

## NOTICE

Notice is hereby given that 37<sup>th</sup> Annual General Meeting of the Members of Chamak Holdings Limited will be held on Tuesday, the 28<sup>th</sup> September, 2021 at 2:30 P.M at the registered office of the company at 55-B, Rama Road Industrial Area, New Delhi-110015, to transact the following businesses:

### **ORDINARY BUSINESS:-**

1. To consider and adopt Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial period ended on March 31, 2021.
2. To re-appoint Mr. Subhash Chander Kathuria, (DIN: 00125337), who retires by rotation and being eligible offers himself for the same.
3. To ratify the appointment of M/s Sandeep Varshney & Associates, Chartered Accountants, as the Statutory Auditors and to fix their remuneration and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

“**RESOLVED THAT** Pursuant to the provisions of Section 139,142 and other applicable provisions, if any of the Companies Act 2013 read with Companies ( Audit and Auditors) Rules 2014 and other applicable Rules , if any framed thereunder , as amended from time to time, pursuant to the Recommendation of the Audit Committee , the Board of Directors of the company and pursuant to the resolution passed by the members at the AGM held on 28th September, 2020, the appointment of M/s Sandeep Varshney & Associates, Chartered Accountants (FRN: 0513271C), as the statutory auditor of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Next Annual General Meeting of the Company be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them as may be determined by the audit committee in consultation with the Auditors.”

### **SPECIAL BUSINESS:-**

#### **4. TO APPROVE/ RATIFICATION OF THE EXISTING CONTRACTS/ WITH THE RELATED PARTY CONTRACTS/ ARRANGEMENTS/TRANSACTIONS OF THE COMPANY FOR THE FINANCIAL YEAR 2020-21.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modifications (s) or re-enactment thereof, for the time being in force) and provisions of Regulation 23 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, the approval/ratification of the shareholders be and is hereby accorded to the Board of Directors for the transactions which has been entered with related party transactions for FY 2020-2021 with ‘Related Parties’ as defined under section 2(76) of the Companies Act, 2013 and Regulation 23(1) of SEBI (LODR) Regulation, whether material or not, for the FY 2020-2021 as mentioned herein below.

Sl. NO.	Sec. 188 of the Companies Act, 2013 read with Rule 15(3) of Companies (Meetings of Board and its Powers) Rules, 2014	The particulars of the transactions During	Transaction Amount (in lakhs.)
1.	sale, purchase or supply of any goods or materials;	Synergy Steels Limited	7933.67
2.	Rent	Subhash C Kathuria	4.20

**RESOLVED FURTHER THAT** Pursuant to the Provisions stipulated under sub section 3 of Section 179 of Companies Act, 2013 any director of the Company be & is hereby authorised to file the resolution with the Registrar of companies, NCT of Delhi & Haryana by filing the requisite form MGT-14 or such other acts, deeds and things as may be deemed desirable in this regard.”

**5. ENTERING INTO CONTRACT/LEASE/ARRANGEMENTS/TRANSACTIONS WITH RELATED PARTIES UP TO PRESCRIBED LIMIT FOR THE FINANCIAL YEAR 2021-22.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Shareholders be and is hereby accorded to enter into the related party transactions by the Company with the respective related parties and for the maximum amounts per annum, as mentioned herein below:

Sl. NO.	Sec. 188 of the Companies Act, 2013 read with Rule 15(3) of Companies (Meetings of Board and its Powers) Rules, 2014	The particulars of the transactions During	Transaction Amount (in lakhs)
1	sale, purchase or supply of any goods or materials;	Synergy Steels Limited	10000.00

2	Loan from Directors	Subhash C Kathuria	1000.00
3	Loan From Directors	Anubhav Kathuria	1000.00
4	sale, purchase or supply of any goods or materials;	Anita International	2000.00
5	sale, purchase or supply of any goods or materials;	Synergy Global Steel Pvt Ltd	1000.00

**RESOLVED FURTHER THAT** the Board of Directors of the Company and/or a Committee thereof, be and is hereby, authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such addendum contracts/agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company.

**RESOLVED FURTHER THAT** Pursuant to the Provisions stipulated under sub section 3 of Section 179 of Companies Act, 2013 any director of the Company be & is hereby authorised to file the resolution with the Registrar of companies, NCT of Delhi & Haryana by filing the requisite form MGT-14 or such other acts, deeds and things as may be deemed desirable in this regard.”

**6. TO RE-APPOINT MR.AJAY KUMAR MOHANTY (DIN: 07066274) AS AN INDEPENDENT DIRECTOR OF THE COMPANY AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to Sections 149,152, read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and other applicable Regulations of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended from time to time, the approval of the shareholders be and is hereby accorded for the Re-appointment of Mr. Ajay Kumar Mohanty (DIN:07066274) as an ‘ Independent Director’ (Non-Executive) on the Board of the Company for a period of three years w.e.f 12th Feb 2021 to 11th Feb 2024.

**RESOLVED FURTHER THAT** Any Director be and are hereby authorized severally and jointly to do all such acts, deeds and things as may be considered necessary and incidental ,including but not restricted to filing the necessary forms with Registrar of Companies , in order to give effect to the above said resolution.”

**7. TO RE-APPOINT MR.GURBACHAN SINGH MATTA (DIN: 02612602) AS AN INDEPENDENT DIRECTOR OF THE COMPANY AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

**“RESOLVED THAT** pursuant to Sections 149,152, read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and other applicable Regulations of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended from time to time, the approval of the shareholders be and is hereby accorded for the Re-appointment of Mr. Gurbachan Singh Matta (DIN:02612602) as an ‘ Independent Director’ (Non-Executive) on the Board of the Company for a period of three years w.e.f 12th Feb 2021 to 11th Feb 2024.

**RESOLVED FURTHER THAT** Any Director be and are hereby authorized severally and jointly to do all such acts, deeds and things as may be considered necessary and incidental ,including but not restricted to filing the necessary forms with Registrar of Companies, in order to give effect to the above said resolution.”

**Place: New Delhi**

**Date: 30.06.2021**

By order of the Board  
**For Chamak Holdings Limited**

**Sd/-**

**Deepti Gupta**  
**Company Secretary**  
**M.No. A55551**

**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 ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY MEMBERS AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. FURTHER, 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 PROXY FOR ANY OTHER PERSON OR MEMBER. A PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED, MUST BE DEPOSITED AT THE**

**REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**

2. **Proxy Form should be in the format as enclosed.**
3. The Explanatory statement pursuant to section 102 of the Companies Act 2013 setting out material facts concerning the business under item No. 4,5,6 & 7 of the accompanying notice is annexed hereto.
4. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of board resolution authorizing their representative to attend and vote at the Annual general meeting.
5. Members, Proxies and Authorized Representative are requested to bring to the Meeting, the Attendance Slip Enclosed Herewith, duly filled and signed Members who hold Shares in Dematerialized form are requested to bring their Client ID and DP ID for Identification.
6. A route map providing directions to reach the venue of the 37<sup>th</sup> AGM is provided in the Notice.
7. Members seeking further information on the Financial Statement or any other matter contained in the Notice are requested to write to the company at least 7 days before the meeting so the relevant information can be kept ready at the meeting.
8. Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) , Brief Profile of the Director Seeking re-appointment at the AGM:
9. All the Documents referred to in the accompanying notice are open for inspection by the members at the Registered office of the Company during working days between 12:00 Noon to 3:00 P.M. (barring Sunday and Public Holidays), up to the date of AGM.
10. All the Statutory Registers maintained under Companies Act, 2013 will be available for inspection by the members at the AGM.
11. The Company is conscious of promoting e-governance and green and sustainable environment. Members are requested to update their email address with their Depository Participants to enable the company to send the future correspondences / communication via e-mail.
12. Members holding shares in Demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the company / RTA in order to comply with the SEBI guidelines as per the format attached.

13. Unclaimed Dividends: Transfer to Investor Education and Protection Fund: Pursuant to Section 124 of the Companies Act, 2013, read with relevant Rules, the unclaimed dividend will be transferred to the Investor Education and Protection Fund after expiry of 7 years from the date of dividend become due for payment
14. The members are requested to send the transfers, change of address, bank mandates and other related correspondence to the Registrar and Share Transfer Agents, M/s. Skyline Financial Services Pvt. Limited, D-153 A, Okhla Industrial Area, Phase-I, New Delhi – 110020 in case of shares held in physical form/their respective depository Participant in case of shares held in Dematerialized form.
15. Notice of the AGM along with the copies of the Annual Report 2020-21 shall also be available on company's website being: [www.chamakhholdings.com](http://www.chamakhholdings.com).
14. The notice of the AGM along with the copies of the Annual Report 2020-21, instructions for e-voting, attendance slip and proxy form are being sent by electronic mode only to all the members whose email addresses are registered with the company /Depository Participants / Registrar and Transfer Agent for communication purposes, unless a member has requested for a physical copy of the same.
15. Queries proposed to be raised at the Annual General Meeting, may be sent to the Company at its registered office or may be Communicate to Mr. Anubhav Kathuria, Managing Director of the Company, (E-Mail: [chamakhholdings@gmail.com](mailto:chamakhholdings@gmail.com) ) least seven days prior to the date of Meeting to enable the management to compile the relevant information to reply the same in the meeting.
16. Hard copy of the notice along with the copies of the Annual Report 2020-21, instructions for e-voting, attendance slip and proxy form are being sent by the permitted mode to those members who have not registered their email addresses.
17. To Protect the Environment and Disseminate all the Communication promptly, Members who have not registered their E-mail so far are requested to register the same with the DP/RTA for receiving all the communications including Annual Reports, Notices, etc.
18. The Register of Member and Share Transfer Books of the Company will remain closed from 21<sup>st</sup> September, 2021 to 28th September, 2021. (both days inclusive)
19. The Board of Directors has appointed M/s. APMG & Associates, Company Secretaries as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
20. Member may vote through the Remote E-Voting (please refer to the instruction for E-Voting as attached to the Notice).

21. Any member wishes to update/change his particulars in the records of the company may apply in the prescribed form as attached and forward the same to the Company.
22. Pursuant to SEBI circular SEBI/HO/MIRSD/DOP1/CIR/2018/73 dated 20<sup>th</sup> April,2018, shareholders holding shares in physical form whose folio do not have incomplete details with respect to PAN and bank particulars are mandatorily required to furnish the PAN and bank details to the company/RTA for registration under their folio.
23. In terms of SEBI Gazette Notification dated 8<sup>th</sup> June, 2018, shares in physical form will not be transferred after 5<sup>th</sup> December, 2018. Hence members who are holding shares in physical form are requested to convert the shares in Demat form before the date mentioned above.
24. E-VOTING

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 , as amended, and Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer Electronic Voting ("e-voting") facility to its Members as on the Cut-off date in respect of the businesses to be transacted at the above AGM of the Company, using electronic voting system from a place other than the venue of the AGM (remote e-voting).

- I. The Cut-off Date for the purpose of voting is 18th September, 2021. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company held as on the Cut-off Date.
- II. The Company has engaged the services of "National Securities Depository Limited ("NSDL") as the Authorised Agency to provide e-voting facilities. In this regard, your Demat Account/ Folio Number has been enrolled by the Company with NSDL for your participation in e-voting on Resolution(s) placed by the Company on e-voting platform. The Remote e-voting facility will be available during the following voting period:

<b>Commencement of e-voting</b>	From 9.00 AM (IST) on 22nd ,September, 2021
<b>End of e-voting</b>	Upto 5.00 PM (IST) on 27th September,2021

- III. The Members may cast their votes on e-voting system during the aforesaid period. The e-voting system will be disabled for voting after the end of e-voting time. Once the vote on a resolution is cast by a Member, the Member will not be allowed to change it, subsequently.
- IV. The facility for voting through Ballot Paper shall be made available at the AGM and Members who have not already cast their vote by remote e-voting shall be able to exercise

their voting right at the AGM. The Members who have cast their vote by remote e-voting, prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again. In case of Member(s) who cast their votes through both the processes i.e. remote e-voting and Ballot Paper, the votes in the electronic system would be considered and votes in the Ballot Paper would be ignored. A person who is not a Member as on Cut-off Date i.e. (end of business hours of 18th September, 2021) should treat this Notice for information purpose only.

- V. Any person who becomes a Member of the Company after dispatch of Notice of the AGM and holding shares as on the Cut-off Date i.e. 18th September, 2021, may obtain the Login ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). If a Member is already registered with NSDL for e-voting, existing User ID and Password can be used for casting vote.
- VI. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e., 18th September 2021.
- VII. M/s APMG & Associates Company Secretaries as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

**A) The procedure with respect to remote e-voting is provided below for the benefit of the Members:**

**The procedure to login to e-Voting website consists of two steps as detailed hereunder:**

**The remote e-voting period begins on 22.09.2021 at 9:00 A.M. and ends on 27.09. 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

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





**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

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. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.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.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-V oting 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speed</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they 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>2. 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>3. 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>4. 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>
<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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</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. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
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 22 44 30
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 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?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. 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 eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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 folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders 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 from 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 **process for those shareholders whose email ids are not registered.**
6. 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) **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 and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically 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
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message “Vote cast successfully” will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cs@sigmalegal.in](mailto:cs@sigmalegal.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. 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.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### **Process for those shareholders whose email ids are not registered with the depositories/ company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 [chamakhholdings@gmail.com](mailto:chamakhholdings@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to ([chamakhholdings@gmail.com](mailto:chamakhholdings@gmail.com)). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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**SHAREHOLDERS ARE REQUESTED TO BRING THEIR COPY OF ANNUAL REPORT AT THE MEETING. NO ADDITIONAL COPIES SHALL BE SUPPLIED AT THE VENUE.**

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**Important communication to Shareholders**

The Ministry of Corporate Affairs, Govt. of India (MCA) as a part of its “Green Initiative in the Corporate Governance” has allowed paperless compliances by companies, permitting service of all notices/documents including Annual Reports by companies to its shareholders, through electronic mode instead of physical mode. In support of this initiative announced by the MCA, your Company has sent Annual Report for the financial year 2020-21 including the notice of this AGM through e-mail addresses to those shareholders whose e-mail addresses are available with the Depository Participants (DPs). Remaining shareholders holding shares in Demat mode as well as in physical mode are again requested to register their e-mail addresses, in respect of their Demat holdings through their concerned DPs, and/or send particulars of their e-mail addresses to the Company at its Registered Office, to support the Green Initiative of the Government.

## **ANNEXURE TO THE NOTICE**

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

#### **Item No. 4 & 5**

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain prior approval of the Board of Directors and in case of the Company having a paid up share capital of rupees Ten crore or more, prior approval of the shareholders by way of Ordinary Resolution must be obtained.

1. Sale, purchase or supply of any goods or materials;
2. Selling or otherwise disposing of, or buying, property of any kind;
3. Leasing of property of any kind;
4. Availing or rendering of any services;
5. Appointment of any agent for purchases or sale of goods, materials, services or property;
6. Such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company and
7. Underwriting the subscription of any securities or derivatives thereof, of the Company.

The Company had made the above Contracts/Arrangements/Transactions with its Related Parties as mentioned in the resolution. A detail description on the same as set out in form AOC -2 of Board's Report of this Annual Report.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the transaction entered into by the company & the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013).

Except from Sh. Anubav Kathuria and Sh. Subhash Chander Kathuria (to the extent of their shareholding interest in the Company), none of the other Directors, Key Managerial Personnel or their



relatives is, in any way, concerned or interested, financially or otherwise, in this resolution. The Board recommends the resolution for approval of the members.

#### **Item No. 6: Re-appointment of Mr. Ajay Kumar Mohanty as Independent Director**

Based on the recommendation of Nomination and Remuneration Committee, The Board of Directors recommends and refer the resolution to the shareholders in relation to Re-appointment of Mr. Ajay Kumar Mohanty as an Independent Director to hold office for the term of Three consecutive Years effective from 12<sup>th</sup> Feb 2021, pursuant to sections 149, 152, 197 and 198 and rules made thereunder, read with schedule IV of the companies Act, 2013 (including any statutory modification thereof for the time being in force), subject to consent by the members of the company at ensuing Annual General Meeting of the Company.

He is not disqualified from being appointed as director in Section 164 of the Companies Act, 2013.

A brief note about Mr. Ajay Kumar Mohanty as under:

Date of Birth: 09<sup>th</sup> April, 1954

Qualification: M.A

Experience: Mr. Ajay Kumar Mohanty aged 67 years, has joined Indian Overseas Bank on 16<sup>th</sup> August, 1978 as a probationary officer and retired on 30<sup>th</sup> April, 2014 as Deputy General Manager. He also worked in first line assignment in nine branches spread across Orissa, west Bengal, Delhi, Andhra Pradesh and Gujrat. He was also in charge of Business Development. Credit Sanctions and risk Management for the ten Regions under North Zone during his assignment as D.G.M of National Banking Delhi Zone.

The Directors recommend the aforesaid resolution for the approval by the members as an Ordinary Resolution.

None of the other Directors/Key managerial Personnel of the Company /their relatives, in any way, concerned or interested,

#### **Item No. 7: Re-appointment of Mr. Gurbachan Singh Matta as Independent Director.**

Based on the recommendation of Nomination and Remuneration Committee, The Board of Directors recommends and refer the resolution to the shareholders in relation to Re-appointment of Mr. Gurbachan Singh Matta as an Independent Director to hold office for the term of Three consecutive Years effective from 12<sup>th</sup> Feb 2021, pursuant to sections 149, 152, 197 and 198 and rules made thereunder, read with schedule IV of the companies Act, 2013 (including any statutory modification thereof for the time being in force), subject to consent by the members of the company at ensuing Annual General Meeting of the Company.

He is not disqualified from being appointed as director in Section 164 of the Companies Act, 2013.

A brief note about Gurbachan Singh Matta as under:

Date of Birth: 24<sup>th</sup> March, 1948

Qualification: B.Sc (Hons) & CAIIB

Experience: Mr. Gurbachan Singh Matta is and ex banker with app. 39 years of experience. He was associated with Indian Overseas Bank since 1968 till 2005, he joined Punjab and Sind Bank and was promoted as Executive Director of the Bank in March 2006. He has also headed various committees for implementation of Basel II, core Banking Solutions and Risk Management.

The Directors recommend the aforesaid resolution for the approval by the members as an Ordinary Resolution.

None of the other Directors/Key managerial Personnel of the Company /their relatives, in any way, concerned or interested,

**Place: New Delhi**

**Date : 30.06.2021**

By order of the Board  
**For Chamak Holdings Limited**

**Sd/-**

**Deepti Gupta**  
**Company Secretary**  
**M.No. A55551**

**CHAMAK HOLDINGS LIMITED**

**CIN: L51494DL1984PLC019684**

Regd. Off.: 55-B, Rama Road Indl Area, New Delhi-110015

Tel: 45691047, 3297555; E-Mail:chamakhholdings@gmail.com,

Web Site: [www.chamakhholdings.com](http://www.chamakhholdings.com)

**Proxy form**

**MGT-11**

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

<p><b>Name of the Member(s):</b></p> <p><b>Registered address:</b></p> <p><b>E-Mail ID:</b></p> <p><b>Folio No./Client ID :</b></p> <p><b>DP ID:</b></p>
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appoint

1. Name: .....E-mail  
:.....  
Address:.....Signature  
:.....  
or failing him
2. Name: .....E-mail  
:.....  
Address:.....Signature  
:.....  
or failing him
1. Name: .....E-mail  
:.....  
Address:.....Signature  
:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37<sup>th</sup> Annual general meeting/ of the company, to be held on Tuesday the 28<sup>th</sup> day of September, 2021 at 2:30 p.m. at 55B, Rama Road, Industrial Area, New Delhi-110015 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	No. of Share held by me	I assent to the resolution	I dissent to the resolution
1.	Adoption of the Audited Balance sheet as on 31 <sup>st</sup> March, 2021 and profit and loss account for the year ended on that date together with the Auditors' report and Directors' Report thereon.			
2.	Re-Appointment of Mr. Subhash Chander Kathuria who is liable to retires by rotation and being eligible offers himself for re-appointment.			
3.	Ratification of Statutory Auditors M/s Sandeep Varshney & associates, Chartered Accountants, Delhi (FRN: <b>0513271C</b> ) as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Next Annual General Meeting and to fix their remuneration.			
4	To approve/ Ratification of the Existing Contracts/ with the Related Party Contracts/ Arrangements/Transactions of the Company for the Financial Year 2020-21.			
5	To approve to Entering into contract/ lease/ arrangements/ transactions with 'Related Parties' up to Prescribed Limit for the F.Y 21-22.			
6	To Re-appoint Mr. Ajay Kumar Mohanty as an independent Director.			
7	To Re-appoint Mr. Gurbachan Singh Matta as an Independent Director			

Signed this ..... day of .....2021

Signature of shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

**Affix  
Revenue  
Stamp**

**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.**

**CHAMAK HOLDINGS LIMITED**

**CIN: L51494DL1984PLC019684**

Regd. Off.: 55-B, Rama Road Indl Area, New Delhi-110015

Tel: 45691047, 3297555; E-Mail: [chamakhholdings@gmail.com](mailto:chamakhholdings@gmail.com),

web Site: [www.chamakhholdings.com](http://www.chamakhholdings.com)

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**ATTENDANCE SLIP**

(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall)

Folio No. / DP ID / Client ID #	
No. of Equity Shares held	

I hereby record my presence at the 37<sup>th</sup> Annual General Meeting of the Company being held at **55B, Rama Road, Industrial Area, New Delhi-110015** on **Tuesday, the 28th September, 2021** at **02.30 P.M.**

Name of the Shareholder (in block letters)	
Name of Proxy/Authorised Representative attending* (in block letters)	

Signature of the attending Member/Proxy/Authorised Representative\*

\*Strike out whichever is not applicable #Applicable for shareholders holding shares in dematerialised form.

Note: 1. A member/proxy/authorised representative wishing to attend the meeting must complete this Admission Slip before coming to Meeting and hand it over at the entrance.

2. If you intend to appoint a Proxy, please complete, stamp, sign and deposit the Proxy Form at the Company's Registered Office at least 48 hours before the meeting.

*Shareholders/Proxy or representative of Shareholders are requested to produce the above attendance slip, duly signed in accordance with their specimen signatures registered with the Bank, along with the entry pass, for admission to the venue. Shareholders / Proxy holders / Authorised Representatives may note that the admission to the meeting will be subject to verification / checks, as may be deemed necessary and they are advised to carry valid proof of identity viz., Voters ID Card / Employer Identity Card / Pan Card / Passport / Driving license etc.*

To  
Chamak Holdings Limited  
55B, Rama Road Industrial Area,  
New Delhi-110015

**Updating of Shareholders information**

I/We request you to records the following information against my/our folio no. \_\_\_\_\_

Folio No.	
Name of the shareholder	
PAN No.*	
CIN/Registration No. (in case of corporate shareholder)	
Tel No. No.	
Mobile No.	
E-Mail ID	
Complete Postal address*	

\*Self attested copy of valid proof required to be attached.

**Bank Details**

IFCI (11 Digit)	
MICR (9 Digit)	
Bank Account Type	
Bank Account No.*	
Name of the Bank	
Bank Branch Address:	

\*A Blank cancelled cheque is required to be attached.

i/we hereby declares that the above mentioned facts are true and correct to the best of my knowledge. I information is delayed due to incomplete information I will not held the company/RTA responsible.

**Place:**

**Date:**

**Signature of sole/first holder**









