

DR. M. INDUSCORP LIMITED

(FORMERLY KNOWN AS DR. M. SOY PROTEINS LIMITED)

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

CIN No.: L0111986PLC023698

E-mail: drmsoy@gmail.com | Ph.: 011 28716806

NOTICE

Notice is hereby given that the 35th Annual General Meeting of the members of DR. M. INDUSCORP LIMITED will be held as follows:

Day: Wednesday

Date: 15th September

Time: 11:00 A.M.

Place: 18B/1, Ground Floor, Dev Nagar, D.B. Gupta Road, 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, 2021 together with the Auditors' Report and Directors' Report thereon.
2. To appoint a Director in place of **Mr. Pankaj Gupta (DIN: 00289145)**, who retires by rotation and being eligible, offers himself for re-appointment.

AS SPECIAL BUSINESS:

3. Re-appointment of Mr. Prem Prakash (DIN: 00289179) as Managing Director of the Company.

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

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 198 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association and subject to the approval of the Central Government, if required, consent of the Company be and is hereby accorded to re-appoint **Mr. Prem Prakash (DIN: 00289179) who has already attained the age of 75 (seventy five) as Managing Director of the Company for a period of five years w.e.f. 30.09.2021** whose office is not liable to retire by rotation on such remuneration and terms and conditions as the Board may, in its discretion, determine from time to time.

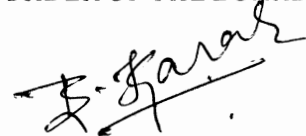
4. To approve Appointment of Mr. Sujeet Kumar as Director and Independent Director for five Years

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

"RESOLVED THAT pursuant to provisions of Section 149, 150, 152 read with Schedule IV to the Companies Act, 2013, and all other applicable provisions of the Companies Act, 2013 and the Companies

(Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sujeet Kumar (DIN: 09283629) who was appointed as an Additional Director (Independent Director) of the Company w.e.f 16th August, 2021 in terms of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of the Director and a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold the office for 5 (five) consecutive years upto 15th August, 2026."

BY ORDER OF THE BOARD



**BISWAJEET KARAR
(COMPANY SECRETARY)**

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

**DATE: 18.08.2021
PLACE: NEW DELHI**

NOTES:

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 COVID-19 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 **10th September, 2021 to 15th September, 2021** (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. Copies of the Annual Report 2020-21 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. **Voting through electronic means:**

In compliance with 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, the Company is pleased to offer facility of voting through electronic means to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying notice. 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 **9th September, 2021**(Cut-off date fixed for determining the eligibility to vote by electronic means or by ballot in the AGM). Detailed instructions for availing the e-voting facility indicating the process and manner of e-voting are given hereunder.

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.
- Securityholders can then cast their vote on the resolutions available for voting.
- Security holders can also view there 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 12th September, 2021 at 09:00 A.M. and ends on 14th September, 2021 at 05:00 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 9th September, 2021 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 December 9, 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 e-voting 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.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 022-23058738 and 22-23058542-43.
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 meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter 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 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"> • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the Sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.

Dividend Bank Details	<ul style="list-style-type: none">• 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.
OR Date of Birth (DOB)	<ul style="list-style-type: none">• If both the details are not recorded with the depository or Company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) 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.
- (viii) For Members 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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xv) If Demat account holder has forgotten the changed 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) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xvii) **Note for Non-Individual Shareholders and Custodian**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://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.
- 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 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.

(xviii) 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.com under help section or write an email to helpdesk.evoting@cdslindia.com.

- (i) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 13th August, 2021 may obtain login ID and password by sending a request at www.evotingindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password forecasting your vote.
- (ii) **The Remote e-voting period commences on 12th September, 2021 (09:00 A.M.) and ends on 14th September, 2021 (05:00 P.M.).** During this period, members of the Company holding shares either in physical or dematerialized form, as on the cut-off date of **9th September, 2021** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (iii) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- (iv) The members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote through ballot paper at the meeting in terms of Companies (Management and Administration) Amendment Rules, 2015.

Details of Scrutinizers

Ms. Kavita of M/s. A. K. Nandwani & Associates, Company Secretaries in Practice (Membership No FCS 9115) failing her Mr. Anil Kumar Nandwani (Advocate), have been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

- (v) The Chairman shall, at the AGM, at the end of discussion on there solutions 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.
 - (vi) 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 three 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.
14. 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.
15. 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.
16. 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.

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

ITEM NO.3

Mr. Prem Prakash is a promoter Director of the Company and he has more than 50 years of experience in the industries. Due to his rich experience the Board of Directors in their meeting held on 13th August, 2021 decided to re-appoint him as Managing Director of the Company for a further period of five years from 30th September, 2021 to 29th September, 2026 subject to the approval of shareholder in ensuing Annual General Meeting.

In accordance with the provisions of Section 203 and Schedule V of the Companies Act, 2013 (the "Act"), a person who has attained the age of Age of 70 years can be appointed as Managing Director only by passing a special resolution, in which case, the explanatory statement annexed to the Notice for such motion shall indicate the justification for appointing such person. Since, Mr. Prem Prakash has attained the age of 70 years, a special resolution is included in the Notice seeking approval of the Shareholders.

The Board of Directors of the Company ('the Board') on the recommendations of the Nomination and Remuneration Committee proposed re-appointment of Mr. Prem Prakash as Managing Director of the Company for a period of five years w.e.f. 30th September, 2021 whose office is not liable to retire by rotation on such remuneration and terms and conditions as the Board may, in its discretion, determine from time to time.

The details including the qualifications and the list of the Companies in which Mr. Prem Prakash serves as Director and Member/Chairman of various Committees of the Board of Listed entities and shareholdings as required under SEBI (LODR) Regulations, 2015 are stated in Annexure attached to the Notice.

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval of Members.

Mr. Prem Prakash is interested in the above proposed resolution. Mr. Pankaj Gupta and Ms. Ruchi Gupta being related to Mr. Prem Prakash, may also be deemed to be interested in the said resolution. None of the other directors are in any way concerned or interested in passing of the resolution mentioned at Item No. 3 of the Notice.

ITEM NO. 4

The Board of Directors of the Company ('the Board') at their meeting held on 13th August, 2021 on the recommendation of the Nomination & Remuneration Committee ('the Committee'), approved the appointment of Mr. Sujeet Kumar (DIN: 09283629) as an Additional Director of the Company with effect from the date of allotment of his DIN i.e. 16th August, 2021 and subject to the approval of the Members also as Independent Director of the Company for a period of five years with effect from the said date in terms of Section 149 read with Schedule IV of the Companies Act 2013 ('the Act') and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations 2015).

The Committee and the Board of Directors are of the view that the association of Mr. Sujeet Kumar and the experience he brings with him would benefit the Company. Declaration has been received from Mr. Sujeet Kumar that he meets the criteria of Independence prescribed in the category of Independent Director, prescribed under section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules 2014 and Regulation 16 of the Listing

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Regulation 2015 for the appointment of the Independent Director. He is independent of the management of the Company. Mr. Sujeet Kumar will be entitled to sitting fees for attending the meetings of the Board and its Committees.

Requisite Notice under Section 160 of the Act proposing the candidature of Mr. Sujeet Kumar has been received by the Company, and consent has been filed by Mr. Sujeet Kumar pursuant to Section 152 of the Act.

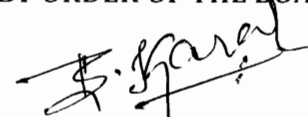
Additional Information in respect of Mr. Sujeet Kumar pursuant to the Listing Regulation 2015 and the Secretarial Standard on the General Meeting is appearing in the Annexure – A to this Notice.

In terms of the provisions of Section 161(1) of the Act, Mr. Sujeet Kumar would hold office up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing.

Mr. Sujeet Kumar is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Mr. Sujeet Kumar possesses appropriate skills, experience and knowledge as required for the Independent Director.

Save and except Mr. Sujeet Kumar and his relatives, 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 set out at Item No. 4 of the Notice. The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

BY ORDER OF THE BOARD



BISWAJEET KARAR

(COMPANY SECRETARY)

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

**Date:18.08.2021
Place: New Delhi**

PROFILE OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING ("AGM")

Please refer Item No.2 of the Notice

<i>Particulars</i>	Mr. Pankaj Gupta
<i>Date of Birth</i>	05.09.1980
<i>Date of Appointment</i>	20.11.2015
<i>Qualifications</i>	Graduate
<i>Expertise in specific functional areas</i>	He has more than 14 years of experience in managing business. He has also good knowledge of Finance.
<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 shares held in the company</i>	1,22,694
<i>Relationship with the Company</i>	Promoter

Please refer Item No. 3 of the Notice

<i>Particulars</i>	Mr. Prem Prakash Gupta
<i>Date of Birth</i>	14.12.1943
<i>Date of Appointment</i>	21.03.1986
<i>Qualifications</i>	Graduate
<i>Expertise in specific functional areas</i>	He has more than 50 years of experience in managing business. He has also good knowledge of Business Administration and other related fields.
<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 shares held in the company</i>	6,36,481
<i>Relationship with the Company</i>	Promoter

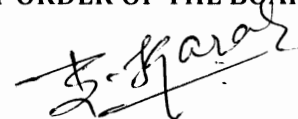
Dr. M. Induscorp Limited**Annual Report 2020-21**

Please refer Item No. 4 of the Notice

Particulars	Mr. Sujeet Kumar
Date of Birth	15.01.1987
Date of Appointment	16.08.2021
Qualifications	Graduate
Expertise in specific functional areas	He has more than 12 years of experience in Finance.
Directorships held in other public companies (excluding foreign companies and section 8 companies)	NIL
Memberships/chairmanships of committee of other public companies (includes only Audit Committee and stakeholders' relationship committee)	NIL
Number of shares held in the company	Nil
Relationship with the Company	NA

Date:18.08.2021
Place: New Delhi

BY ORDER OF THE BOARD



BISWAJEET KARAR
(COMPANY SECRETARY)
ADD: 18B/1, D. B. GUPTA ROAD,
KAROL BAGH, NEW DELHI-110005
BY ORDER OF THE BOARD