designated e-mail ID drmsoy@gmail.com for redressal of investor complaints.
 - vi. Shareholders may note that as per the requirement of Regulation 40(9) of the SEBI (LODR), your company has obtained certificates from the Practicing Company Secretary for due compliance of share transfer facilities and filed the same with the Stock Exchange.
 - vii. As mandated by the Listing Regulations, request for effecting transfer of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository, except in case of transmission or transposition of shares.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

The members of the Company had approved the appointment of **M/s NITIN RAJNISH & ASSOCIATES**, Chartered Accountants, having registration number 031449N as the Statutory Auditors at the Annual General Meeting of the Company held on 30th September, 2017 to hold office for a period of 5 years till the conclusion of 36th Annual General Meeting.

Pursuant to Section 139(2) of the Act, the Company cannot appoint an Individual as auditor for more than five consecutive years and the tenure of **M/s NITIN RAJNISH & ASSOCIATES**, has been going to expired at the ensuing Annual General Meeting.

Accordingly, **M/s Oswal Jain & Associates, Chartered Accountants**, are proposed to be appointed as Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of this Annual General Meeting till the conclusion of 41st Annual General Meeting.

In accordance with the Act and on recommendation of the Audit Committee and in the best interest of the Company, the Board of Directors have considered and recommended the proposed appointment of **M/s M/s Oswal Jain & Associates**, Chartered Accountants as Statutory Auditors of the Company for a term of five consecutive years from the conclusion of this Annual General Meeting to the conclusion of 41st Annual General Meeting. **M/s Oswal Jain & Associates** have given their consent and confirmed that their appointment, if made, would be within the limits specified under section 141(3)(g) of the Act, and Companies (Audit and Auditors) Rules, 2014, as amended from time to time.

The proposed remuneration to be paid to **M/s Oswal Jain & Associates**, Chartered Accountants for the financial year 2022-23 is Rs. 50,000/- (Rupees Fifty Thousand Only) plus out of pocket expenses and applicable taxes. For the subsequent years, the Board of Directors will decide the remuneration based on recommendations of the Audit Committee.

Brief Profile of the **M/s Oswal Jain & Associates**, Chartered Accountants is as given below:

M/s Oswal Jain & Associates is one of India's leading audit firms established in the year 2008 with a view to provide audit, accounting and allied services to client across India. The firm possess vast experience of over 14 years. The firm hold peer review certificate issued by Institute of Chartered Accountants of India. The registered office of the firm is at B-1, Basement D Block Central Market, Savitri Chambers 1, OPP PVR Prashant Vihar, Delhi-110085.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in this Ordinary resolution.

The Board, on recommendation of the Audit Committee, recommends the resolution set forth in Item No.3 of the Notice for approval of the members.

Item No. 4

As per the provisions of the Section 185 of the Companies Act, 2013 (as amended), approval of the shareholders by way of special resolution is required by the Company for giving loan to any person as specified therein or giving guarantee or providing securities to any bank or financial institution in respect of loan availed by to any person in whom any of the directors of the Company is interested as defined

under Section 185 of the Act.

The Directors are satisfied that this resolution would be in the interest of the Company and its members and accordingly recommend to pass the resolution as special resolution.

Directors their relatives and Key Managerial Personnel and who are members of the Company, may be deemed to be concerned or interested in this Resolution to the extent of their respective shareholding in the Company to the same extent as that of every other member of the Company.

BY ORDER OF THE BOARD

Sd/-

BISWAJEET KARAR

COMPANY SECRETARY

M. NO.: A58920

**ADD: 18B/1, D.B. GUPTA ROAD,
KAROL BAGH, NEW DELHI-110005**

Date: 31.08.2022

Place: New Delhi

ANNEXURE-A

DISCLOSURE PURSUANT TO THE REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AND SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ('ICSI'), INFORMATION IN RESPECT OF THE DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT AT THE AGM, IS PROVIDED HEREIN BELOW: PROFILE OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING ("AGM")

<i>Nature of Information</i>	Item No. 2 of the Notice
<i>Name of the Director</i>	Ms. Ruchi Gupta
<i>Brief Profile and Nature of Expertise</i>	Ms. Ruchi Gupta, is a promoter and Non-Executive Director of the Company. She has more than 22 years of experience in Business Administration.
<i>Date of Birth/Age</i>	14.08.1975
<i>Nationality</i>	Indian
<i>Date of Appointment</i>	30.09.1996
<i>Qualifications</i>	Graduate
<i>Directorships held in other public companies (excluding foreign companies and section 8 companies)</i>	NIL
<i>Memberships/chairmanships of committee of other public companies (includes only Audit Committee and stakeholders' relationship committee)</i>	NIL
<i>Number of meetings of the Board attended during the year</i>	Please refer the Director's Report
<i>Listed Entities from which resigned in the past three years</i>	NIL
<i>Shareholding in the Company (including shareholding as beneficial owner)</i>	3,96,047 Equity Shares
<i>Skills and Capabilities possessed for re-appointment and the manner in which Director meets the requirement of re-appointment.</i>	Ms. Ruchi Gupta has extensive experience in leading operations and posses expertise in developing and implementing business strategies for the Company.
<i>Terms and Conditions for re-appointment</i>	Ms. Ruchi Gupta has consented to retire

	by rotation at the ensuing Annual General Meeting for compliance with the requirement of Section 152 of the Companies Act, 2013, and being eligible, offers herself for re-appointment.
Remuneration	Remuneration payable to her shall be governed by the Remuneration Policy for Directors, Key Managerial Personnel and other employees.
Relationship with the Company	Promoter

BY ORDER OF THE BOARD

Sd/-

**BISWAJEET KARAR
COMPANY SECRETARY**

M. NO.: A58920

**ADD: 18B/1, D.B. GUPTA ROAD,
KAROL BAGH, NEW DELHI-110005**

**Date: 31.08.2022
Place: New Delhi**

ANNEXURE-B

The e-Voting process to be followed by the shareholders to cast their votes:

- During the voting period, the shareholders can visit the e-Voting website www.evotingindia.com and select the relevant EVSN/Company for voting.
- The shareholders having shares in the Demat form can login to the e-voting system using their user-id (i.e. demat account number), PAN and password provided. The shareholders having shares in Physical form can log-in using the folio number of the shares, PAN and the password provided.
- After logging in, demat security holders will have to mandatorily change their password. This password can be used by demat security holders for all future voting on resolutions of companies in which they are eligible to vote. Physical security holders will be provided with a fresh password for every e-voting.
- Security holders can then cast their vote on the resolutions available for voting.
- Security holders can also view their solution details on the e-voting website.
- Once the security holder casts the vote, the system will not allow modification of the same.
- During the voting period, security holders can login any number of times till they have voted on all there solutions.

Instructions For E-Voting:

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26.09.2022 at 9:00 A.M. and ends on 26.09.2022 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 22.09.2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) 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.

- (iv) 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 abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800225533
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

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

6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual 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"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).
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- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant DR. M. INDUSCORP LIMITED on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to 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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csinduscorp@gmail.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. 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/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
2. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 1800225533.

DR. M. INDUSCORP LIMITED
18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi - 110005
CIN: L01119DL1986PLC023698
E-Mail ID: drmsoy@gmail.com; Ph. No.: 011-28716806

Form No. MGT-11

Proxy Form

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of
The Companies (Management and Administration) Rules, 2014]*

CIN: L01119DL1986PLC023698

Name of the Company: DR. M. INDUSCORP LIMITED

Registered Office: 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member(s) of shares of the above named company, hereby appoint

1. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

2. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

3. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

as my/our Proxy to attend vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on **27th Day of September, 2022** at **11:00 A.M.** at the Registered Office at 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	Number of shares held	For	Against
ORDINARY BUSINESS:				
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2022 together with the Auditors' Report and Directors' Report thereon.			

2.	To appoint a director in place of Ms. Ruchi Gupta (DIN: 02448278) , who retires by rotation and being eligible, offers herself for re-appointment.			
3.	Appointment of Statutory Auditors and fix their remuneration.			
SPECIAL BUSINESS:				
4.	Approval of loans, investments, guarantee or security under section 185 of Companies act, 2013.			

** This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signed this Day of 2022

Signature of shareholder.....

Affix One Rupee Revenue Stamp
--

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.

DR. M. INDUSCORP LIMITED
18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi - 110005
CIN: L01119DL1986PLC023698
E-Mail ID: drmsoy@gmail.com; Ph. No.: 011-28716806

ATTENDANCE SLIP

Registered Folio / DP ID & Client ID
Name and Address of the Shareholder

1. I hereby record my presence at the 36th Annual General Meeting of the Company being held on Tuesday, 27th Day of September, 2022 at 11:00 A.M. at the registered office of the Company at 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005.
2. Signature of the Shareholder/Proxy Present
3. Shareholder/Proxy holder desiring to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

ROUTE MAP

