

# MOHINDRA FASTENERS LIMITED

CIN: L74899DL1995PLC064215

Regd. Office: 304 Gupta Arcade, Inder Enclave, Delhi - Rohtak Road, New Delhi-110087

Website: [www.mohindra.asia](http://www.mohindra.asia) Email id: [cs@mohindra.asia](mailto:cs@mohindra.asia) Phone: +91-11- 46200400, 46200401 Fax: +91-11-46200444



To

The Head Listing & Compliance  
Metropolitan Stock Exchange of India Ltd  
Building A, Unit 205A, 2nd Floor,  
Piramal Agastya Corporate Park,  
L.B.S Road, Kurla West, Mumbai - 400070.

SUB: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Postal Ballot to members.

Pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder read with General Circulars No.14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 and No. 39/2020 dated December 31, 2020 ("MCA Circulars") issued by Ministry of Corporate Affairs, the Notice is being sent only by email to all its members who have registered their email addresses with the Company or depository(ies)/ depository participants and whose names are recorded in the Register of Members/ Beneficial owners of the Company as on the Cut-off date i.e. 16<sup>th</sup> October, 2024 ("Cut-off date")

The Board has approved appointment of scrutinizer Mr. Anand Kumar Singh, Partner of M/s Anand Nimesh & Associates, Practicing Company Secretaries, having office at G-22, Basement, Lajpat Nagar-3, New Delhi-110024, to act as Scrutinizer for the e-voting process and postal ballot for the resolutions to be passed through Postal Ballot and e-voting.

Cut-off date is Wednesday 16<sup>th</sup> October, 2024 fixed for the purpose of determining the eligibility of shareholders for sending the notice of postal ballot and voting.

E-voting will be commenced from Sunday, 20<sup>th</sup> October, 2024 to Monday, 18<sup>th</sup> November, 2024

The notice shall also be made available on the website of Company <https://mohindra.asia/mfl/postal-ballot.html>

This is for your Information and Records.

Thanking you,  
Yours Faithfully,

For and on behalf of Mohindra Fasteners Limited

*Mamta Sharma*

(Mamta Sharma)  
Company Secretary & Compliance Officer  
Date: 17/10/2024  
Place: New Delhi  
Encl.: As above



**MAMTA SHARMA** Digitally signed  
by MAMTA SHARMA  
Date: 2024.10.17  
11:28:54 +05'30'

## Postal Ballot Notice

Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ( the 'Act') read with the Companies (Management and Administration) Rules, 2014, as amended from time to time (the 'Rules') and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and other applicable laws and Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, and latest one being Circular No. 09/2023 dated September 25, 2023 and any other circular as issued by the Ministry of Corporate Affairs ('MCA') [hereinafter collectively referred to as 'MCA Circulars'], Mohindra Fasteners Limited ('the Company') is seeking the approval(s) of its Members for the matter(s) as set out in the resolution(s) appended below, through Postal Ballot by voting through electronic means ('remote e-voting' or 'e-voting').

Sl No	Particulars
1	<b>CONTINUATION OF DIRECTORSHIP OF MR. RANBIR SINGH NARANG (DIN 00250927) AS NON-EXECUTIVE NON INDEPENDENT DIRECTOR OF THE COMPANY ON ATTAINING 75 YEARS OF AGE</b>

An Explanatory Statement pertaining to the said resolution setting out the material facts and the reasons / rationale thereof form part of this Postal Ballot Notice ("the Notice" or "the Postal Ballot Notice").

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot form. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those members whose email address is registered with the Company / Depository Participant ("DP").

In compliance with the said MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories on 16<sup>th</sup> October, 2024 (“as cut-off date”) If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive user Id and password for remote e-voting. The communication of the assent or dissent of the Members would only take place through the remote e-voting.

The Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, pertaining to the said resolution, setting out the material facts and the reasons thereof, is appended to this Postal Ballot Notice. You are requested to peruse the Proposed Resolution, along with the explanatory statement and thereafter record your assent or dissent through Postal Ballot by remote e-voting facility provided by the Company.

The Board of Directors of the Company (the “Board”) has appointed Mr. Anand Kumar Singh, Partner of M/s. Anand Nimesh & Associates, Practicing Company Secretaries as Scrutinizer for conducting the Postal Ballot process in accordance with law and in a fair and transparent manner.

In compliance with the provisions of Section 108 and 110 of the Act read with the Rules and the Listing Regulations (including any statutory modification or re-enactment thereof for the time being in force), the Company is pleased to provide a facility to its Members to exercise their rights to vote on the resolution(s) proposed in the Postal Ballot notice by electronic means i.e. through remote e-voting services provided by National Securities Depository Limited (‘NSDL’).

Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice

The e-voting facility will be available during the following period:

Commencement of e-voting period	9:00 a.m. (IST) on Sunday, October 20, 2024
Conclusion of e-voting period	5:00 p.m. (IST) on Monday, November 18, 2024
Cut-off date for eligibility to vote	Wednesday, October 16, 2024

The voting shall not be allowed beyond 5:00 p.m. (IST) on Monday, November 18, 2024 and the e-voting module shall be disabled by NSDL upon expiry of aforesaid period. The e-voting facility will be disabled by NSDL immediately after 5.00 p.m. IST on Monday, November 18, 2024, and will be disallowed thereafter. Once the vote on a resolution is cast by the Members, the Members shall not be allowed to change it subsequently.

The Scrutinizer will submit his report to the Chairman of the Company (“the Chairman”) or any other person authorized by the Chairman, and the result will be announced within 48 hours from the conclusion of the e-voting period i.e. on or before 5.00 PM IST on Wednesday, November 20, 2024.

The results of voting will be announced by the Chairman of the Company or in his absence, any person authorised by him during the working hours on or before Wednesday, November 20, 2024 at the Corporate Office of the Company. The results along with the Scrutinizer's Report shall be displayed at the Registered Office and the Corporate Office of the Company. The results shall be communicated to the Stock Exchanges and the same along with the Scrutinizer's Report shall also be displayed on the Company's website [www.mohindra.asia](http://www.mohindra.asia) as well as on NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) The last date of e voting, i.e. Monday, November 18, 2024, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

The draft of the Resolutions together with the Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts concerning the proposed items of special business is enclosed.

### **SPECIAL BUSINESS**

#### **RESOLUTION NO. 1 CONTINUATION OF DIRECTORSHIP OF MR. RANBIR SINGH NARANG (DIN 00250927) AS NON-EXECUTIVE NON INDEPENDENT DIRECTOR OF THE COMPANY ON ATTAINING 75 YEARS OF AGE.**

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

**"RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification, amendment or re-enactment thereof for the time being in force) and other applicable laws, if any, approval of the members be and is hereby accorded for continuation of directorship of Mr. Ranbir Singh Narang (DIN:00250927), liable to retire by rotation, as a Non-Executive Non Independent Director of the Company, beyond the age of 75 years..

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard."

**By order of the Board,  
For, Mohindra Fasteners Limited**

**Date:** October 15, 2024  
**Place:** Delhi

**Sd/-  
MAMTA SHARMA  
Company Secretary & Compliance Officer  
M No. A51427**

## **NOTES:**

1. The CUT-OFF date for recognising the eligibility of members to vote on Postal Ballot shall be Wednesday October 16, 2024. A person whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the Cut-Off date i.e. Wednesday October 16, 2024 shall be entitled to avail the facility of e-voting. A person who is not a Member on the relevant date should treat this Notice for information purpose only.
2. **Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.** The vote in this Postal Ballot cannot be exercised through proxy.
3. The Company has appointed Mr. Anand Kumar Singh, Partner of M/s. Anand Nimesh & Associates, Practicing Company Secretaries, as 'scrutinizer' for conducting and scrutinizing the Postal Ballot / Remote E-Voting process in a fair and transparent manner.
4. Members seeking further information on any matter contained in the Notice, are requested to write to the Company/ RTA from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID, before 19<sup>th</sup> October, 2024.
5. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice until the last date for receipt of votes by Postal Ballot/e-voting. Members seeking to inspect such documents can send the request through e-mail at cs@mohindra.asia

## **6. Registration of email ID:**

As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their e-mail Ids by sending written request to our RTA M/s Skyline Financial Services Pvt. Ltd. in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in Demat form to enable the Company to serve them documents / all communications in electronic form.

In case the shareholder's email ID is already registered with the Company / its Registrar & Share Transfer Agent "RTA" / Depositories, log in details for e-voting are being sent on the registered email address. In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories, the following instructions to be followed:

- (a) 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 info@skylinerta.com. 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 the concerned Depository Participant.

- (b)** Alternatively, member may send an e-mail request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for obtaining User ID and Password by providing the details mentioned in Point (a).
- (c) The shareholders are requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited, D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020, by following the due procedure. Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their Depository Participants / the Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited to enable servicing of notices / documents electronically to their e-mail address.
6. In compliance with the Applicable Circulars, Notice of the Postal Ballot is being sent only through electronic mode to those Members whose email addresses are registered with the Company/RTA/ Depositories/Depositories Participants unless a member has specifically requested for a hard copy of the same. Members may note that the Notice of the Postal Ballot/ Remote E-Voting will also be available on the Company's website <https://mohindra.asia/mfl/postal-ballot.htm> websites of the Metropolitan Stock Exchange of India Limited <https://www.msei.in/> and NSDL at <https://www.evoting.nsdl.com>.
7. In case any eligible Member is desirous of obtaining a printed Postal Ballot Form or a duplicate form, such Member can download the Postal Ballot Notice / Form from the website of the Company or may write to the Company at [cs@mohindra.asia](mailto:cs@mohindra.asia) The Company shall forward the same along with postage prepaid self-addressed Business Reply Envelope to the Member.
8. The e-voting period commences on Sunday, 20th October, 2024 (9:00 am) and ends on Monday, 18th November, 2024 (5:00 pm). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off date of Wednesday, 16<sup>th</sup> October, 2024 (end of business hours), may cast their vote by e-voting. The e-voting module will be disabled by NSDL for voting upon the expiry of the above period. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.
9. The voting rights of the members shall be in proportion to their shares held in the paid-up equity share capital of the Company as on the Cut-Off Date i.e. 16<sup>th</sup> October, 2024.
10. The Scrutinizer, after scrutinizing the votes cast at the postal ballot voting process through e-voting, will, not later than seven working days from the conclusion of the e-voting, make a consolidated scrutiniser's report and submit the same to the Chairperson / Managing Director or a person authorized by her / him. The results declared along with the consolidated scrutiniser's report shall be placed on the website of the Company- <https://mohindra.asia/mfl/postal-ballot.html> and on the website of NSDL. The results shall be simultaneously communicated to the Metropolitan Stock Exchange of India Limited
14. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the last date specified for E-Voting for the postal ballot voting process.
15. The Company has engaged the services of M/s. National Securities Depository Limited (NSDL) as the Agency to provide e-voting facility.



**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

The remote e-voting period begins on Sunday, 20th October, 2024 (9:00 A.M. IST) and ends on Monday, 18th November, 2024 (5:00 P.M. IST). 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 record date (cut-off date) i.e. Wednesday, 16<sup>th</sup> October, 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 16<sup>th</sup> October, 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 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:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “ <b>Beneficial Owner</b> ” icon under “ <b>Login</b> ” which is available under ‘ <b>IDeAS</b> ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ <b>Access to e-Voting</b> ” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of

	<p>NSDL for casting your vote during the remote e-Voting period.</p> <ol style="list-style-type: none"> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>“NSDL Speede”</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 40px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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</li> </ol>



	<p>casting your vote during the remote e-Voting period. 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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be 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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	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.

**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method 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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you

retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto: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.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 [vdnext1711@gmail.com](mailto:vdnext1711@gmail.com) with a copy marked to [evoting@nsdl.com](mailto: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](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **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 [cs@mohindra.asia](mailto:cs@mohindra.asia).
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 [cs@mohindra.asia](mailto:cs@mohindra.asia). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**

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

## **EXPLANATORY STATEMENT IN PURSUANCE OF SECTION 102(1) OF THE COMPANIES ACT, 2013**

### Resolution no. 1

In accordance with the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the continuation of a Non-Executive Director who has attained the age of seventy-five (75) years requires the approval of shareholders by way of a special resolution. Accordingly, Mr. Ranbir Singh Narang, who has been serving on the Board of Mohindra Fasteners Limited as a Non-Executive Non-Independent Director, has attained the age of 75 years. In order to continue his directorship on the Board, it is hereby proposed to seek the approval of shareholders through a special resolution via postal ballot, in compliance with the relevant provisions.

Mr. Ranbir Singh Narang, Non-Executive Director of the Company, have attained the prescribed age limit of 75 years, the Board recommends continuation of directorship of Mr. Ranbir Singh Narang as a Non-executive Non-Independent Director liable to retire by rotation by passing a special resolution as set out at Resolution No. 1 of this Notice.

Justification for Appointment/Re-appointment: Mr. Ranbir Sing Narang is a highly experienced and accomplished professional with vast expertise in the relevant industry having made substantial contributions to the growth and governance of the Company during his tenure. His extensive experience and deep understanding of the business, make his continued association invaluable to the Company.

Mr. Ranbir Singh Narang is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has provided his consent to continue his Directorship in the Company. In the opinion of the Nomination and Remuneration Committee and Board of Directors of the Company, considering her seniority and rich and varied experience, approval of the shareholders is required for the continuation of directorship of Mr. Ranbir Singh Narang as non-executive non-independent director.

No director, KMP or their relatives except Mr. Ranbir Singh Narang himself, to whom the resolution relates, is interested in or concerned, financially or otherwise, in passing the proposed resolution as set out in Item no. 1.

The Board recommends the special resolution as set out in Item no. 1 of this notice for the approval of members.

<b>Name of Director</b>	Ranbir Singh Narang			
<b>Director Identification Number.</b>	00250927			
<b>Age</b>	75 years			
<b>Educational Qualification.</b>	Graduate			
<b>Experience (No. of Years)</b>	More than 50 Years			
<b>Business field in which Experience.</b>	Having a rich experience in the Business of Transportation. He holds Managerial positions and directorships in many Unlisted public and private Companies. His experience, leadership quality and business acumen would be beneficial to the Company whatever capacity he serves.			
<b>Date of Appointment as Director in the Company.</b>	13/08/2022			
<b>Terms and Conditions of Appointment</b>	Non Executive non independent director; Liable to retire by rotation.			
<b>Directorship held in any other Company.</b>	<b>Sr. No</b>	<b>Name of the Company</b>	<b>CIN</b>	<b>Designation</b>
	1.	Kanpur Delhi Goods Carriers Ltd.	U24102UP195 2PLC002457	Managing Director
	2.	Kanpur Delhi Transport Pvt. Ltd.	U34101UP195 9PTC002747	Whole time Director
	3.	Harjas Impex Pvt. Ltd.	U51909DL200 5PTC132852	Director
	4.	R J Software Pvt. Ltd.	U72200DL200 5PTC133815	Director
	5.	Lumbini Infotech Pvt. Ltd.	U72200DL200 8PTC180052	Director
	6.	Mohindra Advisory Limited	U27100DL200 7PLC164928	Director
	7.	J P Fashion Wear Private Limited	U18101DL200 5PTC133838	Director
<b>Member of any Committees of the Directors in the Company.</b>	Nil			
<b>Member of any committees of the Directors in other Companies with names of the Company.</b>	Nil			
<b>Member of any Trade Association/ Charitable Organization/ NGOs etc.</b>	Nil			



<b>Shareholding in Company as on October 15, 2024</b>	471350
<b>Remuneration last drawn (including sitting fees, if any)</b>	Not Applicable
<b>Relationship with other Directors/KMPs</b>	None
<b>No. of meetings attended during the year</b>	5(Five)
<b>Listed entities from which the Director has resigned in the past three years</b>	Nil

**By order of the Board,  
For, Mohindra Fasteners Limited**

**Date:** October 15, 2024  
**Place:** Delhi

**Sd/-  
MAMTA SHARMA  
Company Secretary & Compliance Officer  
M No. A51427**