

## DEEPAK INDUSTRIES LIMITED

CIN No. L63022WB1954PLC021638

Registered Office: 62, Hazra Road Kolkata-700019

Phone: 033-4014-2222

Corporate Office: 16, Hare Street Kolkata-700001

E-mail: secretary@dil-india.com Website: [www.dil-india.com](http://www.dil-india.com)

### NOTICE

Notice is hereby given that the 70th Annual General Meeting ('AGM') of the shareholders of the Deepak Industries Limited will be held on Monday, the 15th September, 2025 at 4.00 p.m. through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility, to transact the following businesses: -

#### Ordinary Business:

1. To receive, consider and adopt the Audited (Standalone & Consolidated) Financial Statements of the Company for the financial year ended on 31st March, 2025 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Smt. Meera Dokania (DIN: 07094376) who retires by rotation and being eligible offers herself for re-appointment.

#### Special Business:

3. To ratify remuneration of Cost Auditor and in this regard to consider and if thought fit, to pass with or without modification(s), the following as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 ("the Act"), read with the rules framed thereunder and other applicable laws, (including any statutory modification(s) or re-enactment thereof, for the time being in force), and based on the recommendation of the Audit Committee and approval of the Board of Directors of the Company, the remuneration of Rs.65,000/-

(Rupees Sixty Five Thousand Only) plus applicable taxes and reimbursement of actual travel and out of pocket expenses incurred in connection with the cost audit, payable to M/s. SPK Associates, Cost Accountants (Registration No: 000040), Kolkata who has been appointed by the Board of Directors as the Cost Auditor for conducting the audit of the Cost Accounting Records as required to be maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 for the financial year ending 31 March 2026, be and is hereby ratified;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. To appoint Secretarial Auditors and in this regard, to consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to section 204 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, ("Act") read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 24A and other applicable provisions, if any of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and upon the recommendations of the Audit Committee and Board of Directors, Shri

Pravin Kumar Drolia, Company Secretary in Whole-time Practice, FCS-2366, COP-1362, be and is hereby appointed as Secretarial Auditor of the Company to hold office for a term of 5 (five) consecutive years, i.e. from financial year 2025-26 to financial year 2029-30 at a remuneration to be fixed by the Board of Directors of the Company in consultation with the Secretarial Auditor of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to decide and/or alter the terms and conditions of the appointment including remuneration for subsequent financial years as it may deem fit.

**RESOLVED FURTHER THAT** the Board of Directors of the Company, including its Committees be and are

hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for the purpose of giving effect to this Resolution and to settle any question or difficulty in connection herewith and incidental hereto.

By Order of the Board

**Nikita Puria**  
Company Secretary  
ACS: 35481

Place: Kolkata  
Date: 13<sup>th</sup> August, 2025

## NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting is annexed hereto
2. In terms of Section 152 of the Act, Smt. Meera Dokania (DIN: 07094376) retires by rotation at this meeting and being eligible, offers herself for re-appointment. The Board of Directors of the Company recommends her re-appointment. The Relevant details of the Director proposed to be re-appointed, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) is annexed to this notice.
3. The Register of Members and the Share Transfer books of the Company will remain closed from 9<sup>th</sup> September, 2025 to 15<sup>th</sup> September, 2025 (both days inclusive) for the purpose of AGM.
4. The Ministry of Corporate Affairs (MCA) vide its Circular dated 19<sup>th</sup> September 2024 read together with circulars dated 25<sup>th</sup> September 2023, 28<sup>th</sup> December 2022, 5<sup>th</sup> May 2022, 14<sup>th</sup> December 2021, 13<sup>th</sup> January 2021, 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, and 5<sup>th</sup> May 2020 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ("SEBI") vide its Circulars dated 3<sup>rd</sup> October 2024 read together with circulars dated 7<sup>th</sup> October 2023, 5<sup>th</sup> January 2023, 13<sup>th</sup> May 2022, 15<sup>th</sup> January 2021 and 12<sup>th</sup> May 2020 ('SEBI Circulars') has also granted certain relaxations regarding related provisions of the LODR. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company shall be conducted through VC / OAVM. The deemed venue for the AGM will be the Corporate Office of the Company situated at 16, Hare Street, Kolkata- 700001. Attendance of the Members participating in the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum for the AGM as per section 103 of the Companies Act, 2013
5. In compliance with the aforesaid MCA and SEBI Circulars, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company or the Registrar and Share Transfer Agent (the "RTA") or with their respective Depository Participant/s (DPs). Members may note that the Notice and Annual Report for the financial year ended 31<sup>st</sup> March, 2025 will also be available on the Company's website at [www.dil-india.com](http://www.dil-india.com), website of the Stock Exchange i.e. CSE Limited at [www.cse-india.com](http://www.cse-india.com) and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) at [www.evotingindia.com](http://www.evotingindia.com). The physical copy of the Notice along with Annual Report shall be made available to the Member(s) who may request for the same in writing to the Company.
6. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to MCA circulars on AGM through VC/OAVM, the physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Attendance Slip, Route Map and Proxy Form are not annexed to this Notice.

7. Corporate members intending to authorize their representatives to attend the AGM through VC / OAVM are requested to send a scanned certified copy of the board resolution (pdf/jpeg format) authorizing their representative to attend the AGM through VC / OAVM and to vote through the remote e-Voting and e-Voting during AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [droliaopravin12@gmail.com](mailto:droliaopravin12@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and [secretary@dil-inida.com](mailto:secretary@dil-inida.com)
8. Members are requested to send all their correspondence to the Company's Registrar and Share Transfer Agent (RTA), M/s. Maheshwari Datamatics Private Limited, 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700 001. For any communication, the shareholders may also send requests to email ids: [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) and [secretary@dil-inida.com](mailto:secretary@dil-inida.com)
9. **REGISTRATION OF EMAIL ADDRESSES** – Eligible members who have not registered their e-mail addresses are requested to register the same with their Depository Participant ('DP'), if the shares are held in demat form and members holding shares in physical form are requested to provide the same to the Registrar and Transfer Agent having address at M/s. Maheshwari Datamatics Private Limited, 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700 001, email: [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) or by visiting this link - [www.mdpl.in](http://www.mdpl.in)
10. **Nomination:** As per the provisions of Section 72 of the Companies Act, 2013 the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are advised to register the same by submitting Form No. SH13. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in electronic form and to the Company's Registrar and Transfer Agent ('RTA') in case the shares are held by them in physical form, quoting their folio number.

If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company at [www.dil-india.com](http://www.dil-india.com) or from the website of the RTA at [www.mdpl.in](http://www.mdpl.in)
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address etc. if any, to the Company's Registrar and Share Transfer Agent having address at M/s. Maheshwari Datamatics Private Limited, 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700 001, email: [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) or by visiting this link- [www.mdpl.in](http://www.mdpl.in) for shares held in physical form and to their respective Depository Participant (DP) for shares held in electronic form.
12. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
13. Members holding Shares, in physical form, in identical order of names in more than one Folio, are requested to write to the Registrar and Share Transfer Agent enclosing the relevant Share Certificates requesting consolidation of such Folios into one Folio for their own convenience.
14. Members holding shares in physical form are requested to note that in terms of Regulation 40 of the SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. In view of the above and in order to

eliminate risks associated with physical transfer of securities, shareholders holding equity shares of the Company in physical form are requested to consider converting their holdings to dematerialised form. Members may contact the Company's Registrar and Share Transfer Agent ('RTA') for assistance in this regard.

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 request, 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. Further SEBI vide its circular No. SEBI/HO/MIRSD\_RTSMB/P/CIR/2022/65 dated 18th May 2022 has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4 and ISR-5, as the case may be. The said forms can be downloaded from the website of the Company at [www.dil-india.com](http://www.dil-india.com) or from the website of the RTA at [www.mdpl.in](http://www.mdpl.in)

16. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 DATED 02.07.2025, a special window shall be opened for a period of six months from 7th July 2025 till 6th January 2026, for re-lodgement of transfer deeds which were lodged prior to the deadline of 1st April 2019 and were returned/rejected due to deficiency in documents/process or any other reason. The shares re-lodged for transfer will be processed only in dematerialised mode.

Eligible shareholders may contact our Registrar and Transfer Agents (RTA), M/s. Maheshwari

Datamatics Pvt. Ltd., 23, R. N. Mukherjee Road, 5th Floor, Kolkata 700001 by sending them email at [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com)

17. Members holding shares in physical form, who have not updated their mandate for receiving dividends directly in their bank accounts through Electronic Clearing Service ('Electronic Bank Mandate') or any other electronic means, should submit Form ISR-2 for updating their Bank details with the Company / RTA. For members holding shares in demat mode, please update your Electronic Bank mandate through your Depository Participant(s). Form ISR-2 can be downloaded from the website of the Company at [www.dil-india.com](http://www.dil-india.com) or from the website of the RTA at [www.mdpl.in](http://www.mdpl.in)
18. Members are requested to note that pursuant to the provisions of Section 124 of the Act, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and the relevant circulars and amendments thereto ('IEPF Rules') the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government.
19. Pursuant to Section 124(6) of the Act, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and all other applicable provisions, circulars and amendments thereto, the equity shares of the Company in respect of which dividends remained unclaimed or unpaid for seven consecutive years or more, are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) as established by the Central Government in terms of Section 125(1) of the Act.
20. The Company has uploaded details of unpaid and unclaimed dividend amounts lying with the

Company on the website of the company [www.dil-india.com](http://www.dil-india.com) and also on the website of the Ministry of Corporate Affairs.

21. Members whose unclaimed dividends and/or shares have been transferred to IEPF, may

contact the Company or RTA and submit the required documents for issue of an Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file Form IEPF-5 for claiming the dividend and/or shares available on [www.iepf.gov.in](http://www.iepf.gov.in).

**Information in respect of Unclaimed dividend and due dates for Transfer of Unclaimed Dividend to the Investor Education and Protection Fund (IEPF)-**

Sr. No.	Dividend	Date of Declaration	Due date of transfer to IEPF
1.	Final Dividend 2018-19	17.09.2019	24.10.2026
2.	Interim Dividend 2019-20	06.03.2020	12.04.2027
3.	Final Dividend 2020-21	28.09.2021	03.11.2028
4.	Final Dividend 2021-22	08.08.2022	14.09.2029
5.	Final Dividend 2022-23	19.09.2023	26.10.2030
6.	Final Dividend 2023-24	21.08.2024	27.09.2031

22. Members seeking any information about the financial accounts or any other matter to be placed at the AGM are requested to write to the Company at least 10 days before the Meeting. The same will be replied by the Company suitably.

23. Shri Pravin Kumar Drolia, Practicing Company Secretary (Membership No. FCS 2366 and Certificate of Practice No. 1362) has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the meeting in a fair and transparent manner.

24. 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 maintained under Section 189 of the Act, shall be available for electronic inspection by the members during the AGM. All other documents referred to in the Notice would be available for inspection by the Members of the Company. Members desirous of inspecting the same may send their requests at [secretary@dil-india.com](mailto:secretary@dil-india.com) from their registered e-mail addresses mentioning their names and folio

numbers / demat account numbers. The same would be available for inspection, by members through electronic mode, during business hours on working days including and up to date of the Annual General Meeting.

25. Awareness about Online Resolution of Disputes in the Indian Securities Market through Online Dispute Resolution ('ODR') Portal

I. This is to inform the members that Securities and Exchange Board of India ("SEBI") vide circular no.

SEBI/HO/OIAE/OIAE\_IAD1/P/CIR/2023/131

dated July 31, 2023 issued guidelines for online resolution of disputes in the Indian securities market through establishment of a common ODR Portal which harnesses online conciliation and online arbitration for resolution of disputes arising between investors/clients and listed companies (including their RTA's) or specified intermediaries/regulated entities in the securities market.

II. SEBI vide circular no. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135

dated August 4, 2023 has further clarified that

the investor shall first take up his/her/their grievance with the Market Participant (Listed Companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may escalate the same through the SCORES Portal <https://scores.gov.in/scores/Welcome.html> in accordance with the process laid out. After exhausting the above options for resolution of the grievance, if the investor is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal.

III. The SMART ODR Portal can be accessed at: <https://smartodr.in/login>.

### VOTING THROUGH ELECTRONIC MEANS

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with the circulars issued by MCA and SEBI and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is providing its members, the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system ("remote e-voting") as well as e-voting during the AGM will be provided by Central Depository Services (India) Limited (CDSL).
2. The facility for E-voting through electronic voting system shall also be made available at the AGM and the members attending the meeting, who have not cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting prior to the AGM may attend the AGM but shall not be able to cast their vote again at the AGM.
3. Shri Pravin Kumar Drolia, Practicing Company Secretary (Membership No. FCS 2366 and Certificate of Practice No. 1362) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.
4. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, would unblock the votes cast through remote e-voting and through e-voting at the AGM in the presence of at least two witnesses not in employment of the Company and submit, not later than three days of conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the meeting or a person authorised by him in writing who shall countersign the same.
5. The results declared along with the Scrutinizer's Report shall be placed on the Company's website ([www.dil-india.com](http://www.dil-india.com)) and on the website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)) after the result is declared. The Company shall simultaneously forward the results to Calcutta Stock Exchange Limited ("CSE") where the shares of the Company are listed.
6. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of 08.09.2025.
7. The instructions for shareholders voting electronically are as under:
  - (i) The remote E-voting period commences on 11.09.2025 at 9.00 A.M. and ends on 14.09.2025 at 5.00 P.M. During this period, shareholders of the Company holding shares either in physical form or in

dematerialized form, as on the cut-off date (record date) of 08.09.2025 may cast their vote by remote e-voting. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) As per circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, **all individual shareholders holding securities in demat mode can cast their vote by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.**
- (iv) In terms of SEBI circular no.

SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

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

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</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 casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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> <li>If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>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.</li> </ol>



	<p>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 with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.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 e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through	<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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting</p>

their <b>Depository Participants</b>	service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
--------------------------------------	--

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. CDSL and NSDL

Login type	Helpdesk details
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
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000 and 022 - 2499 7000

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form and shareholders holding securities in physical mode:

- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- Click on "Shareholders" module.
- Now Enter your User ID
  - 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.

- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

For shareholders other than individual shareholders holding in Demat form and shareholders holding securities in physical mode	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	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. <ul style="list-style-type: none"> <li>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.</li> </ul>

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

- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for 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.
- (ix) For Shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for "Deepak Industries Limited" on which you choose to vote.
- (xi) 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.
- (xii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT" 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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification
- (xviii) Facility for Non – Individual Shareholders and Custodians- Remote Voting
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [secretary@dil-inida.com](mailto:secretary@dil-inida.com) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- 8. Process for those shareholders whose email / mobile no. are not registered with the Company/Depositories**

- i) For physical shareholders - please provide necessary details like 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 Company/RTA email address at [secretary@dil-inida.com](mailto:secretary@dil-inida.com) and [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com)
  - ii) For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
  - iii) For individual Demat shareholders- please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting & joining virtual meetings through Depository.
5. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
  6. Further shareholders will be required to allow camera and use Internet connection with a good speed to avoid any disturbance during the meeting.
  7. 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.
  8. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [secretary@dil-inida.com](mailto:secretary@dil-inida.com). The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
  9. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**INSTRUCTION FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING THE AGM ARE AS UNDER: -**

1. Shareholders will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. The procedure for attending the meeting & e-voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Facility of joining the AGM through the VC/OAVM mode shall open 15 minutes before the scheduled time of commencement of the Meeting and will be available for members on 'first come first serve' basis.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
10. Only those shareholders, 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
11. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting

during the meeting is available only to the shareholders attending the meeting.

**OTHER GUIDELINES/INSTRUCTIONS**

- i. Any person, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and is holding shares as on the cut-off date, may follow the same instructions/steps as mentioned above for e-voting.
- ii. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the meeting. Any person who is not a member as on the cut-off date shall treat this Notice for information purpose only.
- iii. If you have any queries or issues regarding attending AGM & e-voting from the CDSL e-voting system, you can write an email to

helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

- iv. All grievances connected with the facility for voting by electronic means may be addressed to Shri Rakesh Dalvi, Sr. Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 21 09911.

By Order of the Board

**Nikita Puria**  
Company Secretary  
ACS: 35481

Place: Kolkata  
Date: 13<sup>th</sup> August, 2025

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

### Item No.3

On the recommendation of Audit Committee, the Board, at its meeting held on 30.05.2025 has considered and approved appointment of M/s SKP & Associates, Cost Accountants for the conduct of Cost Audit of the Company for the financial year 2025- 26 at a remuneration of Rs. 65,000/- (Rupees Sixty-Five Thousand Only) excluding applicable taxes and all out-of-pocket expenses. In pursuance of Section 148 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, if any, read with Companies (Cost Records and Audit) Rules, 2014 (including modification and enactments thereof for the time being in force, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. The resolution at Item no. 3 of the Notice is set out as an Ordinary Resolution for approval and ratification by the members in terms of Section 148 of the Companies Act, 2013.

Accordingly, the Board recommends passing of the Ordinary Resolution as set out in item no. 3 of the Notice for the approval by the members of the Company.

None of the Directors, Key Managerial Personnel or their relatives thereof are, in any way, concerned or interested financially or otherwise in the resolution set out at Item No. 3 of the Notice in the said resolution.

### Item no. 4

In terms of Section 204 of the Companies Act, 2013 (as amended) (the "Act"), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended), every listed company is required to annex with its Board's Report, a secretarial audit report, issued by a Practising Company Secretary. The Board of Directors of the Company at its meeting held on May 23, 2024 appointed Shri Pravin Kumar Drolia, Company Secretary in Whole-time Practice, FCS-2366, COP-

1362, to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2025 and they have submitted their report which is annexed to the Board's Report which is forming part of this Annual Report.

Securities and Exchange Board of India ("SEBI") vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 dated December 12, 2024, has amended Regulation 24A of SEBI Listing Regulations. As per the said amendment to Regulation 24A of the SEBI Listing Regulations, which came into effect from 01 April 2025, the appointment of Secretarial Auditor shall be approved by the Members at the AGM of the Company and the tenure of the Secretarial Auditor in case of an individual Company Secretary in Practice, should be for a maximum of one (1) term of five (5) consecutive years or in case of a Firm of Company Secretaries in Practice, for a maximum of two (2) terms of five (5) consecutive years. However, any association of the individual or the firm as the Secretarial Auditor of the listed entity before 31 March 2025 shall not be considered for the purpose of calculating the tenure under Regulation 24A of the SEBI Listing Regulations

Pursuant to the above requirement, the Board at its meeting held on 30 May 2025, after evaluating and considering the experience, expertise, independence etc. of Shri Pravin Kumar Drolia and based on the recommendation of the Audit Committee, has proposed to the Members of the Company the appointment of Shri Pravin Kumar Drolia, Company Secretary in Whole-time Practice, FCS-2366, COP-1362, Peer Reviewed registration no. 1928/2022, as Secretarial Auditor of the Company for a period of five consecutive financial years, i.e. from financial year 2025-26 to financial year 2029-30 in terms of Regulation 24A of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 ("SEBI Circular")

read with provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The appointment is subject to shareholders' approval at the AGM

Shri Pravin Kumar Drolia, Company Secretary in Whole-time Practice is a fellow member of the Institute of Company Secretaries of India having certificate of practice for more than 25 years. He is Peer reviewed, having Peer Review Certificate No. 1928/2022. He has an experience of over 25 years in the field of corporate laws. He has immense knowledge and experience in dealing with matters relating to Company Law, Securities Laws, Due Diligence, and has been serving as consultants and auditors to a wide range of companies, including listed, unlisted public and private companies for several years.

The Company has received a consent letter from Shri Drolia, confirming his willingness to undertake the Secretarial Audit and issue the Secretarial Audit Report in accordance with Section 204 of the Act along with other applicable provisions, if any, under the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended. Shri Drolia hereby affirms its compliance with Regulation 24A (1B) of the Listing Regulations in providing services to the Company. Further, Shri Drolia confirms that they hold a valid peer review certificate issued by ICSI and it fulfills all eligibility criteria and has not incurred any disqualifications for appointment, as outlined in the SEBI circular dated December 31, 2024.

The proposed remuneration to be paid to Shri Drolia for the financial year ending 31st March 2026, is Rs. 15,000/- per annum plus tax as applicable and reimbursement of out-of-pocket expenses in connection with the audit of the Company for the financial year 2025-26 and for subsequent years of the term, such fee as maybe determined by the Board on recommendation of the Audit Committee in consultation with Shri Drolia. The fees for services in the nature of certifications and other professional work will be in addition to the Secretarial Audit fee as above. Shri Drolia shall not render any services that are prohibited under the applicable law or as prescribed by ICSI from time to time. The Board of Directors may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditor.

None of the Directors and Key Managerial Personnel of the company and their relatives, are concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at item number 4 of the notice for approval by the members.

By Order of the Board

**Nikita Puria**  
Company Secretary  
ACS: 35481

Place: Kolkata  
Date: 13<sup>th</sup> August, 2025

## ANNEXURE TO THE NOTICE

Details of Director seeking appointment/re-appointment at the ensuing Annual General Meeting fixed on 15.09.2025 as required under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) is given hereunder:

<b>Name of Director</b>	<b>Mrs. Meera Dokania</b>
Category of Director / Designation / Position in the Company	Non-Executive Non-Independent Director
Director Identification Number (DIN)	07094376
Date of Birth	24.06.1953
Age	72
Date of first Appointment on the Board	01.04.2015
Qualification	Graduate
Experience in specific functional areas	She has vast experience in doing Social Activities for upliftment of Tribal Community
No. of meetings of the Board attended during the year	6
Chairmanship/ Membership of Committees of the Board of the Company#	Nil
Directorship in other Companies (excluding foreign companies)	Nil
Chairmanship/ Membership of Committees of other Companies in which he is a Director# (excluding foreign companies)	Nil
Listed entities from which the person has resigned in the past three years	Nil
No. of shares held in the Company as on the date of the Notice	Nil
Relationship between Directors interse (as per Companies Act, 2013)	Nil
Terms and conditions of appointment / reappointment	Mrs. Meera Dokania retires by rotation and being eligible, offers herself for re-appointment.
Remuneration sought to be paid	Entitled to sitting fees for attending Board or Committee meetings thereof and reimbursement of expenses for participating in the Board and other meetings
Remuneration last drawn by such person, if applicable	Not applicable

By Order of the Board

**Nikita Puria**  
Company Secretary  
ACS: 35481

Place: Kolkata  
Date: 13<sup>th</sup> August, 2025





*If undelivered, please return to*  
**DEEPAK INDUSTRIES LIMITED**  
**62, HAZRA ROAD, KOLKATA-700019**