

NOTICE FOR CALLING ANNUAL GENERAL MEETING

NOTICE is hereby given that the 38th Annual General Meeting of the members of **DR. M. INDUSCORP LIMITED** will be held at **18B/1, Ground Floor, Dev Nagar, D.B. Gupta Road, Karol Bagh, New Delhi - 110005** on Monday, 30th day of September, 2024 at 11:30 A.M. to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Auditors' Report and Directors' Report thereon.
2. To appoint a director in place of **Ms. Ruchi Gupta (DIN: 02448278)**, who retires by rotation and being eligible, she offers herself for re-appointment as a Director of the Company.
3. **To appoint Auditors and fix their remuneration.**

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

"RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to the appointment of **M/S. RAJENDER K KUMAR & ASSOCIATES. (FRN 010142C)**, Chartered Accountants as Statutory Auditor for the Financial Year 2024-25, to fill casual vacancy caused by the resignation of **M/S JAYANT OSWAL & CO. (FRN 021853N)** Chartered Accountants on such remuneration plus reimbursement of out-of-pocket as recommended by the Audit Committee and approved by the Board of Directors."

AS SPECIAL BUSINESS:

4. **To appoint Mr. Siddharth Sehgal (DIN: 00277412) as a Director (Independent Director) of the Company for five years.**

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

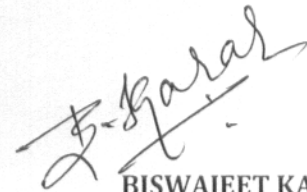
"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161(1) of the Companies Act, 2013 (the Act), Regulation 17 (1C) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Articles of Association of the Company and other applicable provisions (including any statutory modification or re-enactment thereof for the time being in force), Mr. Siddharth Sehgal (DIN: 00277412), who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from 30th August, 2024 and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as an independent Director of the Company not liable to retire by rotation, for a term of Five (05) years, with effect from 30th August, 2024 to 29th August, 2029.

5. To appoint Mr. Sameer Chawla (DIN: 10757790) as a Director (Independent Director) of the Company for five years.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161(1) of the Companies Act, 2013 (the Act), Regulation 17 (1C) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Articles of Association of the Company and other applicable provisions (including any statutory modification or re-enactment thereof for the time being in force); Mr. Sameer Chawla (DIN: 10757790), who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from 30th August, 2024 and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as an independent Director of the Company not liable to retire by rotation, for a term of Five (05) years, with effect from 30th August, 2024 to 29th August, 2029.

BY ORDER OF THE BOARD



BISWAJEET KARAR
COMPANY SECRETARY

ADD: 18B/1, D.B. GUPTA ROAD,
KAROL BAGH, NEW DELHI-110005

DATE: 04/09/2024
PLACE: NEW DELHI

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself/ herself and the proxy need not be a member of the Company. A proxy in order to be effective must be lodged at the registered office of the Company at least forty years (48) hours before the time of the meeting.
2. A person can act as proxy on behalf of members not exceeding fifty (50) members and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and SEBI LODR with respect to the items no. 03, 04 and 05 set out in the Notice is annexed as **Annexure - A**.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from 26th September, 2024 to 30th September, 2024. (Both days inclusive).

5. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company's Registrar and Share Transfer Agent namely SKYLINE FINANCIAL SERVICES PVT. LTD.
6. Members/Proxies should bring Attendance Slips duly filled and signed in for attending the meeting.
7. In case of joint holders attending the meeting, only such joint-holder who is higher in the order of names will be entitled to vote at the Meeting.
8. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.
9. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least Seven (7) days before the date of the meeting so as to enable the management to keep the information ready.
10. Members are requested to:
 - a) Notify any change in their address to the Company including PIN CODE to the Registrar and Share Transfer Agent of the Company namely:

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

**D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA PHASE-I,
NEW DELHI- 110020
PH. +91-11-64732681 to 88
E-mail: admin@skylinerta.com**

Members whose shareholding is in electronic mode are requested to direct change of address notifications and bank particulars for receiving the dividend, if declared, through electronic credit under ECS, to their respective Depository Participants.

- b) Bring their copies of Annual Report with them to the meeting as the same will not be supplied again at the Meeting as a measure of economy.
11. In compliance with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October 2023, Copies of the Annual Report 2023-24 are being sent by electronic mode only to all the members whose email addresses are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. A Notice has been published for the members who have not registered their email addresses so far, requesting to register their email address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company.

12. Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting (facility to cast vote prior to the AGM) to its members in respect of business to be transacted at the AGM. The facility of casting the votes by the members using an electronic voting system from a place other than venue of Annual General Meeting (AGM) ("**remote e-voting**") will be provided by Central Depository Services (India) Limited (CDSL). The remote e-voting rights of the members /beneficial owners shall be reckoned in proportion to the equity shares held by them in the Company as on **25th September, 2024** (Cut-off date fixed for determining the eligibility to vote by electronic means or by ballot in the AGM). Detailed instructions for availing the e-voting facility is annexed as **Annexure - B**.

13. Details of Scrutinizers

- (i) Ms. Kavita, Partner of M/s. A. K. Nandwani & Associates, Company Secretaries in Practice (Membership No FCS 9115), has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the e-voting process and Ballot for the Annual General Meeting in a fair and transparent manner.
 - (ii) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members present at the AGM but have not cast their vote by availing remote e-voting facility.
 - (iii) Immediately after the conclusion of voting at the AGM, the scrutinizer will first count the votes cast at the AGM and thereafter unblock the votes cast through remote e- voting in the presence of at least two witnesses not in the employment of company. The scrutinizer will prepare a consolidated scrutinizer's Report of the total votes cast in favor or against and submit consolidated report on or before **3rd October, 2024**. This report shall be made to the Chairman or any other person authorized by the Chairman, who will then declare the result of the voting.
14. The Results declared along with the Scrutinizer's Report(s) shall be placed on the website of the Company viz www.drminduscorp.com and on CDSL's website viz. www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Shares of the Company are listed.
15. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 A.M to 12:00 NOON) on all working days up to and including the date of the Annual General Meeting of the Company.
16. Details of Directors seeking appointment/re-appointment at the ensuing Annual General Meeting (pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been attached separately with this notice as **Annexure - C**.

17. OTHER USEFUL INFORMATION FOR SHAREHOLDERS:

- i. SEBI vide its circular dated 3rd November, 2021 mandated the shareholders holding shares in physical form to update KYC details viz. PAN, Bank Account, communication and nomination and also to ensure

the holder's PAN is linked with Aadhaar as per the date specified by the Central Board of Direct Taxes. In case PAN is not linked with Aadhaar within specified time, RTA will freeze the holdings held under such folio.

- ii. The concerned shareholders are requested to verify the details, and if not updated, send the requisite details with supporting documents, to our Registrar and Share Transfer Agent (RTA) in the following prescribed forms which are also available at the Company's website viz. www.drindustcorp.com.

S. No.	Particulars	Form No.
1	PAN^, Address, E-mail address, Mobile number, demat account details, Bank account details, Updation of specimen signature	ISR-1 along with ISR-2
2	Nomination details*	SH-13
3	Declaration to opt out of nomination*	ISR-3

[^]Mandatory

*** In case you are opting not to provide nomination, submit ISR-3 in place of SH-13.**

Shareholders holding shares in electronic form are requested to update their e-mail address, phone number and address for correspondence with their respective depositories (DPs).

• Shares held in the physical form by the shareholders shall be frozen if the requisite KYC are not updated by 1st April, 2023 and not eligible to i) lodge grievance and avail any service request; and ii) for receipt of dividend in physical mode.

• As mandated by SEBI vide its circular dated 25th January, 2022, shareholders are requested to submit Form ISR-4 along with the relevant documents for request pertaining to issue of duplicate share certificate, transmission and transposition, endorsement, sub-division/splitting, consolidation and claiming shares, if any, transferred to unclaimed suspense demat account of the Company for verification and if in order, processing the same.

a) For updation of KYC and nomination details by the holders of the physical shares, the aforesaid forms along with the supporting documents are required to be submitted to the Company's RTA.

b) Shareholders holding shares in electronic form are requested to send their instructions regarding updation of PAN, change/update of name, address, bank details, nomination, e-mail address, phone number directly to their DP as the same are maintained by them.

c) As mandated by the Listing Regulations, your Company has designated e-mail ID drmsoy@gmail.com for redressal of investor complaints.

d) As mandated by the Listing Regulations, request for effecting transfer of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository, except in case of transmission or transposition of shares.

ANNEXURE-A

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 and SEBI LODR

ITEM NO. 3

The previous Auditors M/S JAYANT OSWAL & CO., CHARTERED ACCOUNTANTS have resigned as Statutory Auditors of the Company due to health issues and which has caused casual vacancy. To fill such casual vacancy, the Audit Committee and Board of Directors of the Company, has proposed to appoint M/S. RAJENDER K KUMAR & CO. (FRN 010142C), Chartered Accountants as the Statutory Auditors of the Company to hold office upto the 39th Annual general Meeting of the Company.

In accordance with the Act and on recommendation of the Audit Committee and in the best interest of the Company, the Board of Directors have considered and recommended the proposed appointment of M/S. RAJENDER K KUMAR & CO. (FRN 010142C), Chartered Accountants as Statutory Auditors of the Company for one year to hold office from the conclusion of this Annual General Meeting till the conclusion of 39th Annual General Meeting. M/S. RAJENDER K KUMAR & CO. (FRN 010142C), have given their consent and confirmed that their appointment, if made, would be within the limits specified under section 141(3)(g) of the Act, and Companies (Audit and Auditors) Rules, 2014, as amended from time to time.

The proposed remuneration to be paid to M/S. RAJENDER K KUMAR & CO. (FRN 010142C), Chartered Accountants for the financial year 2024-25 is Rs. 50,000/- (Rupees Fifty Thousand Only) plus out of pocket expenses and applicable taxes.

Brief Profile of the M/S. RAJENDER K KUMAR & CO. (FRN 010142C), Chartered Accountants is as given below: M/S. RAJENDER K KUMAR & CO. (FRN 010142C) is one of India's leading audit firms to provide audit, accounting and allied services to client across India. The firm possess vast experience. The firm hold peer review certificate issued by Institute of Chartered Accountants of India. The registered office of the firm is situated at Address 57, Navyug Market, Ghaziabad, 201001.

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

The Board, on recommendation of the Audit Committee, recommends the resolution set forth in Item No.3 of the Notice for approval of the members.

ITEM NO. 4

The Board of Directors of the Company ('the Board') at the meeting held on 12th August, 2024 proposed to appoint Mr. Siddharth Sehgal (DIN: 00277412) as an Additional Director (Independent Director), on the recommendation of the Nomination & Remuneration Committee. The Board recommends for the approval of the Members, the appointment of Mr. Siddharth Sehgal (DIN: 00277412) as an Independent Director of the Company with effect from 30th August, 2024, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015'), or any amendment thereto or modification thereof.

Declaration has been received from Mr. Siddharth Sehgal that he meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations 2015.

In the opinion of the Board, Mr. Siddharth Sehgal fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for appointment as an Independent Director and that he is independent of the management of the Company. Consent of the Members by way of Special Resolution is required for appointment of Mr. Siddharth Sehgal, in terms of Section 149 of the Act.

Mr. Siddharth Sehgal does not hold any share in the Company, either in his individual capacity or on a beneficial basis for any other person.

Mr. Siddharth Sehgal is interested in the resolution. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Special Resolution.

The Board recommends this Special Resolution for your approval.

ITEM NO. 5

The Board of Directors of the Company ('the Board') at the meeting held on 12th August, 2024 proposed to appoint Mr. Sameer Chawla as an Additional Director (Independent Director), on the recommendation of the Nomination & Remuneration Committee. The Board recommends for the approval of the Members, the appointment of Mr. Sameer Chawla (DIN: 10757790) as an Independent Director of the Company with effect from 30th August, 2024, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015'), or any amendment thereto or modification thereof.

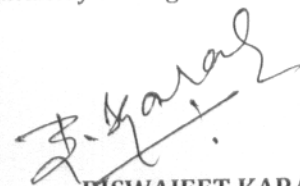
Declaration has been received from Mr. Sameer Chawla that he meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations 2015.

In the opinion of the Board, Mr. Sameer Chawla fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for appointment as an Independent Director and that he is independent of the management of the Company. Consent of the Members by way of Special Resolution is required for appointment of Mr. Sameer Chawla, in terms of Section 149 of the Act.

Mr. Sameer Chawla does not hold any share in the Company, either in his individual capacity or on a beneficial basis for any other person.

Mr. Sameer Chawla is interested in the resolution. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Special Resolution.

The Board recommends this Special Resolution for your approval.



**BISWAJEET KARAR
COMPANY SECRETARY**

**DATE: 04/09/2024
PLACE: NEW DELHI**

**ADD: 18B/1, D.B. GUPTA ROAD, KAROL BAGH, NEW
DELHI-110005**

ANNEXURE-B

The e-Voting process to be followed by the shareholders to cast their votes:

- During the voting period, the shareholders can visit the e-Voting website www.evotingindia.com and select the relevant EVSN/Company for voting.
- The shareholders having shares in the Demat form can login to the e-voting system using their user-id (i.e., demat account number), PAN and password provided. The shareholders having shares in Physical form can log-in using the folio number of the shares, PAN and the password provided.
- After logging in, demat security holders will have to mandatorily change their password. This password can be used by demat security holders for all future voting on resolutions of companies in which they are eligible to vote. Physical security holders will be provided with a fresh password for every e-voting.
- Security holders can then cast their vote on the resolutions available for voting.
- Security holders can also view their resolution details on the e-voting website.
- Once the security holder casts the vote, the system will not allow modification of the same.
- During the voting period, security holders can login any number of times till they have voted on all the resolutions.

Instructions For E-Voting:

The instructions for shareholders voting electronically are as under:

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

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

- (i) The voting period begins on **27th September, 2024 at 09:00 A.M. and ends on 29th September, 2024 at 05:00 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 **25th September, 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and

passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

(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

<i>Type of shareholders</i>	<i>Login Method</i>
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting 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</p>	<ol style="list-style-type: none"> 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: https://eservices.nsdl.com 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. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 service provider website for casting your vote during the remote e-Voting period.</p>

(v) 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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

<i>Login type</i>	<i>Helpdesk details</i>
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800225533.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

(vi) Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<i>For Members holding shares in Demat Form and Physical Form</i>	
PAN	Enter your 10 digits alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • 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"> • 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 (3).

- (vii) 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, shareholders 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 the relevant DR. M. INDUSCORP 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 "RESOLUTIONS 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 voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed 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 Custodian-Remote Voting**

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor 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 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; csinduscorp@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

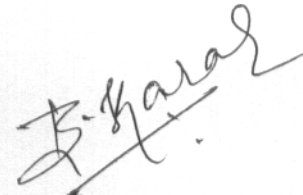
PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. 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 id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

3. 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.

If you have any queries or issues regarding attending e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 18002109911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. 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 at toll free no. 1800 21 09911



**BISWAJEET KARAR
COMPANY SECRETARY**

**ADD: 18B/1, D.B. GUPTA ROAD, KAROL BAGH, NEW
DELHI-110005**

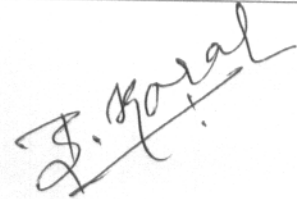
**DATE: 04/09/2024
PLACE: NEW DELHI**

ANNEXURE-C

PROFILE OF DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT AT THE ANNUAL GENERAL MEETING ("AGM")

Please refer Item No. 2, 4 and 5 of the Notice

<i>Name of the Director</i>	Ms. Ruchi Gupta	Mr. Siddharth Sehgal	Mr. Sameer Chawla
<i>Date of Birth</i>	14.08.1975	04.01.1981	19.03.1981
<i>Date of Appointment</i>	30.09.1996	30.08.2024	30.08.2024
<i>Qualifications</i>	Graduate	Graduate	Graduate
<i>Expertise in specific functional areas</i>	She has more than 24 years of experience in Business Administration.	He has more than 21 years of experience in Business Administration in Printing and Packaging Industry.	He has more than 20 years of experience in Business Administration in Textile Industry.
<i>Directorships held in other public companies (excluding foreign companies and section 8 companies)</i>	NIL	NIL	NIL
<i>Memberships/chairmanships of committee of other public companies (includes only Audit Committee and stakeholders' relationship committee)</i>	NIL	NIL	NIL
<i>Number of shares held in the company</i>	3,96,047	NIL	NIL
<i>Relationship with the Company</i>	Promoter	NIL	NIL



**BISWAJEET KARAR
COMPANY SECRETARY
ADD: 18B/1, D.B. GUPTA ROAD, KAROL BAGH, NEW
DELHI-110005**

DATE: 04/09/2024
PLACE: NEW DELHI

DR. M. INDUSCORP LIMITED
18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi - 110005
CIN: L01119DL1986PLC023698
E-Mail ID: drmsoy@gmail.com; Ph. No.: 011-28716806

Form No. MGT-11
Proxy Form

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of
The Companies (Management and Administration) Rules, 2014]*

CIN: L01119DL1986PLC023698

Name of the Company: DR. M. INDUSCORP LIMITED

Regd. Office: 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member(s) of shares of the above-named company, hereby appoint

1. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

2. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

3. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

as my/our Proxy to attend vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on **Monday, 30th September, 2024** at **11:30 A.M.** at the Registered Office at 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	Number of shares held	For	Against
ORDINARY BUSINESS:				
1.	Adoption of Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with Auditors' Report and Directors' Report thereon.			

2.	To appoint a director in place of Ms. Ruchi Gupta (DIN: 02448278) , who retires by rotation and being eligible, offers herself for re-appointment.			
3.	Appointment of Statutory Auditors of the Company and fix their remuneration.			
SPECIAL BUSINESS:				
4.	Appointment of Mr. Siddharth Sehgal (DIN: 00277412) as an Independent Director of the Company for a period of five years.			
5.	Appointment of Mr. Sameer Chawla (DIN: 10757790) as an Independent Director of the Company for a period of five years.			

** This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signed this Day of 2024

Signature of shareholder.....

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.

DR. M. INDUSCORP LIMITED

18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi - 110005

CIN: L01119DL1986PLC023698

E-Mail ID: drmsoy@gmail.com; Ph. No.: 011-28716806

ATTENDANCE SLIP

Registered Folio / DP ID & Client ID

Name and Address of the Shareholder

1. I hereby record my presence at the 38th Annual General Meeting of the Company being held on Monday, 30th September, 2024 at 11:30 A.M. at the Registered office of the Company at 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005.
2. Signature of the Shareholder/Proxy Present
3. Shareholder/Proxy holder desiring to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

Form No. MGT-12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21 (1) (c) of
The Companies (Management and Administration) Rules, 2014]

CIN: L01119DL1986PLC023698

Name of the Company: DR. M. INDUSCORP LIMITED

Registered Office: 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005

E-Mail ID: drmsoy@gmail.com; **Ph. No.:** 011-28716806

Name of the member (s):	
Registered address:	
Folio No/ Client Id:	
DP ID:	

I/We hereby exercise my/our vote in respect of the Resolutions enumerated below and as set out in the Notice of the Company dated 4th **September, 2024** by recording my/our assent or dissent to the said resolutions by placing tick (✓) mark in the appropriate box below:

S. No.	Resolution	Number of shares held	For	Against
ORDINARY BUSINESS:				
1.	Adoption of Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with Auditors' Report and Directors' Report thereon.			
2.	To appoint a director in place of Ms. Ruchi Gupta (DIN: 02448278) , who retires by rotation and being eligible, offers herself for re-appointment.			
3.	To appoint Auditors and fix their remuneration.			
SPECIAL BUSINESS:				
4.	Appointment of Mr. Siddharth Sehgal (DIN: 00277412) as an Independent Director of the Company for a period of five years.			
5.	Appointment of Mr. Sameer Chawla (DIN: 10757790) as an Independent Director of the Company for a period of five years.			

Place:

Date:

Signature of Shareholder/Authorized Representative

Note: Please read the instructions given below carefully before exercising your vote.

INSTRUCTIONS

1. This Ballot Form is provided for the benefit of Members who do not have access to e- voting facility.
2. A Member can opt for only one mode of voting, i. e. either voting through e-voting or by Ballot. If a member cast votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and report to the Chairman who will check the votes received in the AGM and declare the final result for each of the Resolutions forming part of the Notice of the AGM.

Process and Manner for Members opting to vote by using the Ballot Form:

1. Please complete and sign the Ballot Form and put the same in the Ballot Box provided in the AGM Venue.
2. The Form should be signed by the Member or Authorized Signatory in case of Company as per the specimen registered with Company.
3. In case of Company, trust, society etc. certified copy of Board Resolution authorizing representative must be registered or filed with us in advance to avoid any inconvenience.
4. Votes must be cast in case of each resolution by marking (√) mark in the appropriate column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid-up equity share capital of the company.
6. Unsigned, incomplete, improperly filled ballot forms will not be counted for voting.
7. The decision of the Chairman on the validity of the Ballot Form and other related matter shall be final.
8. The results shall be declared by the Chairman in the AGM based on report of scrutinizer and also the Ballot forms submitted up to the AGM of Company by the shareholders. It will also be communicated within 2 days to the Metropolitan Stock Exchange of India Limited, Central Depository Services India Limited and on the website of the Company for the information of the shareholders.

ROUTE MAP

