

KRA Leasing Limited

CIN-L65993DL1990PLC039637

Regd. Office:-C-20,SMA, Co-Operative Industrial Estate, G T Karnal Road,Delhi-110033

Website: www.kraleasing.com: Ph:+91-124-4746817

Corp. Office: Plot No.03, Sector-11, IMT Manesar, Gurugram, Haryana-122050

NOTICE

Notice is hereby given that 32nd Annual General Meeting of the members of KRA Leasing Limited will be held on Thursday, September 30, 2021 at C-20, SMA Co-operative Industrial Estate, G T Karnal Road, Delhi-110033 at 11:00 A.M. through Audio Visual Mode to transact the following businesses: -

ORDINARY BUSINESS:-

1. To consider and adopt:-
 - a) The audited financial statement of the company for the financial year ended March 31,2021,the reports of the Board of Directors and Auditors thereon ; and
 - b) The audited consolidated financial statement of the company for the financial year ended March 31, 2021 and Auditors report thereon.
2. To appoint director in place of Mr. Sri Krishan Mehra (DIN: 00058213), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

Special Business: -

3. To Appoint auditor's and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“Resolved that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013, and pursuant to the recommendation of the Audit Committee M/s. AAAM & Co. LLP, Chartered Accountants, Noida, UP, (Firm Registration No.: 008113/C400292) be and hereby appointed as the Statutory Auditors of the company in place of M/s Arun K Maheshwari & Co, Chartered Accountants, New Delhi (Firm Registration No: 021421IN), to hold office for 5 years, from the conclusion of this Annual General Meeting until the conclusion of the 37th Annual General Meeting, on remuneration of INR 60,000/- (Rupees Sixty Thousand Only) (excluding out of pocket expenses) and such remuneration may be paid on such basis to be agreed upon between the auditors and the Board of Directors of the Company.”

4. To approve and ratify the related party transaction for the financial year 2020-21 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

“Resolved that pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable rules under Companies (Meeting of Board and its Powers) Rules, 2014 and in terms of Regulation 23 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 executed with Stock Exchange (Including any amendment, modification or re-enactment thereof), consent of the member of the Company be and is hereby accorded to approve and ratify the related party transactions/excess related party transactions carried out during the year 2020-21 between Company and other related parties as mentioned below:

Name of the Related Party and Nature of Interest	Nature of transaction	Amount in Rs.
Jaquar and Company Private Limited (Company Under Same Management)	Loan Granted	50 Lacs
G R Sales Private Limited Company Under Same Management	Loan Granted	4.40 Crore

Resolved further that Mr. Rajesh Mehra, Managing Director of the Company be and is hereby authorized to sign any document on behalf of the Company and take necessary steps and to do all acts, deeds and things as may be necessary and incidental to give effect to this resolution.”

5. To approve proposed related party transaction(s) for the financial year 2021-22 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:-

“**Resolved that** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable rules under Companies (Meeting of Board and its Powers) Rules, 2014 and in terms of Regulation 23 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 executed with Stock Exchange (Including any amendment, modification or re-enactment thereof), consent of the members of the Company be and is hereby accorded to the Board of directors of the company to enter into contract(s)/arrangement(s)/transaction(s) with following, a related party within the meaning of Section 2(76) of the Companies Act, for following purposes, on such terms and conditions as the Board of Directors may deem fit, upto a maximum aggregate value as enumerated below for the financial year 2021-22, provided that the said contract(s)/arrangement(s)/transaction(s) so carried out shall be at arm’s length basis and in the ordinary course of business of the Company:

Name of the Related Party and Nature of Interest	Nature of transaction	Maximum Amount in Rs.
Jaquar and Company Private Limited (Company Under Same Management)	Loan Facility	10 Crore
Jai Kaur Enterprises Private Limited (Company Under Same Management)	Loan Facility	10 Crore
G R Sales Private Limited (Company Under Same Management)	Loan Facility	05 Crore
Prompt Capital and Finser Private Limited (Company Under Same Management)	Loan Facility	05 Crore

Resolved further that Mr. Rajesh Mehra, Managing Director of the Company be and is hereby authorized to sign any document on behalf of the Company and take necessary steps and to do all acts, deeds and things as may be necessary and incidental to give effect to this resolution.”

For KRA Leasing Limited

Sd/-

Ridhima Gupta

Company Secretary & Compliance Officer

Membership No:–ACS-61965

Date: 01st September 2021

Place: Gurugram

Notes:-

1. In massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and in continuation of earlier circulars Ministry of Corporate Affairs vide its General Circular No.02/2021 dated 13th January, 2021 allowed to hold Annual General Meeting through Video Conferencing (VC) or other audio visual means (OAVM) in accordance with the requirements provided in paragraph 3 and 4 of the General Circular No. 20/2020 dated May 05, 2020, therefore physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, AGM of the Company is being conducted through VC/OAVM hereinafter called as 'e-AGM'.
3. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. **Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
4. Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email through its registered email address to fcsdebasis@gmail.com.
5. Brief details of the director, who is being re-appointed are annexed here to as per requirements of regulation 36(3) of the SEBI Listing Regulations and as per provisions of the Act.
6. The facility of joining the AGM through VC/OAVM will be opened 15 minutes before and will be open upto 15 minutes after the scheduled start time of the AGM, i.e., from 10.45 A.M to 11.15 A.M. and will be available on a first come first-served basis. This rule would however not apply to participation of shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key and senior managerial personnel, auditors, etc.
7. Institutional investors, who are members of the Company are encouraged to attend and vote at the AGM of the Company.
8. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company. Members are requested to keep the same updated.
9. SEBI has mandated the submission of Permanent Account Number (PAN) by every person dealing in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or RTA.
10. In terms of sections 101 and 136 of the Act, read with the rules made thereunder, the listed companies may send the notice of AGM and the annual report, including financial statements, boards' report, etc. by electronic mode & also through courier. Members may

note that the Notice and Annual Report for FY2021 will also be available on the Company's website and also website of the stock exchange.

11. To receive communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. In case of shares held in physical form, members are advised to register their e-mail address with RTA. Members are requested to register their email id and support the green initiative efforts of the Company.
12. Members are requested to support our commitment to environment protection by choosing to receive the Company's communication through email going forward.
13. **With a view to enable the Company to serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.**
14. SEBI vide its notification dated 8th June 2018 as amended on 30th November 2018, has stipulated that w.e.f. 01st April 2019, the transfer of securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialized form. The Company has complied with the necessary requirements as applicable, including sending of letters to shareholders holding shares in physical form and requesting them to dematerialize their physical holdings.
15. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
16. The Company has been maintaining, inter-alia, the following statutory registers at its registered office. In accordance with the MCA Circulars, the said registers will be made accessible for inspection through electronic mode and shall remain open and be accessible to any member during the continuance of the meeting.
17. Members who would like to ask questions on the items of the businesses to be transacted at the meeting can send their questions in advance by emailing to krleasing1990@gmail.com mentioning their name, demat account no./Folio no., e-mail Id, mobile number, etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the meeting.
18. Members holding shares in physical form are advised to file nomination in the prescribed Form SH-13. In respect of shares held in electronic/demat form, the members may please contact their respective depository participant.
19. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
20. In case a person becomes a member of the Company after dispatch of AGM Notice, and is a member as on the cut-off date for e voting, such person may obtain the user id and password from RTA or by email requesttokrleasing1990@gmail.com.
21. Only those members/shareholders, who will be present in the AGM through video conferencing facility and **have not cast their vote through remote e-voting** and are otherwise not barred from doing so are eligible to vote through e-voting at the AGM. However, members who have voted through remote e-voting may attend the AGM.
22. Members attending the AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.

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

23. Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under member login by using the remote e-voting credentials. The link for VC/OAVM will be available in member login under Live Streaming option where the EVSN is displayed.
24. Members are encouraged to join the Meeting through Laptops/IPads for better experience.
25. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
26. 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.
27. Members/viewers/Attendee to download the software/app of zoom in advance & ready to connect fast for meeting.
28. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, e mail id, mobile number at (company email id).
29. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
30. Upon declaration by the Chairman about the commencement of e-voting at AGM, members shall click on the thumb sign on the left bottom corner of the video screen for voting at the e-AGM, which will take them to the 'Insta-poll' page.
31. Members to click on 'Insta-poll' icon to reach the resolution page and follow the instructions to vote on there solutions.
32. **BOOK CLOSURE:-**The Company has notified closure of Register of Members and Share Transfer Books from **Friday, September 24th 2021 to Thursday, September 30th 2021**(both days inclusive) for determining the names of members eligible for Annual General Meeting.
33. Kindly note that once you have cast your vote through e-voting process, you cannot modify or vote on poll at the Annual General Meeting. However, you can attend the meeting and participate in the discussions, if any.
34. Voting rights shall be reckoned on the paid-up value of the shares registered in the name(s) of the Shareholders(s) on the cut-off date, i.e. 23rd September 2021.
35. The voting period commence on 27th September, 2021 (09:00 AM) and ends on the close of 29th September 2021 (5.00 PM). The e- voting module shall also be disabled by CDSL for voting thereafter.
36. The Scrutinizer will submit his report to the Managing Director or the Company Secretary of the Company after completion of the scrutiny of the e-voting and the results of the e-voting will be announced at both the registered office and corporate office on 1st October 2021. The results of the e-voting will also be posted on the Company's website www.kraleasing.com and communicated to the stock exchanges where the Company's shares are listed.

37. As required by Rule 20(3)(V) and Rule 22 (3) of the Companies (Management & Administration) Rules 2014, details of dispatch of AGM Notice to the Shareholders will be published in at least one English language and one vernacular language newspaper circulating in Delhi.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

38. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
39. Only those members, who are 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 available during the AGM.
40. If any votes are cast by the members through the e-voting available during the AGM and if the same member have not participated in the meeting through VC/OAVM facility , then the votes cast by such member shall be considered invalid as the facility of e-voting during the meeting is available only to the member attending the meeting.
41. 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.
42. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

Instructions for E-voting

The Instructions for Share holders voting electronically are as under:-

- i. The voting period begins on **Monday, 27th September, 2021 (09:00 AM) and ends on Wednesday, 29th September, 2021 (5.00 PM)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date viz. Thursday, **23rd September, 2021** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. To initiate the voting process log on to the e-voting website www.evotingindia.com
- iii. Click on “Shareholders” tab to cast your vote.
- iv. Thereafter enter User ID as under: -
- For CDSL:16 digits beneficiary ID
 - For NSDL:8 Character DP ID followed by 8 Digits Client ID
 - Members holding shares in physical form should enter folio number registered with the Company
- v. Next enter the image verification Code as displayed and click on “Login” tab.
- vi. If you are holding shares in dematerialized form and had earlier logged on to www.evotingindia.com and casted your vote for any company electronically, then your existing password is to be used.

If you have forgotten the changed password then enter User ID and the image verification code and click on forgot password tab. Enter the details as prompted by the system.

vii. If you are first time user, then fill up the following details in the appropriate boxes:

For Members holding shares in Demat Form and Physical Form

PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or Company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (iv)

viii. After entering these details appropriately, click on "SUBMIT" tab.

ix. Members holding shares in physical form will then reach directly to the Company selection screen. However, members holding shares in demat form will now reach "Password Creation" menu where in they are required to mandatorily change their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting or resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

x. For members holding shares in physical form, the detail scan be used only for remote e-voting on there solutions contained in this notice.

xi. Now select the relevant Electronic Voting Sequence Number (EVSN) along with "Company Name" on which you choose to vote.

xii. On the voting page, you will see "Resolution Description" and against the same the option "YES/NO" for voting. Select the option "YES" or "NO" as desired.The option "YES" implies that you assent to the resolution and option "NO" implies that you dissent to the resolution.

xiii. Click on the "Resolutions File Link" if you wish to view the entire resolutions.

xiv. After selecting the resolution you have decided to vote on, click the "SUBMIT" tab. A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xv. Once you confirm your vote on there solution, you will not be allowed to modify your vote.

- xvi. You can also take out print of the voting done by you by clicking on “Click here to print” option on the voting page.
- xvii. Additional instructions for non-individual shareholders and custodians
 - a. Non-individual shareholders (i.e. other than individuals, HUF, NRI etc.) and custodians voting for the first time are required to log on to www.evotingindia.com and register themselves as Corporate. Corporate and custodians already registered with CDSL should use their existing login details.
 - b. After registering online, scanned copy of the registration form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - c. The admin login details will be sent by CDSL. After receiving these details, create a compliance user. The compliance user would be able to link the account(s) for which they wish to vote on.
 - d. The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - e. A scanned copy of the Board Resolution and Power of Attorney which they have issued in favor of the custodian/ authorized person, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xviii. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix. In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under “Help” section or write an email to helpdesk.evoting@cdslindia.com.

Explanatory Statement as Required under section 102 of the Companies Act, 2013

Item No.3 Appointment of Statutory Auditors due to Resignation of Previous Auditor of the Company

As per Section 139 of the Companies Act, 2013, Arun K Maheshwari and Co. Chartered Accountants, New Delhi was appointed as Statutory Auditors of the Company in the Annual General Meeting of the Company held on 29th September, 2017 for a period of five consecutive years to hold the office till the conclusion of 33rd Annual General Meeting. However Arun K Maheshwari and Co have tendered their resignation with effect from the conclusion of 32nd Annual General Meeting of the Company vide their resignation letter dated 12th August 2021 along with the reasons as specified in the Annexure-1 pursuant to SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019. As a result, casual vacancy as per the provisions of Section 139 (8) of the Companies Act, 2013 was created.

In order to fill such casual vacancy the Board of Directors of the Company has approached M/s. AAAM & Co. LLP, Chartered Accountants, Noida, UP, (Firm Registration No.: 008113/C400292). The proposed Auditor has given their consent vide letter dated 14th August 2021 and confirmed that they are not disqualified to act as Statutory Auditors of the Company in accordance to the provisions of Section 141 of the Companies Act, 2013. They further confirmed that their appointment, if made, is within the limit of the Section 139 of the Companies Act, 2013.

The Board of Directors in their meeting held on 01st September, 2021 upon the recommendation of the Audit Committee of the Company in pursuance of Section 177 of the Companies Act, 2013 has approved the proposed appointment, subject to approval of the shareholders in the ensuing Annual General Meeting of the Company to hold the office from the conclusion of 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company and recommends the same for the approval of members of the Company by Ordinary Resolution.

Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution to the extent of their shareholding and directorship in other companies, directly or indirectly.

Disclosures in pursuance of Regulation 36(5) of the SEBI (LODR) Regulations, 2015

a. Change in fee payable to New Auditor & Rationale for change: -

AAAM and Co., Chartered Accountants, Noida, UP is a firm having 14 partners. CA Atul Agrawal is Qualified Chartered Accountant in the year 1997. He has rich experience in the field of Concurrent Audit and Statutory Audit of Banks and Public Sector Undertakings. Being an NBFC, Company will utilize his experience with Banks as Statutory Auditor in order to enhance the operational activity in the finance field. He has also worked as a member of committee, duly appointed by Hon'ble Delhi High Court for the purpose of settling claims of companies under liquidation.

The Company had paid INR 25,000/- to previous Auditor as Statutory fee and now proposed to pay INR 60,000/- considering the size and experience of the proposed Auditor Firm.

b. Basis of recommendation for appointment & details of credentials

Considering the rich experience of the above mentioned firm with Banks as Statutory Auditors, the Audit Committee and Board has recommended the appointment of such firm as Statutory Auditors.

Item No.4 To approve and ratify the Related Party Transaction for the financial year 2020-21.

Pursuant to provisions of Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations, 2015 the shareholders by way of Ordinary Resolution should approve all the material related party transactions of a listed company.

Since the related party transaction for the financial year 2020-21 is between the Companies/Firms which are related parties as per the provisions of Section 2(76) of the Companies Act, 2013 the executed/proposed, rendering of services and loans would attract provisions of Section 188 of the Companies Act, 2013 and therefore require shareholder's approval.

The disclosure required being provided under the provisions of the Companies Act, 2013 and the Companies (Meeting of Board and its Powers) Rules, 2014 are given below for perusal of the members: -

1. Name of the related party and nature of relationship: As per table below
2. Name of the Director or key managerial personnel who is related, if any: As per table below
3. Nature, material terms, monetary value and particulars of the contract or arrangement: As per table below.
4. Any other information relevant or important for the members to take a decision on the resolution: NIL

Name of the Related Party	Name of the Director or KMP who are interested	Nature of relationship	Nature of Transaction	Terms	Monetary Value
Jaquar and Company Private Limited	Rajesh Mehra Ajay Mehra Sri Krishan Mehra	Company under Same Management	Loan	Unsecured Loan at a rate of interest which would not prejudice the interest of the lending Company	50 Lacs
G R Sales Private Limited	Rajesh Mehra Ajay Mehra Sri Krishan Mehra	Company under Same Management	Loan	Unsecured Loan at a rate of interest which would not prejudice the interest of the lending Company	4.40 Crore

It is also to be noted that Company by way of postal ballot notice dated 18th November, 2020 has taken approval of proposed related party transaction amounting to INR 15 Crore as loan with Jaquar and Company Private Limited. However Company has sanctioned loan INR 15.50 Crore, which exceeds the approved limit. However in case of transaction with G R Sales Private Limited Company has granted loan of INR 4.40 Crore without approval of Shareholders of the Company.

Therefore in order to comply provisions of Regulations 23 of SEBI (LODR), Regulations, 2015 read with Section 188 of the Companies Act, 2013, Audit Committee and Board approved these executed transactions in their meeting held on 30th August, 2021 and recommends the same for the approval of members of the Company by Ordinary Resolution.

Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution to the extent of their shareholding and directorship in other companies, directly or indirectly.

Item No. 5 To approve proposed Related Party Transaction(s) for the financial year 2021-22.

Pursuant to provisions of Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations, 2015 the shareholders by way of Ordinary Resolution should approve all the material related party transactions of a listed company.

Since the proposed related party transaction(s) for the financial year 2021-22 are between the Companies/Firms which are related parties as per the provisions of Section 2(76) of the Companies Act, 2013 the proposed rendering of services and loans would attract provisions of Section 188 of the Companies Act, 2013 and therefore require shareholder's approval.

The disclosure required being provided under the provisions of the Companies Act, 2013 and the Companies (Meeting of Board and its Powers) Rules, 2014 are given below for perusal of the members: -

1. Name of the related party and nature of relationship: As per table below
2. Name of the Director or key managerial personnel who is related, if any: As per table below
3. Nature, material terms, monetary value and particulars of the contract or arrangement: As per table below
4. Any other information relevant or important for the members to take a decision on the proposed resolution: NIL

Name of the Related Party	Name of the Director or KMP who are interested	Nature of relationship	Nature of Transaction	Terms	Monetary Value
Jaquar and Company Private Limited	Rajesh Mehra Ajay Mehra Sri Krishan Mehra	Company under Same Management	Loan	Unsecured Loan at a rate of interest which would not prejudice the interest of the lending Company	10 Crore
Jai Kaur Enterprises Private Limited	Rajesh Mehra Ajay Mehra Sri Krishan Mehra	Company under Same Management	Loan	Unsecured Loan at a rate of interest which would not prejudice the interest of the lending Company	10 Crore
G R Sales Private Limited	Rajesh Mehra Ajay Mehra Sri Krishan Mehra	Company under Same Management	Loan	Unsecured Loan at a rate of interest which would not prejudice the interest of the lending Company	05 Crore
Prompt Capital and Finser Private Limited	Rajesh Mehra Ajay Mehra Sri Krishan Mehra	Company Under Same Management	Loan	Unsecured Loan at a rate of interest which would not prejudice the interest of the lending Company	05 Crore

The Directors has approved the transaction prior to its execution and recommends the solutions as set out in the accompanying Notice for the approval of members of the Company by Ordinary Resolution.

Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution to the extent of their shareholding and directorship in other companies.

Information relating to Item No. 2 :- Details of Director seeking appointment/reappointment at the forth coming Annual General Meeting (in pursuance of Regulation 36(3) of the SEBI (LODR) Regulations, 2015) and Secretarial Standard on General Meetings (“SS-2”), issued by The Institute of Company Secretaries of India is as under”

Name of the Director	Mr. Sri Krishan Mehra
Brief Resume	Mr. Sri Krishan Mehra is Graduate. Acting as Whole Time Director in the Group Company
Age & Date of Birth	15.12.1956 64 Years
Educational Qualification	Graduate
Experience & Nature of expertise	Sri Krishan Mehra have vast experience in different intricacies of the industry including financing
Terms and Conditions of Appointment/re-appointment along with details of remuneration sought	Mr. Mehra is proposed to re-appoint as Rotational Director. No Remuneration will be paid
Last Drawn remuneration, if applicable	Not Applicable
Date of First Appointment on the Board	30 th May 2014
Disclosure of relationship between directors inter-se	Sri Krishan Mehra is relative of Mr. Ajay Mehra and Mr. Rajesh Mehra Directors of the Company.
Names of listed companies in which director hold directorship and membership of committees of the board	No other Company
Shareholding in the Company including Beneficial Ownership	351500
Directorship in other Companies	Surya Colonizers Private Limited, Jaquar and Company Private Limited, Beas Farms Private Limited, G.R. Sales Private Limited, Sanraj Farms Private Limited, SMG Enterprises Limited, Sweet Hospitality Private Limited, Jai Kaur Enterprises Private Limited
No. of Board meeting attended	07 (Seven)