

Notice

Notice is hereby given that the 33rd Annual General Meeting (AGM) of Members of Delta Corp Limited (the Company) will be held on Friday, 23rd August, 2024 at 3.00 p.m. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2024 together with the reports of the board of directors and the Auditors thereon.
2. To declare dividend on equity shares for the financial year ended 31st March, 2024.
3. To appoint a director in place of Mr. Ashish Kapadia (DIN: 02011632), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. Approval for continuation of Mr. Jaydev Mody (DIN: 00234797), as Non-Executive Non-Independent Director and Chairman of the Company.

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

“RESOLVED THAT pursuant to the provisions of Regulation 17(1D) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the SEBI Listing Regulations’), as amended from time to time, the consent of the members of the Company be and is hereby accorded for the continuation of Mr. Jaydev Mody (DIN: 00234797) as the Non-Executive Non-Independent Director and Chairman of the Company, whose office shall be liable to retire by rotation.”

5. Appointment of Mrs. Tara Subramaniam (DIN: 07654007) as an Independent Director of the Company.

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

“RESOLVED THAT Mrs. Tara Subramaniam (DIN: 07654007) who was appointed as an Additional

Director of the Company with effect from 9th July, 2024 by the board of directors upon recommendation of the Nomination, Remuneration and Compensation Committee, and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (‘the Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Rules framed thereunder, as amended from time to time, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, proposing her candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 of the Act, read with Schedule IV to the Act and all other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time, Mrs. Tara Subramaniam, who is eligible for appointment and has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a first term of five years commencing from 9th July, 2024 to 8th July, 2029 (both days inclusive), not liable to retire by rotation.”

6. Appointment of Mr. Pankaj Razdan (DIN: 00061240) as an Independent Director of the Company.

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

“RESOLVED THAT Mr. Pankaj Razdan (DIN: 00061240) who was appointed as an Additional Director of the Company with effect from 9th July, 2024 by the board of directors upon recommendation of the Nomination, Remuneration and Compensation Committee, and who holds office up to the date of this Annual General Meeting of the Company in

terms of Section 161(1) of the Companies Act, 2013 ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Rules framed thereunder, as amended from time to time, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 of the Act, read with Schedule IV to the Act and all other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time, Mr. Pankaj Razdan, who is eligible for appointment and has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a first term of five years commencing from 9th July, 2024 to 8th July, 2029 (both days inclusive), not liable to retire by rotation."

7. Shifting of Registered office of the Company from the Jurisdiction of Registrar of Companies, Pune to the Jurisdiction of Registrar of Companies, Mumbai.

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

"RESOLVED THAT pursuant to the provisions of Sections 12, 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 28 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and subject to the approval of Regional Director, Western Region, Mumbai and subject to such other approvals, permissions and sanctions, as may be required under the provisions of the Act or under any other law for the time being in force, consent of the members of the Company be and is hereby

accorded for shifting of Registered Office of the Company from the city of Pune, Maharashtra to the city of Mumbai, Maharashtra i.e. from the jurisdiction of Registrar of Companies, Pune to the jurisdiction of Registrar of Companies, Mumbai and that Clause II of the Memorandum of Association of the Company be substituted by the following Clause:

- II. The registered office of the Company will be situated in the state of Maharashtra i.e. within the Jurisdiction of Registrar of Companies, Maharashtra at Mumbai.

RESOLVED FURTHER THAT upon obtaining the confirmation from the Regional Director, Western Region, Mumbai, Registered Office of the Company be shifted from the city of Pune, Maharashtra to the city of Mumbai, Maharashtra i.e. from the jurisdiction of Registrar of Companies, Pune to the jurisdiction of Registrar of Companies, Mumbai.

RESOLVED FURTHER THAT any of the Directors or Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorised to sign and file, the application to the Regional Director, Western Region, Mumbai in respect of the aforesaid alteration and to agree to such modification, terms and conditions with reference thereto as may be directed by the Regional Director, Western Region, Mumbai and to modify the same accordingly and to represent before the Regional Director or any other statutory authority(ies), to delegate all or any of aforesaid powers to any person and to do all such other acts, deeds, things as may be necessary to give effect to the said resolution.

RESOLVED FURTHER THAT a certified true copy of the resolution duly signed by any of the directors or Company Secretary of the Company be furnished as may be necessary.

By Order of the Board of Directors

Dilip Vaidya
Company Secretary &
Vice President - Secretarial
FCS No: 7750

Place : Mumbai
Date: 9th July, 2024

NOTES:

1. The Ministry of Corporate Affairs ('MCA') has, vide its circular dated 25th September, 2023, allowed companies to convene Annual General Meeting ('AGM') through VC / OAVM till 30th September, 2024 in accordance with relevant provisions of other applicable Circulars (collectively referred as 'MCA Circulars'). Accordingly, in compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the AGM of the Company is being held through VC / OAVM, without the physical presence of the Members at a common venue. The deemed venue of the AGM shall be the Registered Office of the Company.
2. As the AGM is being conducted through VC/OAVM, the facility to appoint Proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate therein and cast their votes through e-Voting. Corporate members are required to send, (before e-Voting/ attending AGM) a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM, pursuant to Section 113 of the Act Companies Act, 2013 (the Act) on the e-mail id secretarial@deltin.com.
3. The members can join the AGM through VC/OAVM 15 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, Remuneration and Compensation Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended),

Regulation 44 of the Listing Regulations, in line with MCA Circulars and SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 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 venue voting on the date of the AGM will be provided by NSDL.

6. In line with the MCA Circular No. 17/2020 dated 13th April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.deltacorp.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

AGM has been convened through VC/OAVM in compliance with applicable provisions of the Act read with MCA Circulars as issued from time to time.

7. In terms of Section 152 of the Act, Mr. Ashish Kapadia (DIN: 02011632) Managing Director, shall retire by rotation at the ensuing AGM and being eligible, offers himself for re-appointment. The board of directors of the Company recommends re-appointment of Mr. Ashish Kapadia. Details of Mr. Ashish Kapadia, Managing Director, proposed to be appointed/ re-appointed at the ensuing AGM, as required by Regulation 26(4) and 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) are forming part of this Notice. Requisite declarations have been received from the Directors for their appointment/ re-appointment.
8. The explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 4 to 7 set out above is annexed hereto. The details for Directors seeking appointment / re-appointment at the AGM, pursuant to Regulation 36(3) of the Listing Regulations and Paragraph 1.2.5 of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are forming part of this Notice.

9. The Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 17th August, 2024 to Friday, 23rd August, 2024 (both days inclusive), for the purpose of AGM.

The record date i.e. Saturday, 20th July, 2024 has been fixed for ascertaining entitlement for the payment of Final Dividend.

10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, The Register of Contracts or Arrangements in which the Directors are interested under section 189 of the Act and all other documents referred to the Notice will be available for inspection in electronic mode. Members can inspect the same by sending email to secretarial@deltin.com.

11. Unclaimed Dividends:

- a. Members of the Company are requested to note that as per the provisions of Section 124(5) and Section 124(6) of the Act, dividends not encashed/ claimed by the member of the Company, within a period of seven years from the date of declaration of dividend, shall be transferred by the Company to the Investor Education and Protection Fund (IEPF), also all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to the Demat Account of IEPF Authority notified by MCA ('IEPF Demat Account').

Members/claimants whose shares, unclaimed dividend have been transferred to the IEPF, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in Form IEPF-5 (available on <https://www.mca.gov.in>) along with requisite fees, if any, as decided by the IEPF Authority from time to time. The Member/ claimant can file only one consolidated claim in a financial year as per the IEPF Rules.

- b. Details of Unclaimed Dividend and Shares attached thereto on Website:

The details of the unpaid/unclaimed dividend are available on the website of the Company i.e. www.deltacorp.in

It is in the members' interest to claim any un-encashed dividends and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to the members' account on time.

12. In compliance with the aforesaid MCA Circulars and SEBI Circulars dated 12th May, 2020, 15th January, 2021 and 05th January, 2023 respectively, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website www.deltacorp.in websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL www.evoting.nsdl.com

13. Members are requested to register/update their e-mail addresses with the Depository Participant (DP) (in case of shares held in dematerialized form) or with Registrar and Share Transfer Agent (RTA) (in case of shares held in physical form) which will help us in prompt sending of notices, annual reports and other shareholder communications in electronic form.

14. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, in supersession of earlier Circular(s) issued on the subject, has prescribed common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC (contact details, bank details and specimen signature), and nomination details. As per the said Circular, it is mandatory for the members holding shares in physical form to register PAN, KYC and Nomination details. Members holding shares in physical form are requested to register their PAN, e-mail id, bank details and other KYC details by filling Form ISR-1, update signature by filling Form ISR-2 and update Nomination details by filling Form SH-13 or declaration of opt out of Nomination by filling Form ISR-3 or cancel nomination by filling form SH-14 and send the respective forms to Purva Sharegistry (India) Private Limited at 9 Shiv Shakti Industrial Estate, J R Boricha Marg, Lower Parel (E), Mumbai - 400011

or email the scanned copy to support@purvashare.com. The forms for updating the same are available at www.deltacorp.in and on the website of our RTA at <https://www.purvashare.com> on or after 01st October, 2023, in case any of the above cited documents/details are not available in the Folio(s), RTA shall be constrained to freeze such Folio(s). Members are requested to quote their Folio Numbers/Client ID/DP ID and contact details in all correspondence and consolidate their holdings into one Folio in case they hold share under multiple Folios in the identical order of names.

Any payments including dividend in respect of such frozen folios shall only be made electronically with effect from 1st April, 2024, upon registering the required details. The said physical folios shall be referred by the Company or RTA to the administering authority under the Prohibition of Benami Property Transactions Act, 1988 and/or Prevention of Money-Laundering Act, 2002, if they continue to remain frozen as on 31st December, 2025.

As per SEBI Circular No SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June, 2024

- i) Non submission of 'choice of nomination' shall not result in freezing of Demat

Accounts of existing security holders

- ii) Security holders holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as well as to lodge grievance or avail any service request from the RTA even if 'choice of nomination' is not submitted by these security holders.

- iii) payments including dividend, interest or redemption payment withheld presently by the Listed Companies/RTAs, only for want of 'choice of nomination' shall be processed accordingly.

Notwithstanding the above, all new investors shall continue to be required to mandatorily provide the 'Choice of Nomination' for demat accounts (except for jointly held Demat Accounts)

15. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website www.deltacorp.in and on the website of the Company's RTA www.purvashare.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

16. SEBI vide its notification dated 24th January, 2022 has mandated that all requests for transfer of securities including transmission and transposition shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with the physical shares and avail various benefits of dematerialization members are advised to dematerialise the shares held by them in physical form. members can contact the Company or Purva Sharegistry (India) Private Limited for assistance in this regard.

17. SEBI has recently launched its new Investor website at <https://investor.sebi.gov.in/>. The said website contains information on personal finance and investment useful for existing and new investors. It also includes videos prepared by MIIs related to securities market process education and awareness messages. The SEBI Investor Website aims to assist individuals in taking control of their money, leading to better outcomes in their investment journey. It offers guidance on managing money well and making sound financial decisions independently. The financial awareness content, tools, and calculators available on the website can help people of all ages, backgrounds, and incomes to be in control of their financial decisions. The SEBI Investor website promotes confident and informed participation by investors in the securities market.

18. The Company has appointed Mr. Ashish Kumar Jain (Membership No. 6058 and CP No. 6124) of M/s A.K. Jain & Co. to act as the Scrutinizer to scrutinize the entire e-Voting process in a fair and transparent manner.
19. The venue of the meeting shall be deemed to be the Registered Office of the Company.
20. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. Friday, 16th August, 2024, may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA at support@purvashare.com. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholder holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Friday, 16th August, 2024 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
21. Since the AGM will be held through VC/OAVM, the route map is not annexed to this Notice.
22. The Certificate from Secretarial Auditors of the Company, M/s A. K. Jain & Co. with regard to DELTACORP ESOS 2009 and Delta Employees Stock Appreciation Rights Plan 2019 will be made available for inspection at the AGM.
23. Voting through electronic means:

In compliance with the provisions of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s), clarification(s), exemption(s) or re-enactment(s) thereof for the time being in force),

Regulation 44 of the Listing Regulations and SS – 2, the Company is providing to its members with the facility to cast their vote electronically ("remote e-Voting") using an electronic voting system provided by NSDL, on all the business items set forth in the Notice of AGM and the business may be transacted through such remote e-Voting. The instructions for remote e-Voting explain the process and manner for generating/ receiving the password and for casting of vote(s) in a secure manner. However, the members are requested to take note of the following items:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-Voting period begins on Monday, 19th August, 2024 at 09:00 A.M. and ends on Thursday, 22nd August, 2024 at 05:00 P.M. The remote e-Voting module shall be disabled by NSDL for voting thereafter. The members, whose names appear in the Register of Members/Beneficial Owners as on the cut-off date i.e. Friday, 16th August, 2024, may cast their vote electronically. 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 Friday, 16th August, 2024.

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 and joining virtual meeting 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 data-bbox="502 321 1444 590">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' 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 "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="502 596 1444 685">If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="502 692 1444 982">Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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 & voting during the meeting. <li data-bbox="502 988 1444 1087">Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="display: flex; justify-content: space-around; align-items: center;"> <div data-bbox="1209 990 1305 1017" style="text-align: center;">  </div> <div data-bbox="1326 990 1437 1017" style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 5px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li data-bbox="502 1114 1444 1259">Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. <li data-bbox="502 1265 1444 1466">After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. <li data-bbox="502 1473 1444 1562">If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. <li data-bbox="502 1568 1444 1730">Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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 & 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.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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 :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if 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.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on 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.com 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.
- 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 secretarial@deltin.com with a copy marked to evoting@nsdl.com. 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 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 or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Pallavi Mhatre) at evoting@nsdl.com.

STEP 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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.

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 secretarial@deltin.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 secretarial@deltin.com.
3. 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.
4. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-Voting by providing above mentioned documents.
5. In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. 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.

3. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join 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. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request, along with the questions, from their registered e-mail id mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. at secretarial@deltin.com on or before Monday, 12th August, 2024. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers/questions depending on the availability of time for the AGM.

In case of any grievances connected with facility for e-Voting, please contact

- A. Pallavi Mhatre,
Senior Manager
e-Voting Helpdesk
National Securities Depositories Limited
Email: evoting@nsdl.com
Phone: 022 - 4886 7000/ 022 - 2499 7000
- B. Dilip Vaidya,
Company Secretary &
Vice President - Secretarial
Delta Corp Limited
Corporate Office:
Delta House, Hornby Vellard Estate,
Next to Copper Chimney, Dr. Annie Besant Rd,
Worli, Mumbai – 400 018.
Email: secretarial@deltin.com
- C. Deepali Dhuri.
Purva Sharegistry (India) Pvt. Ltd.
Registered Office:
Unit No. 9, Ground Floor, Shiv Shakti Ind. Estt,
J. R. Boricha Marg, Lower Parel East,
Mumbai - 400011
Email: support@purvashare.com
Phone: 022-3199 8810 / 022- 4961 4132

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

Item No. 4

In terms of Regulation 17(1D) of the Listing Regulations, the continuation of a Director on the board of directors of a listed entity as on 31st March 2024, without the approval of the members for the last five years or more shall be subject to the approval of members in the first general meeting to be held after 31st March 2024 and thereafter at least once in every five years.

In the aforesaid context, approval of the members of the Company is sought for continuation of Mr. Jaydev Mody as Non-Executive Non-Independent Director and Chairman of the Company, liable to retire by rotation.

Except Mr. Jaydev Mody and his relatives, none of the Directors and Key Managerial Personnel of the Company

and their respective relatives are, in anyway, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution set out at Item No. 4 of this Notice.

The Board recommends the resolution at Item No. 4 of this Notice for approval of members.

Item No. 5

The board of directors, upon recommendation of the Nomination, Remuneration and Compensation Committee (NRC Committee) appointed Mrs. Tara Subramaniam (DIN: 07654007) as an Additional Director (Non-Executive) of the Company and also as an Independent Director, not being liable to retire by rotation, for a first term of five years commencing from 9th July, 2024 to 8th July, 2029 (both days inclusive)

As per Section 161(1) of the Act, Mrs. Tara Subramaniam being an Additional Director, holds office upto this AGM of the Company and is eligible to be appointed as a Director of the Company. The Company has received a notice in writing from a member of the Company in terms of Section 160(1) of the Act proposing her candidature for the office of a Director of the Company. Mrs. Tara Subramaniam has consented to act as a Director of the Company.

Further, in terms of Section 149 and other applicable provisions of the Act and as per the criteria set out under the Listing Regulations, Mrs. Tara Subramaniam is eligible to be appointed as an Independent Director of the Company and has given necessary declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act and under Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, she has also given a declaration that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Mrs. Tara Subramaniam has further provided a confirmation that she has registered herself with the Independent Directors' data bank maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mrs. Tara Subramaniam, fulfills all the criteria prescribed in the Act, Rules framed therein and the Listing Regulations for appointment as an Independent Director.

In accordance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the Listing Regulations, members' approval is being sought for appointment of Mrs. Tara Subramaniam as the Director and Independent Director of the Company for a first term

of five years commencing from 9th July 2024 to 8th July, 2029 (both days inclusive).

Except Mrs. Tara Subramaniam and her relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in anyway, concerned or interested, financially or otherwise, in the aforesaid Special Resolution set out at Item No. 5 of this Notice.

Item No. 6

The board of directors, upon recommendation of the Nomination, Remuneration and Compensation Committee (NRC) Committee appointed Mr. Pankaj Razdan (DIN: 00061240) as an Additional Director (Non-Executive) of the Company and also as an Independent Director, not being liable to retire by rotation, for a first term of five years commencing from 9th July, 2024 to 8th July, 2029 (both days inclusive).

As per Section 161(1) of the Act, Mr. Pankaj Razdan being an Additional Director, holds office upto this AGM of the Company and is eligible to be appointed as a Director of the Company. The Company has received a notice in writing from a member of the Company in terms of Section 160(1) of the Act proposing his candidature for the office of a Director of the Company. Mr. Pankaj Razdan has consented to act as a Director of the Company.

Further, in terms of Section 149 and other applicable provisions of the Act and as per the criteria set out under the Listing Regulations, Mr. Pankaj Razdan is eligible to be appointed as an Independent Director of the Company and has given necessary declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and under Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, he has also given a declaration that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Pankaj Razdan has further provided a confirmation that he has registered himself with the Independent Directors' data bank maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Pankaj Razdan, fulfills all the criteria prescribed in the Act, Rules framed therein and the Listing Regulations for appointment as an Independent Director.

In accordance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the

Listing Regulations, members' approval is being sought for appointment of Mr. Pankaj Razdan as the Director and Independent Director of the Company for a first term of five years commencing from 9th July, 2024 to 8th July, 2029 (both days inclusive).

Except Mr. Pankaj Razdan and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in anyway, concerned or interested, financially or otherwise, in the aforesaid Special Resolution set out at Item No. 6 of this Notice.

Item No. 7

Presently, the Company's Registered Office is located at 10, Kumar Place, 2408, General Thimayya Road, Pune-411001. The board of directors of your Company at their meeting held on 8th May, 2024 has decided to shift the Registered Office of the Company from Company from the city of Pune, Maharashtra to the city of Mumbai, Maharashtra i.e. from the jurisdiction of Registrar of Companies, Pune to the jurisdiction of Registrar of Companies, Mumbai to carry on the business of the Company more economically and efficiently and with better operational convenience.

Since the proposed shifting of registered office results in change in the jurisdiction of the Registrar of Companies within the same State, as per provisions of Section 12 and 13 of the Act and provisions of Rule 28 of Companies (Incorporation) Rules, 2014, consent of the members of the Company is sought by way of special resolution and subject to confirmation by the Ministry of Corporate Affairs and Regional Director, Western Region, Mumbai, Maharashtra.

As per provisions of Section 12 and 13 and other applicable provisions, if any, of the Act and rules made thereunder, shifting of Registered Office of the Company outside the local limits but within the same State requires approval of the members by way of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in anyway, concerned or interested, financially or otherwise, in the aforesaid Special Resolution set out at Item No. 7 of this Notice.

By Order of the Board of Directors

Dilip Vaidya
Company Secretary &
Vice President - Secretarial
FCS No: 7750

Place : Mumbai
Date: 9th July, 2024

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT/APPOINTMENT AT THE 33RD AGM [PURSUANT TO REGULATION 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AND SECRETARIAL STANDARD ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA]

Name of Director:	Mr. Ashish Kapadia
DIN:	02011632
Date of 1 st Appointment:	01 st October, 2008
Age:	54
Qualification:	Bachelor's degree in Commerce.
Experience/brief profile:	Mr. Ashish Kapadia holds a bachelor's degree in commerce from Madurai Kamaraj University. Mr. Kapadia has been Managing Director of Delta Corp Limited since April 2009. Under his leadership the company has grown to what it is today. He has significant experience across sectors such as gaming, hospitality, real estate, paints, textiles, financial services and civil aviation.
Terms and conditions of re-appointment along with details of remuneration sought to be paid:	Liable to retire by rotation
Last Drawn Remuneration (for FY 2023-24):	₹ 5.04 Crores (Includes perquisites on account of exercise of ESAR)
Relationship with Other Directors, Manager and Other Key Managerial Personnel of the Company:	None
Shareholding in the Company (Individually or Jointly):	2,40,000 Equity Shares of ₹ 1/- each
Number of Meetings of the Board Attended during the Year:	8
List of Directorships in other companies:	Raymond Limited J M Livestock Private Limited Newplaza Multitrade Private Limited Myra Mall Management Company Private Limited Jayem Properties Private Limited Deltatech Gaming Limited First Eagle Capital Advisors Private Limited Goodluck Renewable Energy Resources Private Limited Goan Football Club Private Limited Lakeview Mercantile Company Private Limited Harborpeak Real Estate Private Limited Foreign Companies: Delta Hotels Lanka (Pvt) Ltd J M Holding Lanka (Pvt) Ltd Delta Gaming and Entertainment Lanka (Pvt) Ltd
List of Committee Chairmanship / Membership in other companies:	Raymond Limited Chairmanship Corporate Social Responsibility Committee Membership: Audit Committee Stakeholders Relationship Committee Nomination And Remuneration Committee Myra Mall Management Company Private Limited Chairmanship: Corporate Social Responsibility Committee Deltatech Gaming Limited Membership: Allotment Committee Corporate Social Responsibility Committee General Purpose Committee
Listed entities from which the person has resigned in last three years:	None

Name of Director:	Mr. Jaydev Mody
DIN:	00234797
Date of 1 st Appointment:	15 th March, 2007
Age:	69
Qualification:	Mr. Jaydev Mody has completed his graduation in Arts from the Mumbai University
Experience/brief profile:	Mr. Jaydev Mody has been creating, developing and managing businesses for more than 40 years, spending over 25 years of them in real estate development. He played a pivotal role in building and developing India's first global mall 'Crossroads' in South Mumbai. A Humanities graduate from Mumbai University, Mr. Mody has been instrumental in the development of several large residential and commercial complexes and retail destinations in and around Mumbai. Some of them are Peninsula Corporate Park, Ashok Towers, Ashok Gardens and Peninsula IT Park, which are all established Mumbai landmarks today. He is a first generation entrepreneur and has interest in various businesses, including gaming and hospitality, textiles and magnet manufacturing. His keen eye and out-of-the-box thinking has helped him identify lucrative business opportunities and he has pioneered several first-of-its kind ventures.
Terms and conditions of re-appointment along with details of remuneration sought to be paid:	Liable to retire by rotation
Last Drawn Remuneration (for FY 2023-24):	₹ 0.08 Crores by way of Sitting Fees
Relationship with Other Directors, Manager and Other Key Managerial Personnel of the Company:	None
Shareholding in the Company (Individually or Jointly):	3,00,200 Equity Shares of ₹ 1/- each
Number of Meetings of the Board Attended during the Year:	8
List of Directorships in other companies:	Royal Western India Turf Club Limited Delta Manufacturing Limited Deltatech Gaming Limited Alibagh Farming and Agriculturist Company Private Limited. Aarti Pandit Family Private Limited Aditi Mody Family Private Limited Anjali Mody Family Private Limited J M Livestock Private Limited. JZ Mody Family Private Limited First Eagle Capital Advisors Private Limited Goan Football Club Private Limited J M Township And Real Estate Private Limited Bayside Properties Private Limited Lakeview Mercantile Company Private Limited Outreach Mercantile Company Private Limited Myra Mall Management Company Private Limited Jayem Properties Private Limited West Star Agro Realties Private Limited Foreign Companies: Rhine Estates Limited (formerly known as MagDev Limited), UK J M Holding (USA) Inc J M Holding Ltd (UAE) Delta Hotels Lanka (Pvt) Ltd J M Holding Lanka (Pvt) Ltd Delta Gaming and Entertainment Lanka (Pvt) Ltd
List of Committee Chairmanship / Membership in other companies:	Delta Manufacturing Limited Chairmanship: Stakeholders Relationship Committee Investment, Borrowing and General Purpose Committee Allotment Committee Membership: Nomination and Remuneration Committee Deltatech Gaming Limited Chairmanship: Allotment Committee General Purpose Committee Corporate Social Responsibility Committee
Listed entities from which the person has resigned in last three years:	None

Name of Director:	Mrs. Tara Subramaniam
DIN:	07654007
Date of 1 st Appointment:	9 th July, 2024
Age:	71
Qualification:	Bachelor's degree course in law from University of Mumbai
Experience/brief profile:	Mrs. Tara Subramaniam has over 40 years of work experience in banking, real estate, project financing, and business development. She attended a bachelor's degree course in law from the University of Bombay. She was associated with JM Financial Group as a managing director, SGE Advisors (India) Private Limited as a director and was employed by Housing Development Finance Corporation Limited. She is also a director on the board of directors of Restaurant Brands Asia Limited (formerly, Burger King India Limited), JM Financial Home Loans Limited, Tips Industries Limited and Vascon Engineers Limited. She was a Maha RERA Conciliator for over two years. She was a member of the governing council of the National Real Estate Development Council (NAREDCO) under the aegis of Housing Ministry Govt of India and has also served as the Founder President and member of MAHI, the women's wing of NAREDCO.
Terms and conditions of re-appointment along with details of remuneration sought to be paid:	Non-Executive, Independent Director not liable to retire by rotation.
Last Drawn Remuneration (for FY 2023-24):	Nil
Relationship with Other Directors, Manager and Other Key Managerial Personnel of the Company:	None
Shareholding in the Company (Individually or Jointly):	Nil
Number of Meetings of the Board Attended during the Year:	None
List of Directorships in other companies:	Restaurant Brands Asia Limited JM Financial Home Loans Limited Tips Industries Limited Vascon Engineers Limited Punjab Chemicals and Crop Protection Limited Nisus Finance Services Co. Private Limited
List of Committee Chairmanship / Membership in other companies:	Restaurant Brands Asia Limited Chairperson: Audit Committee Borrowing, Investment, Loans and Finance Committee Fund Raising Committee Membership: Stakeholders Relationship Committee Risk Management Committee JM Financial Home Loans Limited Membership: Asset Liability Management Committee Risk Management Committee Compromise and Settlement Committee Issuance, Allotment and Borrowing Committee Vascon Engineers Limited Membership: Audit Committee Stakeholders Relationship Committee Tips Industries Limited Chairperson: Audit Committee Nomination and Remuneration Committee Membership: Corporate Social Responsibility Committee Risk Management Committee Punjab Chemicals and Crop Protection Limited Membership: Audit Committee Stakeholders Relationship Committee Risk Management Committee
Listed entities from which the person has resigned in last three years:	None

Name of Director:	Mr. Pankaj Razdan
DIN:	00061240
Date of 1 st Appointment:	9 th July, 2024
Age:	55
Qualification:	Bachelor's degree in science from University of Pune and a bachelor's degree in science (technology) from Watumull Institute of Electronic Engineering and Computer Technology of University of Mumbai.
Experience/brief profile:	<p>Mr. Pankaj Razdan is a seasoned leader with over two decades of extensive experience in the Financial Services industry. His expertise spans prominent institutions such as Edelweiss Wealth, Aditya Birla Capital, ICICI Prudential Asset Management Co. Ltd., and the Karvy Group. Known for his exceptional ability to drive above-average growth through strong customer and distributor relationships, Mr. Razdan has significantly influenced the growth trajectories of these organizations.</p> <p>In his most recent role as Vice Chairman and Managing Director at Edelweiss Wealth, Mr. Razdan demonstrated his strategic acumen and leadership capabilities. Prior to this, he served as the Managing Director and Chief Executive Officer of Aditya Birla Sun Life Insurance Co. Ltd., where he was instrumental in shaping and executing the company's vision. Since joining the Aditya Birla Financial Services Group (now Aditya Birla Capital) in 2007, Mr. Razdan has been a pivotal figure, steering key financial services verticals and driving strategic initiatives.</p> <p>During his tenure at Aditya Birla Capital, Mr. Razdan oversaw businesses including Asset Management, Offshore, Distribution, Broking, Wealth Management, Capital Markets, and Real Estate Private Equity. He played a key role in planning and executing new business ventures, contributing significantly to the group's expansion into new financial services domains. His efforts resulted in remarkable achievements, such as substantial growth in size, profitability, and market ranking of the asset management and life insurance businesses, and the launch of six new business lines within three years.</p> <p>Before his tenure at Aditya Birla, Mr. Razdan was the Managing Director of Prudential ICICI Asset Management Company. Under his leadership, the company ascended to the top position in the mutual fund industry, a first in the industry's history. His career began as an engineer at Nelco Ltd in 1992, followed by various roles at Karvy Group, where he commenced his journey in financial services.</p> <p>Mr. Razdan's accomplishments have earned him several accolades, including being recognized as one of India's hottest young executives by Business Today in 2008. He is a graduate in electronics from Pune University and holds a postgraduate degree in electronics engineering from Watumull Institute of Electronic Engineering and Technology. He has also completed management development programs at IIM Ahmedabad and leadership training at the Centre of Leadership, USA.</p>
Terms and conditions of re-appointment along with details of remuneration sought to be paid:	Non-Executive, Independent Director not liable to retire by rotation.
Last Drawn Remuneration (for FY 2023-24):	Nil
Relationship with Other Directors, Manager and Other Key Managerial Personnel of the Company:	None
Shareholding in the Company (Individually or Jointly):	Nil
Number of Meetings of the Board Attended during the Year:	None
List of Directorships in other companies:	Rifflabs Private Limited
List of Committee Chairmanship / Membership in other companies:	None
Listed entities from which the person has resigned in last three years:	Nuvama Wealth Management Limited