

**UNIVERSAL OFFICE AUTOMATION LIMITED**  
CIN: L34300DL1991PLC044365  
Regd. Office: 806, Siddhartha, 96, Nehru Place, New Delhi-110  
019 Tel: 011-26444812  
Website : [www.uniofficeautomation.com](http://www.uniofficeautomation.com), E-mail :  
[investor@hcl.com](mailto:investor@hcl.com)

**NOTICE is hereby given that the 30th Annual General Meeting (“AGM”) of the members of Universal Office Automation Limited (“Company”) will be held on Tuesday, 19<sup>th</sup> day of July, 2022 at 2:30 P.M. (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), as mentioned in the notes to this Notice, to transact the following businesses:**

**ORDINARY BUSINESS:**

**ITEM NO. 1 - ADOPTION OF FINANCIAL STATEMENTS ALONG WITH THE REPORTS OF THE BOARD OF DIRECTORS AND OF THE AUDITORS THEREON**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and of the Auditors thereon.

**ITEM NO. 2 - RE-APPOINTMENT OF MR SASHI SEKHAR MISHRA (DIN 03072330) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION**

To re-appoint Mr. Sashi Sekhar Mishra (DIN - 03072330), who retires by rotation and being eligible, offers himself for re-appointment as a Director liable to retire by rotation.

**ITEM NO 3 – RE-APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY**

**To Re - appoint Purushothaman Bhutani & Co, Chartered accountants (FRN - 005484N) as Statutory Auditors of the company for a term of five years**

**“RESOLVED** that pursuant to the provisions of Section 139, 142 and other applicable provisions, of the Companies Act, 2013 (the “Act”) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Purushothaman Bhutani & Co, Chartered Accountants, New Delhi, (FRN

No 005484N) be and is hereby re-appointed as Statutory Auditors of the Company to hold office for another term commencing from the conclusion of this Annual General Meeting till the conclusion of the 35th Annual General Meeting of the Company to be held in the year 2027.

**RESOLVED FURTHER THAT** Mr Sunil Kumar Shrivastava, Managing Director of the Company be and is hereby authorised to fix their remuneration in consultation with them and reimburse travelling and out of pocket expenses incurred by them for the purpose of audit.”

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**SPECIAL BUSINESS:**

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

**Item No. 4 - APPOINTMENT OF MR VIKRAM SHASTRY (DIN 09633011) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV of the Companies Act, 2013 (“Act”) and the Rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), any other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and on the basis of the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Vikram Shastri (DIN 09633011), who was appointed as an Additional Director of the Company with effect from June 10, 2022 to hold office as an Independent Director in terms of Section 161(1) of the Act and who has submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and being eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160 (1) of the Act from a member of the Company proposing candidature for the office of an Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five years w.e.f. June 10, 2022 to June 09, 2027.

**RESOLVED FURTHER That** the Board of Directors be and is hereby authorized to finalize and issue the letter of appointment to the concerned director and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**ITEM NO. 5 – RECLASSIFICATION OF SHAREHOLDING OF AJAI CHOWDHARY & GROUP from ‘PROMOTERS AND PROMOTERS GROUP’ CATEGORY TO ‘PUBLIC’ CATEGORY**

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

**“RESOLVED THAT** pursuant to the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other relevant provisions including any modification or re-enactments thereof for the time being in force and subject to necessary approval from the Stock Exchange (‘BSE Limited’) and other appropriate statutory authorities as may be required, approval of the members be and is hereby accorded for reclassification of the following promoter(s) and persons related to promoter(s) from ‘Promoters & Promoters Group’ category to ‘Public’ category

- i. Ajai Chowdhry
- ii. Gita Chowdhry
- iii. Akshay Chowdhry
- iv. Appolo Trading and Finance Private Limited
- v. BFL Investments and Financial Consultants Private Limited

**RESOLVED FURTHER THAT** Mr. Sunil Kumar Shrivastava, Managing Director and Ms. Naina Luthra, Company Secretary of the Company be and are hereby severally authorised to sign & execute application and other documents to be submitted to the stock exchange (s) and to do all such acts deeds and things as may be necessary proper or expedient for the purpose of giving effect to the foregoing resolution.”

**By Order of the Board  
For Universal Office Automation Limited**

June 10, 2022  
New Delhi

**Sd/-  
Naina Luthra  
Company Secretary & Compliance Officer**

**NOTES:**

1. Ministry of Corporate Affairs (“MCA”) issued General Circular no 20/2020 dated May 05, 2020, General Circular no 02/2021 dated January 13, 2021, General Circular no 19/2021 dated December 08, 2021 and General Circular no 21/2021 dated December 14, 2021 permitting the companies to convene their General Meetings via online mode i. e. through Video Conferencing / Other Audio Visual Means (VC/ OAVM) without physical presence at a common venue.

In view of the continuing COVID - 19 pandemic, the MCA vide its Circular No 02/2022 dated May 05, 2022 allowed the Companies to hold their Annual General Meetings for the year 2022 through Video Conferencing / Other Audio Visual Means till 31<sup>st</sup> December 2022.

2. Pursuant to the aforesaid Circulars issued by the MCA, the Thirtieth Annual General Meeting (30<sup>th</sup> AGM) of the Company shall be conducted through VC / OAVM. Deemed Venue for the 30<sup>th</sup> AGM shall be the Registered Office of the Company – 806, Sidharth, 96, Nehru Place, New Delhi - 110019.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. The Resolution/Authorization in pursuance of Section 112 and Section 113 of the Companies Act, 2013 shall be sent to the Company at [investor@hcl.com](mailto:investor@hcl.com) or the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at [admin@skyline.com](mailto:admin@skyline.com).
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Register of Members and Share Transfer Books of the Company shall remain closed on Book Closure Dates i.e. from Monday, 11th July, 2022 to Thursday 21<sup>st</sup> July, 2022 (both days inclusive).

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020; April 13, 2020; May 05, 2020 & January 13, 2021 the Company is providing facility of remote e - voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as on the date of the AGM will be provided by NSDL.
7. Members can join AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without any restriction on account of first come first served basis.
8. The Securities and Exchange Board of India (SEBI) vide its circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 issued Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination.

In accordance with the provisions contained therein the relevant forms have been enclosed herewith this notice as 'Annexure B' for updating their KYC & nomination details by the shareholders more specifically mentioned hereunder:

Form ISR 1 - Availing investor services (such as updating PAN / address / Signature / email/ mobile / Demat account etc.)

Form ISR 2 - Updating Signature & KYC documents

Form ISR 3 – Declaration to Opt Out

Form SH 13 – Updating Nomination details

## Form SH 14 – Change in nomination details

Further, pursuant to the provisions of SEBI Circular No. SEBI / HO / MIRSD / MIRSD\_RTAMB / P / CIR / 2022 / 8 dated 25th January, 2022 listed companies shall henceforth issue the securities in dematerialized form only while processing the following service request:

i. Issue of duplicate securities certificate; ii. Claim from Unclaimed Suspense Account; iii. Renewal / Exchange of securities certificate; iv. Endorsement; v. Sub-division / Splitting of securities certificate; vi. Consolidation of securities certificates/folios; vii. Transmission; viii. Transposition;

Accordingly, the shareholders are requested to submit Form ISR 4 (annexed at the end this notice) for issue of Duplicate Certificate and other Service Requests with the RTA , who shall issue a letter of confirmation (LC). The shareholders shall then submit the LC to their respective Depository participant within a period 120 days of the issue of LC. *Please note that in case the shareholder is not able to submit the LC within the prescribed period of 120 days the securities shall be credited to the Suspense Escrow Demat Account of the Company.*

Attention of shareholders is also drawn to SEBI's Circular no SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/70 dated May 25, 2022 wherein the procedure and documentation requirements for issuance of duplicate securities has been further simplified.

The above forms are also uploaded on the website of the company and may be accessed at [www.uniofficeautomation.com](http://www.uniofficeautomation.com)

9. The SEBI has vide its circular no SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/65 dated May 18, 2022 issued simplified procedure and standardization of formats of documents for Transmission of securities. As per the aforesaid circular transmission of securities is permitted only in demat mode. Shareholders are requested to take note of the same and follow the procedure prescribed therein.

10. Pursuant to the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020 & the Notice convening the

30th AGM has been uploaded on the website of the Company at [www.uniofficeautomation.com](http://www.uniofficeautomation.com) The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and is also available on the website of NSDL (agency for providing the Remote e - Voting facility) i. e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

11. Electronic copies of the Annual Report for the year 2021 - 22 is being sent to all the members whose email address are registered with the Company / Depository participants. For members who have not registered their email address, can access the Annual report for the year 2021 22 at website of the company at [www.uniofficeautomation.com](http://www.uniofficeautomation.com) and should update their email address with the respective depository participants and /or with the RTA of the company at [admin@skylinerta.com](mailto:admin@skylinerta.com)
12. Relevant documents referred to in the Notice and the Annual Report are open for inspection by the members at the Registered Office of the Company on all week days i.e. except Saturday & Sunday, during business hours up to the date of the AGM.
13. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. As per the provisions of Section 72 of the Companies Act, 2013, nomination facility is available to the Members, in respect of the equity shares held by them. Nomination Form SH 13 prescribed by the Government can be obtained from the RTA or the registered office of the Company. 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.
14. Voting through electronic means:
  - I. In compliance with provisions of Section 108 of the Companies Act, 2013, 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 Listing Regulation and Secretarial Standards on General Meetings (SS2) issued by Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members

using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

- II. Since the 30th AGM of the company is being convened through VC, the facility for voting through ballot paper shall not be available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The remote e-voting period commences on 16<sup>th</sup> July, 2022 (9:00 am) and ends on 18<sup>th</sup> July, 2022 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 14<sup>th</sup> July, 2022 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

NOTE: The “remote e-voting” end time shall be 5:00 p.m. on the date preceding the date of general meeting and the cut-off date shall not be earlier than 7 days before the date of AGM

- IV. The detailed instruction, process and manner for remote e-voting is annexed herewith the notice.
  - V. The Scrutinizer shall within a period not exceeding three (3) days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favor or against, if any, forthwith to the Chairman of the meeting. The Results shall be declared after the Annual General Meeting and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favor of the resolutions. The results declared along with the Scrutinizer’s Report shall be placed on the website of NSDL & the Company immediately after their declaration.
15. As stipulated under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, brief profile of Mr Sashi Sekhar Mishra & Mr Vikram Shastry, including names of companies in which they hold directorships and memberships /



chairmanships of Board Committees, is provided under Table 'A' hereunder:

**Table A**

<b>Name of the Director</b>	SASHI SEKHAR MISHRA	VISTNUBHOTL A GANGADHAR RAM SHASTRY VIKRAM SHASTRY ('VIKRAM SHASTRY')
<b>Age</b>	53 Years (DOB 01/11/1968)	37 yrs (DOB 19/06/1984)
<b>Qualification</b>	B.COM & LLB	MBA – Finance & Marketing B Tech – Electronics
<b>Experience</b>	Experience of more than 26 yrs. in Treasury, Finance and Accounts	Approx. 14 yrs. of experience in Treasury & Financial Management
<b>Terms and Conditions of appointment</b>	Non – Executive; Non Independent Director	Independent Director
<b>Details of remuneration</b>	Nil	Nil
<b>Date of first appointment on the Board</b>	31-03-2017	NA
<b>Shareholding in the Company</b>	Nil	Nil
<b>Relationship with other director/Manager and other KMP</b>	NA	NA
<b>Directorships of other Board</b>	<ul style="list-style-type: none"> <li>• International Data Management Ltd</li> <li>• HCL Employees Investment Co Ltd</li> <li>• Buoyant Infra-Developers Pvt Ltd</li> <li>• Esthetic Infra – Developers Pvt Ltd</li> <li>• Cityframe</li> </ul>	NA

	Infra – Developers Pvt Ltd <ul style="list-style-type: none"> <li>• Pimpri Chinchwad Eservices Ltd</li> <li>• South Asian Computers Ltd</li> <li>• HCL Infosolutions Ltd</li> </ul>	
<b>Membership / Chairmanship of Committees in other Companies</b>	Nil	Nil
<b>Membership/Chairmanship of Committees in the Company</b>	Nil	<b>Member of –</b> Audit Committee; Nomination & Remuneration Committee; Stakeholder Relationship Committee
<b>No of Board Meetings attended during the financial year 2021 22</b>	4	Nil

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

In conformity with the provisions of Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to special businesses mentioned in the accompanying notice and should be taken as forming part of the notice.

**Item No 4-**

Mr Sushil Kumar Jain (DIN 00022573), Independent Director resigned from the board of directors of the company w. e. f. May 12, 2022 due to his pre occupations.

As per the Regulation 17 (1) (b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') at least half of the board of directors shall comprise of Independent Directors.

Further, Proviso to Rule 4 (1) of the Companies Appointment and Qualification of Directors Rules 2014 states that any intermittent vacancy in the office of independent director shall be filled up by the board at the earliest but not later than immediate next Board meeting or three months from the date of such vacancy whichever is later.

Accordingly, in view of the number of independent directors being below the prescribed limit applicable to the company viz. 3 (three) the board of directors on the recommendation of Nomination & Remuneration committee has appointed Mr Vikram Shastry (DIN 09633011), as Additional Director to hold office up to the conclusion of this Annual General Meeting.

In accordance with the provisions of section 149 (10) of the Companies Act, 2013 ('the Act') and SEBI (Listing Obligations & Disclosure Requirements), Regulation 2015 (Listing Regulations) the Board recommends appointment of Mr Vikram Shastry as Independent Director for a term of five years w. e. f. June 10, 2022 to June 09, 2027.

Declaration of Independence under section 149 (6) of the Companies Act, 2013 has been received from Mr Vikram Shastry, and it is hereby

confirmed that the criteria for Independence prescribed under the Companies Act & Listing Regulations are being met.

Further, pursuant to section 160 (1) of the Act, the Company has received notice from a member of the company proposing the appointment of Mr Vikram Shastry on the board of directors of the company. Brief profile of proposed director is provided in table A.

Mr Vikram has worked in the field of pension management, research & Analytics, product development with some of the top companies in India. In the opinion of the board Mr Vikram is a person of integrity and possess problem solving skills which are vital to the proposed role of independent director.

Except Vikram Shastry (director being appointed), none of the Directors or KMP and their relatives are in any way concerned or interested, financially or otherwise in the resolution set out in item no 4 of the notice.

The Board of Directors recommend the resolution as set out under Item No 4 for approval of the members by way of Special Resolution.

**Item No 5-**

The company received application on February 08, 2022 from M/s Ajai Chowdhary & Group (hereinafter referred to as “promoter(s) seeking reclassification”) falling under promoter(s) and promoter(s) group for reclassification of their shareholding from ‘promoters & promoters group’ category to ‘public’ category.

In pursuance of Regulation 31A of the SEBI (Listing Obligations & Disclosure Requirements), Regulations 2015 the Board of Directors at its meeting held on April 22, 2022 considered and approved the aforesaid request for consideration of members at this Annual General Meeting.

Following is the shareholding of the M/s Ajai Chowdhary & Group, promoter(s) seeking reclassification:

Sl No	Name of the shareholder (categorized as promoters & promoters group)	No of shares held	%age
i.	Ajai Chowdhry	97044	0.66
ii.	Gita Chowdhry	3371	0.02
iii.	Akshay Chowdhry	1440	0.01

iv.	Apollo Trading and Finance Private Limited	171662	1.17
v.	BFL Investments and Financial Consultants Private Limited	268134	1.83
	Total	541651	3.69

The board is of the view that conditions for reclassification from category of 'promoters & promoters group' to 'public' are being met by the promoter(s) seeking reclassification.

The promoter(s) seeking reclassification do not exercise control over the affairs of the company directly / indirectly nor have any special rights with respect to the listed entity through formal or informal arrangements including through any shareholder agreements.

Since, the promoter(s) seeking reclassification are not involved in the day to day affairs or having significant influence / control over the affairs of the company, the reclassification request may be approved by the members.

None of the Directors or KMP and their relatives are in any way concerned or interested, financially or otherwise in the resolution set out in item no 5 of the notice.

Pursuant to clause (a) (iii) of sub regulation (2) of 31A, the promoter(s) seeking reclassification and the persons related to him shall not entitled to voted / approve such reclassification request

The Board of Directors recommend the resolution as set out under Item No 5 for approval of the members by way of Ordinary Resolution.

**For Universal Office Automation Limited**  
Sd/-

**June 10, 2022**  
**New Delhi**

**Naina Luthra**  
**Company Secretary & Compliance Officer**

**DETAILED INSTRUCTIONS FOR REMOTE E-VOTING**

The remote e-voting period begins on July 16, 2022 at 09:00 A.M. and ends on July 18, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being July 14, 2022.

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.

**Detailed Instructions for e voting & joining the Annual General Meeting through VC / OAVM are as follows:**





**Step 1: Login to Evoting NSDL**

**Step 2: Caste your E vote**

**Step 3: Click on link 'VC/ AOVV' to join the Annual General Meeting**

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

Type of INDIVIDUAL Shareholders	Login Method
Holding securities in demat with NSDL	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.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

	<p>e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <ol style="list-style-type: none"> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>“NSDL Speede”</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>  <b>App Store</b>       <b>Google Play</b></div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
Holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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></li> </ol>

	<p>or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <ol style="list-style-type: none"> <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 or joining virtual meeting &amp; 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. 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 and joining virtual meeting for NON INDIVIDUAL shareholders holding securities in demat and physical mode**

- i. 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.
- ii. Click on the “Login” icon which displayed under ‘Shareholders’ section.
- iii. Shareholders/ Members Login screen will open. Enter your User ID, your Password and a Verification Code as shown on the screen.
- iv. Details of User ID & Password are as follows:

<b>Type of NON INDIVIDUAL Shareholders</b>	<b>Your User ID is</b>
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  <i>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****</i>

For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID <i>For example if your Beneficiary ID is 12***** then your user ID is 12*****</i>
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. <i>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</i>

**Password details for shareholders other than Individual shareholders are given below:**

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- 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.
  - a) 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 (Refer Pg 21)**

➤ 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

v. Now, you will have to click on “Login” button

vi. After you click on the “Login” button, Home page of e-Voting will open

*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.*

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❖ **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish

to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

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 pcsnishantrana@gmail.com with a copy marked to evoting@nsdl.co.in Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login
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) or contact Ms. Soni Singh, National Securities Depository Limited, Trade World, ‘A’ Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [SoniS@nsdl.co.in](mailto:SoniS@nsdl.co.in) or at telephone nos (1800 1020 990 / 1800 22 44 30), who will also address the grievances connected with voting by electronic means.

**Process for those shareholders whose email ids are not registered with the depositories 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 [admin@skylinerta.com](mailto:admin@skylinerta.com) or [investoa@hcl.com](mailto:investoa@hcl.com)
2. In case shares are held in demat mode, please provide DPID – Client ID (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 [admin@skylinerta.com](mailto:admin@skylinerta.com) or [investor@hcl.com](mailto:investor@hcl.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 and joining virtual meeting 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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**INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:**

1. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
2. Members who have opted to vote through Remote e-Voting shall not allowed to cast their vote again at the AGM.
3. In case of any queries, the shareholder may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual 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) OR Ms. Soni Singh, National Securities Depository Limited at their designated email id - [SoniS@nsdl.co.in](mailto:SoniS@nsdl.co.in) / [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) (1800 1020 990 / 1800 22 44 30)

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**General instructions for members for attending the AGM through VC/OAVM are as under:**

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may follow the steps mentioned under the notice to log on to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM link” placed under “Join General meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches\
5. Shareholders may write their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [investoraa@hcl.com](mailto:investoraa@hcl.com). Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / Folio Number, PAN, Mobile Number at [investoraa@hcl.com](mailto:investoraa@hcl.com) or [admin@skylinerta.com](mailto:admin@skylinerta.com) latest by July 17, 2022; 2.30 PM. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

**Form ISR – 1**

(see SEBI circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/PCIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

**REQUEST FOR REGISTERING PAN, KYC DETAILS OR CHANGES / UPDATION THEREOF**

[For Securities (Shares / Debentures / Bonds, etc.) of listed companies held in physical form]

Date: \_\_\_ / \_\_\_ / \_\_\_

A. I/We request you to Register / Change / Update the following (Tick  relevant box)

<input type="checkbox"/> PAN	<input type="checkbox"/> Bank details	<input type="checkbox"/> Signature
<input type="checkbox"/> Mobile number	<input type="checkbox"/> E-mail ID	<input type="checkbox"/> Address

**B. Security Details:**

Name of the Issuer Company	Folio No.:	
Name(s) of the Security holder(s) as per the Certificate(s)	1. 2. 3.	
Number & Face value of securities		
Distinctive number of securities (Optional)	From	To

C. I / We are submitting documents as per Table below (tick  as relevant, refer to the instructions):

<input type="checkbox"/>	Document / Information / Details	Instruction / Remark
1	PAN of (all) the (joint) holder(s)	
<input type="checkbox"/>	PAN	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> , <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
<input type="checkbox"/>	Whether it is Valid (linked to Aadhaar): <input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> PAN shall be valid only if it is linked to Aadhaar by March 31, 2022* For Exemptions / Clarifications on PAN, please refer to Objection Memo in page 4
2	Demat Account Number	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> Also provide Client Master List (CML) of your Demat Account, provided by the Depository Participant.

3	Proof of Address of the first holder	<p>Any one of the documents, only if there is change in the address;</p> <p><input type="checkbox"/> Client Master List (CML) of your Demat Account, provided by DP.</p> <p><input type="checkbox"/> Valid Passport/ Registered Lease or Sale Agreement of Residence / Driving License / Flat Maintenance bill.</p> <p><input type="checkbox"/> Utility bills like Telephone Bill (only land line), Electricity bill or Gas bill - Not more than 3 months old.</p> <p><input type="checkbox"/> Identity card / document with address, issued by any of the following: Central/State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions.</p> <p><input type="checkbox"/> For FII / sub account, Power of Attorney given by FII / sub-account to the Custodians (which are duly notarized and / or apostilled or consularised) that gives the registered address should be taken.</p> <p><input type="checkbox"/> The proof of address in the name of the spouse</p>
4	Bank details	<p>Account Number: _____</p> <p>Bank Name: _____</p> <p>Branch Name: _____</p> <p>IFS Code: _____</p> <p>Provide the following:</p> <p><input type="checkbox"/> original cancelled cheque with name of security holder printed on it or <u>Bank Passbook</u> or <u>Bank Statement</u> attested by the Bank#</p>
5	E-mail address	_____ #
6	Mobile	_____ #

\* or any date as may be specified by the CDDT (DP: Depository Participant)  
# In case it is not provided, the details available in the CML will be updated in the folio

**Authorization:** I / We authorise you (RTA) to update the above PAN and KYC details in my / our folio(s) \_\_\_\_\_, \_\_\_\_\_, (use Separate Annexure if extra space is required) in which I / We are the holder(s) (strike off what is not applicable).

**Declaration:** All the above facts stated are true and correct.

	Holder 1	Holder 2	Holder 3
Signature	✓		
Address	✓		



## Form ISR – 2

(see circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

### Confirmation of Signature of securities holder by the Banker

1. Bank Name and Branch	
2. Bank contact details Postal Address Phone number E-mail address	
3. Bank Account number	
4. Account opening date	
5. Account holder(s) name(s)	1)  2)  3)
6. Latest photograph of the account holder(s)	
<div style="display: flex; justify-content: space-around; align-items: center;"> <div style="border: 1px solid black; width: 80px; height: 80px; display: flex; align-items: center; justify-content: center;">1<sup>st</sup> Holder</div> <div style="border: 1px solid black; width: 80px; height: 80px; display: flex; align-items: center; justify-content: center;">2<sup>nd</sup> Holder</div> <div style="border: 1px solid black; width: 80px; height: 80px; display: flex; align-items: center; justify-content: center;">3<sup>rd</sup> Holder</div> </div>	
7. Account holder(s) details as per Bank Records	
a) Address	
b) Phone number	
c) Email address	
d) Signature(s)	
1) <div style="border: 1px solid black; width: 100px; height: 30px; display: inline-block;"></div>	2) <div style="border: 1px solid black; width: 100px; height: 30px; display: inline-block;"></div>
	3) <div style="border: 1px solid black; width: 100px; height: 30px; display: inline-block;"></div>
Signature verified as recorded with the Bank	
Seal of the Bank	
	(Signature)
Place:	Name of the Bank Manager
	Employee Code
Date:	E-mail address

# Form ISR - 3

## Declaration Form for Opting-out of Nomination by holders of physical securities in Listed Companies

(see SEBI circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

[Under Section 72 r/w Section 24 (1) (a) of Companies Act, 2013 r/w Section 11(1) and 11B of SEBI Act, 1992 and Clause C in Schedule VII and Regulation 101 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

Name of the Company :  
Registered Address of the Company:

I / we ..... the holder(s) of the securities particulars of which are given hereunder, do not wish to nominate any person(s) in whom shall vest, all the rights in respect of such securities in the event of my /our death.

PARTICULARS OF THE SECURITIES (in respect of which nomination is being opted out)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

I/ we understand the issues involved in non-appointment of nominee(s) and further are aware that in case of my / our death, my / our legal heir(s) / representative(s) are required to furnish the requisite documents / details, including, Will or documents issued by the Court like Decree or Succession Certificate or Letter of Administration / Probate of Will or any other document as may be prescribed by the competent authority, for claiming my / our aforesaid securities.

Name(s) and Address of Security holders(s)  
Sole / First Holder Name

Signature(s)

Second Holder Name

Third Holder Name

Name and Address of Witness	Signature

Form No. SH-13

Nomination Form

*[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]*

To

Name of the company:

Address of the company:

I/We ..... the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S —

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:

(g) E-mail id:

(h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR--

(a) Date of birth:

(b) Date of attaining majority

(c) Name of guardian:

(d) Address of guardian:

Name:

Address:

Name of the Security

Holder (s)

Signature

Witness with  
name and address

Form No. SH-14

Cancellation or Variation of Nomination

[Pursuant to sub-section (3) of section 72 of the Companies Act, 2013 and rule 19(9) of the Companies (Share Capital and Debentures) Rules 2014]

Name of the company:

I/We hereby cancel the nomination(s) made by me/us in favor of.....(name and address of the nominee) in respect of the below mentioned securities.

or

I/We hereby nominate the following person in place of ..... as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being cancelled / varied )

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

(2) (a) PARTICULARS OF THE NEW NOMINEE:

- i. Name:
- ii. Date of Birth:
- iii. Father's/Mother's/Spouse's name:
- iv. Nationality:
- v. Address:
- vi. E-mail id:

vii. Relationship with the Security holder:

(b) IN CASE NEW NOMINEE IS A MINOR--

i. Date of Birth:

ii. Date of attaining majority

iii. Name of guardian:

iv. Address of guardian:

Signature

Name of the Security

Holder (s)

Witness with name and address