



# Premier Cryogenics Limited

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E-mail : info@premiercryogenics.com Website : www.premiercryogenics.com

CIN : L24111AS1994PLC004051

## NOTICE

**NOTICE** is hereby given that the Thirty-first Annual General Meeting of the Members of Premier Cryogenics Ltd. will be held on Saturday the 30<sup>th</sup> August, 2025 at 3:30 P.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

### **ORDINARY BUSINESS :**

- 1) To receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon.
- 2) To declare Dividend on Equity Shares for the financial year ended March 31, 2025.
- 3) To appoint a Director in place of Mr. George Chacko, (DIN: 08696541) who retires by rotation and being eligible offers himself for re-appointment.

### **SPECIAL BUSINESS :**

- 4) To re-appoint Mr. Abhijit Barooah (DIN: 00287145) as the Managing Director and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution, as a Special Resolution:

"RESOLVED THAT pursuant to and in accordance with the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, Rules thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V to the Companies Act, 2013, the Company's Articles of Association and any other applicable laws for the time being in force and based on the recommendation of the Nomination and Remuneration Committee of the Company and of the Board of Directors, the Company do hereby approve the re-appointment and terms of remuneration of Mr. Abhijit Barooah (DIN : 00287145) as Managing Director of the Company for a further period of five consecutive years with effect from 6th October, 2025 until 5<sup>th</sup> October, 2030 upon the terms and conditions of re-appointment and remuneration as contained in the draft Agreement, material terms of which are set out in the explanatory statement attached to the notice of this meeting, and that the Board of Directors of the Company (hereinafter called 'the Board') be and is hereby authorized to alter and vary the terms and conditions of the said re-appointment and remuneration in such manner so as not to exceed the limits specified in Schedule V to the Companies Act, 2013, as may be agreed to between the Board and Mr. Abhijit Barooah".

- 5) To appoint CS Chandan Kr. Dowerah (FCS:1824 CP No.:785) as Secretarial Auditor and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Board of Directors of the Company, CS Chandan Kr. Dowerah, Practicing Company Secretary (FCS:1824 CP No.785 PR No.:2393/2022), who has given his consent and is not disqualified for the appointment, be and is hereby appointed as the Secretarial Auditor of the

Company for a period of five consecutive financial years ie., F.Y. 2025-26 to F.Y. 2029-30 as per the statutory provisions and that the Board of Directors of the Company be and is hereby authorized to fix the remuneration from time to time in consultation with the Secretarial Auditor and issue the necessary letter of appointment for the purpose.”

For **PREMIER CRYOGENICS LTD.**  
By Order of the Board

Date : 28<sup>th</sup> May, 2025  
Place: Guwahati

Sd/-  
ANJAN TALUKDAR  
COMPANY SECRETARY

**Note :**

- 1) The Ministry of Corporate Affairs (‘MCA’) has vide its General Circular No. 09/2024 dated 19<sup>th</sup> September, 2024 and the Securities and Exchange Board of India (SEBI) vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October, 2024 (collectively referred to as “the 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. In compliance with the provisions of the said Circulars and the provisions of the Companies Act, 2013 (‘Act’) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
- 2) 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 THE CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.
- 3) Since the AGM shall be held through VC/OAVM, Attendance slip and the Route Map of the venue of the meeting is not annexed hereto.
- 4) **DESPATCH OF NOTICE, ANNUAL REPORT THROUGH ELECTRONIC MODE:** Pursuant to the MCA and SEBI Circulars and the earlier announcements on Green initiatives, the Notice of the 31<sup>st</sup> AGM and the Annual Report for the year 2024-2025, including therein the Audited Financial Statements for the said year, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or its RTA or with their respective Depository Participant(s), and who wish to receive the Notice and the Annual Report and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:

<b>Instructions to register/update the Email ID:</b>	
<b>a.</b>	<b>For Members holding shares in Physical Form:</b> Those Members who are holding shares in physical form and have not updated their e-mail ids with the Company, are requested to update the same by submitting a duly filled and signed Form ISR-1 along with self-attested copy of the PAN Card and self-attested copy of the document(s) as prescribed in the said form in support of the address of the Member, to the Company/RTA.
<b>b.</b>	<b>For Members holding shares in Demat Form:</b> Please contact your Depository Participant (DP) and register your email address.

- 5) The Notice of the 31<sup>st</sup> AGM and the Annual Report for the year 2024-25 will be available on the website of the Company at [www.premiercryogenics.com](http://www.premiercryogenics.com). Physical copies of the Notice and Annual report will be sent only if any specific request is received by the Company from any of its members.
- 6) The Register of Members and Share Transfer Books of the Company shall remain closed from Monday the 25<sup>th</sup> August, 2025 to Saturday the 30<sup>th</sup> August, 2025 both days inclusive.
- 7) The Instructions for participation by Shareholders in the AGM through VC/OAVM and E-Voting as provided by CDSL are given in the subsequent paragraphs.

## **8) CDSL e-Voting System – For e-voting and Joining Virtual meetings**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. 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 SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.premiercryogenics.com](http://www.premiercryogenics.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. Calcutta Stock Exchange at [www.cse-india.com](http://www.cse-india.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30<sup>th</sup> September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

### **THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS 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 27<sup>th</sup> August, 2025 (9:00 AM IST) and ends on 29<sup>th</sup> August, 2025 (5:00 PM IST). 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 23<sup>rd</sup> August, 2025, 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 09.12.2020**, 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 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 abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>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 users to login to Easi / Easiest requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon &amp; My Easi New (Token) Tab.</li> <li>2)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>3)If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4)Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<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</li> </ol>

	<p>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.</p> <p>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></p> <p>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</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evotingevotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evotingevotinglogin.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 <b>company name or e-Voting service provider name</b> and you will be redirected to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<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 or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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. 18002109911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	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 Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(v) Login method for e-Voting and joining virtual meeting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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](http://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:

<b>For Physical Shareholders and other than individual shareholders holding shares in Demat.</b>	
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 <b>OR</b> 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. •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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Company Name i.e. **PREMIER CRYOGENICS LTD.** on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - 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 at email address viz; [chandancsp@rediffmail.com](mailto:chandancsp@rediffmail.com) and to the Company at the email address viz; [info@premiercryogenics.com](mailto:info@premiercryogenics.com) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- 1.The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- 2.The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- 3.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.
- 4.Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 5.Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6.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.
- 7.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 **2 (two) days (48 hours) prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [info@premiercryogenics.com](mailto:info@premiercryogenics.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 (two) days (48 hours) prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [info@premiercryogenics.com](mailto:info@premiercryogenics.com). These queries will be replied to by the company suitably by email.
- 8.Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 9.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.
- 10.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.

#### **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 at [info@premiercryogenics.com](mailto:info@premiercryogenics.com) /RTA email id [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com).
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 AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 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 Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 18002109911.

**9) Other information for Members:**

- a. 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.
- b. The voting right of shareholders shall be in proportion to their shares of the paid-up equity capital of the Company as on the cut-off date of 23<sup>rd</sup> August, 2025. A person who is not a member as on cut-off date should treat this notice for information purpose only.
- c. The Shareholders shall have one vote per equity share held by them as on the cut-off date of 23<sup>rd</sup> August, 2025. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- d. Since the Company is required to provide members the facility to cast their vote by electronic means, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23<sup>rd</sup> August, 2025 and not casting their vote electronically before the AGM, may only cast their vote at the Annual General Meeting.
- e. Investors who became members of the Company subsequent to the dispatch/ Email of the Notice and holds the shares as on the cut-off date i.e. 23<sup>rd</sup> August, 2025, are requested to send the written / email communication to the Company at info@premiercryogenics.com or to the Company's RTA Niche Technologies Pvt. Ltd. at nichetechpl@nicetechpl.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
- f. Mr. Chandan Kr. Dowerah, Practicing Company Secretary (Certificate of Practice Number 785) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, within two working 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 Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- g. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.premiercryogenics.com and on the website of CDSL. The same will be communicated to the listed stock exchanges viz. The Calcutta Stock Exchange where shares are listed.

**Information relating to Dividend:**

- 10) Dividend for the year ended 31<sup>st</sup> March, 2025, as recommended by the Board, if declared at the meeting, will be paid on or after 30<sup>th</sup> August, 2025 within the statutory period, to those Members whose names appear on the Company's Register of Members / Beneficiary Owners as on 23<sup>rd</sup> August, 2025. In respect of shares held in Electronic/demat form, the dividend will be paid as per details furnished by the Depositories for the purpose.
- 11) Members holding shares in demat form are hereby informed that bank particulars registered with their respective DPs, with whom they maintain their demat accounts, will be used for the payment of dividend. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate to their DPs only.
- 12) Members may please note that as per SEBI Circulars No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2021/655 dated 3rd November, 2021 and No. SEBI/HO/MIRSD/POD-1/P/ CIR/2023/181 dated 17th November, 2023, Members, who hold shares in physical form and whose folios are not updated with any of the KYC details [viz., (i) PAN (ii) Choice of Nomination (iii) Contact Details (iv) Mobile Number (v) Bank Account Details and (vi) Signature], shall be eligible to get dividend only in electronic mode with effect from 1st April, 2024. Accordingly, payment of dividend, subject to approval by the Members in the AGM, shall be paid to physical holders only after the above details are updated in their folios. Members may refer to FAQs issued by SEBI in this regard available on their website at [https://www.sebi.gov.in/sebi\\_data/faqfiles/jan-2024/1704433843359.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf)
- 13) Members who have not registered or updated their mandate for receiving the dividend directly in their bank accounts can register their Mandate by sending the following details/documents to the Company or to the Company's RTA:



<b>1.</b>	<b>For Members holding shares in physical form:</b>
	a. a signed Form ISR-1* mentioning your name, folio number, complete address and following details relating to bank account in which the dividend is to be received: i) Name and Branch of Bank and Bank Account type; ii) Bank Account Number allotted by your bank; iii) 11 digit IFSC Code; b. original cancelled cheque with name of security holder printed on it or Bank Passbook or Bank Statement attested by the Bank; c. self attested copy of the PAN Card; and d. self attested copy of any one of the documents, as prescribed in the said form, for proof of address of the first holder, only if there is change in the address.
<b>2.</b>	<b>For Members holding shares in demat form:</b>
	Please update your Mandate through your Depository Participant (DP)

\* The prescribed Form ISR-1 is attached to this notice.

- 14) Pursuant to Sec. 124 of the Companies Act, 2013, the Company has transferred the amount of dividend remaining unpaid or unclaimed for a period of seven years to the Investor Education and Protection Fund (IEPF) of the Central Government. The unpaid/unclaimed dividend for the year 2017-18 will complete the statutory period of 7 years on 3<sup>rd</sup> October, 2025 and the amount shall be due for transfer thereafter to the IEPF. Members who have not yet encashed their dividend for financial years 2017-18, 2018-19, 2019-20, 2020-21, 2021-22, 2022-23 and 2023-24 are requested to make their claims to the Company without any delay. The details of the unpaid or unclaimed amounts lying with the Company as on 29<sup>th</sup> August, 2024 (date of last AGM) is uploaded on the Company's website ([www.premiercryogenics.com](http://www.premiercryogenics.com)). The Company has also been uploading the details with the Ministry of Corporate Affairs every year.

#### **Information relating to TDS on Dividend distribution:**

- 15) Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the shareholders w.e.f. 1<sup>st</sup> April, 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ("IT Act").
- 16) To enable compliance with the TDS requirements, Members are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in case shares are held in physical form, with the Company by sending email to the Company's email Id: [info@premiercryogenics.com](mailto:info@premiercryogenics.com) or with the Company's RTA at their email Id: [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com).

The information, in brief, relating to TDS on dividend distribution are given below:

- a) **For Resident Shareholders**, TDS shall be made u/s 194 of the IT Act at 7.5% on the amount of dividend declared and paid by the Company during financial year 2025-26 provided PAN is registered by the Shareholder. If PAN is not registered, TDS would be at 20% as per section 206AA of the IT Act.

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during financial year 2025-26 does not exceed Rs.5,000/-.

Where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm)/ Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted.

- b) **For Non-resident Shareholders**, taxes are required to be withheld as per section 195 of the IT Act at the rates in force. As per the relevant provisions of the IT Act, the withholding tax rate shall be @20% (plus applicable surcharge and cess) on the amount of Dividend payable to them. However, as per section 90 of the IT Act, the Non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the shareholder. For this purpose, i.e., to avail the Tax Treaty benefits, the non-resident shareholder will have to provide the following:
- Self-attested copy of the Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the shareholder is resident.
  - Self declaration in Form 10F if all the details required in this form are not mentioned in the TRC.

- Self attested copy of the Permanent Account Number (PAN Card) allotted by the Indian Income Tax authorities.
- Self declaration, certifying the following points:
  - i. Member is and will continue to remain a tax resident of the country of its residence during the financial year 2025-26;
  - ii. Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company.
  - iii. Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;
  - iv. Member is the ultimate beneficial owner of its shareholding in the Company and Dividend receivable from the Company; and
  - v. Member does not have a taxable presence or a permanent establishment in India during the financial year 2025-26.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction / withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by Non-Resident shareholder.

Accordingly, in order to enable the Company to determine and deduct the appropriate TDS/withholding tax rate applicable, shareholders are requested to provide these details and documents as mentioned above on or before 20<sup>th</sup> August, 2025 with the Company at [info@premiercryogenics.com](mailto:info@premiercryogenics.com) or with the Company's RTA at [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com). No communication on the tax determination/ deduction shall be entertained thereafter. In case the Company deducts tax at a higher rate in the absence of receipt of the aforementioned details/ documents, the concerned shareholder would still have the option to file the return of income and claim appropriate refund, if eligible.

The Company shall arrange to email the soft copy of TDS certificate to the Shareholders at their e-mail Id in due course, post payment of the said dividend and an email may be sent to [info@premiercryogenics.com](mailto:info@premiercryogenics.com).

Members may please note that the changes in the Income Tax Act, 1961 as well as the relevant procedure to be adopted by the Members are uploaded in the Company's website: [www.premiercryogenics.com](http://www.premiercryogenics.com). For details on TDS on dividend distribution, please refer to the provisions of the Income Tax Act, 1961.

#### Others:

- 17) In terms of Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can only be transferred in dematerialized form w.e.f. 1<sup>st</sup> April, 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.
- 18) As per SEBI Circular No. MRD/DOP/CIR-05/2007 dated 27/04/2007, PAN has been made the sole identification number for security transactions. Accordingly, Members holding shares in physical form are informed to furnish self attested copy of PAN card to the Company or to the Company's RTA M/s. Niche Technologies Pvt. Ltd. Members holding shares in demat form are requested to submit the PAN to their Depository Participants.

The Securities and Exchange Board of India ('SEBI') has mandated vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 and subsequent clarification vide Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 and Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 for all the security holders holding securities in physical form to furnish the below mentioned forms duly filled in along with proper details and the relevant self attested documents with date to the Company or its Registrar and Share Transfer Agent ('RTA') Niche Technologies Pvt. Ltd.

**As per the aforesaid circulars, the folios, wherein any one of the below cited documents / details are not available on or after October 01, 2023, shall be frozen by the RTA.**

S. No.	Form	Purpose
1	Form ISR-1	Request for registering PAN, KYC details or changes / updation thereof.
2	Form ISR-2	Confirmation of Signature of securities holder by the Banker
3	Form ISR-3	Declaration Form for Opting-out of Nomination by holders of physical securities (if any)
4	Form No. SH-13	Nomination Form
5	Form No. SH-14	Cancellation or Variation of Nomination (if any)

Please note that pursuant to the said circulars, Frozen folios shall be referred by the RTA / listed company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025. The RTA shall revert the frozen folios to normal status upon receipt of all the documents/details as above.

The above forms along with intimation to furnish valid PAN, KYC details and Nomination were earlier sent to the shareholders vide Company's letter dated 31/12/2021 and 22/02/2023 and also Notices of AGM/EGM resting with Notice dated 14/11/2024 and were also made available in the Annual Reports and website of the Company. For the convenience of shareholders, the forms are again attached to the Annual Report and the same may also be downloaded from the Company's website: [www.premiercryogenics.com](http://www.premiercryogenics.com)

- 19) Appointment/Re-appointment of Directors: At the ensuing Annual General Meeting (AGM), Mr. George Chacko, Director (DIN:08696541) shall retire by rotation and is eligible for re-appointment. The information in respect of the said Director is given below:

Mr. George Chacko aged 63 years is a BA in Humanities and had completed Management Education Programme (MEP) from IIM, Ahmedabad and various professional courses from institutions like XLRI, Jamshedpur, IIM, Kolkata, ISABS, Goa and ISB, Hyderabad. He has more than 35 years of experience in the industry mainly in the field of project management, finance and marketing. Mr. Chacko worked in various positions in several companies like Vinay Cements, Calcom Cements and Dalmia Cements Bharat Ltd. until his superannuation in January, 2020 and is presently working as Director of Lafarge Umium Mining (P) Ltd. He, therefore, possesses the requisite experience and expertise. Mr. George Chacko is the current Chairman of Premier Cryogenics Ltd. and member of the Company's Nomination & Remuneration Committee. He holds 500 equity shares in the Company. He is also associated with several organizations viz., Rotary Club of Guwahati and the Federation of Industry & Commerce of N.E. Region (FINER).

The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking appointment/re-appointment at this AGM is given in Annexure-A to this notice.

- 20) All documents referred to in the Notice are available for inspection electronically without any fee by the members of the Company and a request may be made by e-mail to [info@premiercryogenics.com](mailto:info@premiercryogenics.com).
- 21) Members can make nomination in respect of their shareholding in the Company pursuant to Section 72 of the Companies Act, 2013 and the rules made thereunder. The prescribed Nomination Form SH-13 is attached to the Annual report.

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

### **Item No. 4**

Mr. Abhijit Barooah (DIN: 00287145) is the main Promoter and Managing Director of the Company. He was re-appointed in the current term as Managing Director for a period of five consecutive years from 6th Oct., 2020. The Agreement for appointment was executed on 6th Oct., 2020 and the term of his office expires on 5th Oct, 2025. Mr. Barooah is a B.Tech (Chem Engg.), IIT Delhi and M.S. (Chem Engg.), USA and has around 40 years of extensive experience in the Industrial Gas industry including as the Managing Director of the Company and Assam Air Products Pvt. Ltd., and as Director in several other Companies. He possesses the requisite experience and expertise and fulfills the criteria laid down in section 196(3) of the Companies Act, 2013. It has therefore, been considered desirable in the interest of the Company to continue his appointment as Managing Director of the Company. In view of the above, and as per the recommendation of the Nomination and remuneration Committee and of the Board of Directors of the Company, it is proposed to offer Mr. Barooah re-appointment for a further period of five consecutive years from 6th Oct., 2025 to 5<sup>th</sup> Oct., 2030 on the terms and conditions set out in the draft agreement.

The principal terms and conditions including the remuneration as contained in the draft Agreement between the Company and Mr. Abhijit Barooah are as follows:

- a) Salary : Rs. 4,00,000.00 per month in the scale of 4,00,000.00 - 50,000.00 - 6,00,000.00.
- b) Commission : At the rate of 1% of the net profit for each financial year or part thereof of the Company computed in the manner laid down in Section 197 of the Companies Act, 2013.
- c) Perquisites :
  - i) House Rent Allowance at the rate of 40% of salary per month or rent free furnished accommodation subject to a ceiling of 40% of the salary with service of personnel for maintenance and protection of property of the accommodation.
  - ii) The expenditure incurred on gas, electricity, water and furnishing shall be paid by the Company and shall be valued as per Income Tax Rules, 1962 and shall be subject to a ceiling of 10% of salary.
  - iii) Reimbursement of medical and hospitalization expenses incurred for self and family, subject to a ceiling of one month's salary in a year or three months salary over a period of three years.
  - iv) Leave Travel Concession for self and family once in a year in accordance with the Rules of the Company.
  - iv) Club Fees subject to a maximum of two clubs. This will not include Admission and Life Membership fees.
  - v) Personnel Accident Insurance premium which shall not exceed Rs.15,000/- per annum.
  - vi) Reimbursement of expense towards education of dependent children in accordance with Company Policy.
  - vii) Reimbursement of expenses properly incurred in accordance with the Rules/Policies of the Company.
  - ix) Contribution to Provident Fund and Superannuation Fund or Annuity Fund to the extent these are either singly or put together not taxable under Income Tax Act, 1961.
  - x) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
  - xi) Encashment of unutilized leave as per Company policy.

Provided, however, that the overall remuneration payable to the Managing Director shall not exceed the maximum prescribed under the Companies Act, 2013.

#### **d) Minimum Remuneration:**

In the event of absence or inadequacy of profits in any financial year during the aforesaid period, the Managing Director will be entitled to the above Salary and Perquisites as minimum remuneration.

#### **e) Provision of Car:**

The Company will provide Car with driver to the Managing Director for use in the Company's business. However, use of car for private purpose shall be borne by him.

- f) The terms and conditions of the appointment may be varied or enhanced from time to time by the Board as it may at its discretion deem fit within the maximum amount payable to Managing Director in accordance with Schedule V to the Companies Act, 2013 or any amendments hereafter in this regard.

This may be treated as an abstract of the draft Agreement between the Company and Mr. Abhijit Barooah, pursuant to Section 190 of the Companies Act, 2013.

In compliance with the provisions of Companies Act, 2013, the above resolution in item No. 4 is placed before the Members for approval. The draft Agreement between the Company and Mr. Barooah and any other documents mentioned above is available for inspection electronically without any fee by the Members of the Company and a request may be made by e-mail to [info@premiercryogenics.com](mailto:info@premiercryogenics.com).

Mr. Abhijit Barooah holds 15,86,600 Equity shares being 32.22% in the share capital of the Company. He is also the promoter and honorary Managing Director of Assam Air Products Pvt. Ltd. and holds 30,72,020 Equity shares being 68.27% in the share capital in that other Company. Besides the above, Mr. Barooah is also a non-Executive Director in several other Companies, viz., PCL Power Pvt. Ltd., Superior Gas Products Pvt. Ltd., Derby Commodities Pvt. Ltd., Classic Technotrade Pvt. Ltd. and Bamboo Technology Park Ltd. He is also associated with several organizations and was the former Chairman of the Confederation of Indian Industry (N. E. Council) and former President of the Federation of Industry and Commerce of North Eastern Region. All the information and facts considered pertinent for the aforesaid item of business have been stated as above.

None of the directors, key managerial personnel or their relatives, except Mr. Abhijit Barooah, and Mrs. Anamika Chowdhary are concerned or interested in the proposed resolutions.

The Board recommends the resolutions set forth in Item No. 4 for approval of the members.

#### **Item No. 5**

The Company is required to appoint a Secretarial Auditor pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the applicable rules made thereunder and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR). In accordance with the said statutory provisions and as per recommendation of the Board of Directors of the Company, it is proposed to appoint CS Chandan Kr. Dowerah, Practicing Company Secretary (FCS:1824 CP No.:785) as the Secretarial Auditor of the Company for a period of five consecutive financial years, ie., F.Y. 2025-26 to F.Y. 2029-30 subject to approval by the Members.

CS Chandan Kr. Dowerah is a very senior Company Secretary with over 40 years of experience in the profession. His areas of practice includes Corporate and allied laws and has been catering services to various Companies in the public and private sector. CS Chandan Kr. Dowerah, Practicing Company Secretary (PR No.:2393/2022) is a peer reviewed Company Secretary and his previous tenure in the Company as Secretarial Auditor for the year 2024-25 completed on 31<sup>st</sup> March, 2025. CS Chandan Kr. Dowerah has given his consent to act as the Secretarial Auditor of the Company, if appointed, for the years 2025-26 to 2029-30, subject to the provisions of the ICSI Auditing Standards and fulfillment of the Peer Review Guidelines. He has confirmed his eligibility for appointment and is not disqualified for the appointment as per the applicable statutory provisions, the proposed appointment is within the limits, if any laid down by ICSI and he do not have any conflict of interest in terms of ICSI Auditing Standard on Audit Engagement.

In compliance with the provisions of Companies Act, 2013 and Regulation 24A of the SEBI LODR, the proposed resolution in item No. 5 is placed before the Members for approval. All the information and facts considered pertinent for the aforesaid item of business have been stated as above. All documents referred or mentioned above is available for inspection electronically without any fee by the Members of the Company and a request may be made by e-mail to [info@premiercryogenics.com](mailto:info@premiercryogenics.com).

None of the directors, key managerial personnel or their relatives are concerned or interested in the proposed resolution.

The Board recommends the resolution set forth in Item No. 5 for approval of the members.

# ANNEXURE 'A' TO NOTICE

**Details of Directors seeking appointment/reappointment at the Annual General Meeting to be held on 30<sup>th</sup> August, 2025:**

<b>Name of the Director</b>	<b>Mr. George Chacko</b>	<b>Mr. Abhijit Barooah</b>
DIN	08696541	00287145
Father's Name	Late Jacob Chacko	Late Bipul Ch. Barooah
Date of Birth / Age	23/01/1962 / 63 years	08/07/1962 / 62 years
Nationality	Indian	Indian
Date of first Appointment on the Board	13/02/2020	06/01/1994
Relationship between Directors inter-se	None	Brother of Mrs. Anamika Chowdhary, Director
Educational Qualification	B.A.(Humanities), MEP, IIMA	B.Tech. (Chem Engg.), IIT, Delhi and M.S. (Chem Engg.), Rochester University, USA
Experience & expertise	Vast experience in the industry with project management, finance and marketing expertise.	Vast experience in the Oil & Gas and construction industry in the oil sector with Technical and Managerial expertise.
Directorships held in other Companies as on 28 <sup>th</sup> May, 2025	Lafarge Umium Mining (P) Ltd.	Assam Air Products Pvt. Ltd. Superior Gas Products(P)Ltd. PCL Power Pvt. Ltd. Derby Commodities Pvt. Ltd. Classic Technotrade Pvt. Ltd. Bamboo Technology ParkLtd
Chairman/Member of the Board/ Committee of the Board as on 28 <sup>th</sup> May, 2025	Member of the Board of Directors and Nomination & Remuneration Committee of the Board.	Member of the Board of Directors and Stakeholders Relationship Committee and CSR Committee of the Board.
Chairman/Member of Committee of other Companies as on 28 <sup>th</sup> May, 2025	Member of CSR Committee of Lafarge Umium Mining (P) Ltd.	None
Number of Board Meetings attended during the years 2022-23, 2023-24 and 2024-25	2024-25 : 4 (four) 2023-24 : 2 (two) 2022-23 : 3 (three)	2024-25 : 5 (five) 2023-24 : 4 (four) 2022-23 : 4 (four)
Sitting fees/ commission, etc.	Entitled to sitting fee and conveyance at a fixed rate within the limits approved by the members as applicable to Non-executive Directors.	Entitled to remuneration fixed within the permissible limits prescribed under Schedule V to the Companies Act, 2013 and fixed under an agreement between the Company and Mr. Barooah.
Shareholding in the Company	500 equity shares of Rs.10/- each	15,86,600 equity shares of Rs.10/- each

# Form ISR – 1

(see SEBI circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

## REQUEST FOR REGISTERING PAN, KYC DETAILS OR CHANGES / UPDATION THEREOF

[For Securities (Shares / Debentures / Bonds, etc.) of listed companies held in physical form]

Date: \_\_\_\_/\_\_\_\_/\_\_\_\_

**A.** I / We request you to Register / Change / Update the following (Tick ✓ relevant box)

<input type="checkbox"/> PAN	<input type="checkbox"/> Bank details	<input type="checkbox"/> Signature
<input type="checkbox"/> Mobile number	<input type="checkbox"/> E-mail ID	<input type="checkbox"/> Address

### B. Security Details:

Name of the Issuer Company	Folio No.:	
Name(s) of the Security holder(s) as per the Certificate(s)	1. 2. 3.	
Number & Face value of securities		
Distinctive number of securities (Optional)	From	To

**C. I / We are submitting documents as per Table below** (tick ✓ as relevant, refer to the instructions):

	✓	Document / Information / Details	Instruction / Remark
1		PAN of (all) the (joint) holder(s)	
		PAN  Whether it is Valid (linked to Aadhaar): <input type="checkbox"/> Yes <input type="checkbox"/> No	<div style="text-align: center;"> <input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/>,              <input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/> </div> <div style="text-align: center;"> <input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/> </div> <p>PAN shall be valid only if it is linked to Aadhaar by March 31, 2022*</p> <p>For Exemptions / Clarifications on PAN, please refer to Objection Memo in page 4</p>
2		Demat Account Number	<div style="text-align: center;"> <input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/>    <input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/><input type="text"/> </div> <p>Also provide Client Master List (<b>CML</b>) of your Demat Account, provided by the Depository Participant.</p>

3	Proof of Address of the first holder	<p>Any one of the documents, only if there is change in the address;</p> <p><input type="checkbox"/> Client Master List (<b>CML</b>) of your Demat Account, provided by DP.</p> <p><input type="checkbox"/> Valid Passport/ Registered Lease or Sale Agreement of Residence / Driving License / Flat Maintenance bill.</p> <p><input type="checkbox"/> Utility bills like Telephone Bill (only land line), Electricity bill or Gas bill - Not more than 3 months old.</p> <p><input type="checkbox"/> Identity card / document with address, issued by any of the following: Central/State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions.</p> <p><input type="checkbox"/> For FII / sub account, Power of Attorney given by FII / sub-account to the Custodians (which are duly notarized and / or apostilled or consularised) that gives the registered address should be taken.</p> <p><input type="checkbox"/> The proof of address in the name of the spouse</p>
4	Bank details	<p>Account Number: _____</p> <p>Bank Name: _____</p> <p>Branch Name: _____</p> <p>IFS Code: _____</p> <p>Provide the following:</p> <p><input type="checkbox"/> <u>original cancelled cheque</u> with name of security holder printed on it or <u>Bank Passbook</u> or <u>Bank Statement attested by the Bank</u> #</p>
5	E-mail address	_____ #
6	Mobile	_____ #

\* or any date as may be specified by the CBDT

(DP: Depository Participant)

# In case it is not provided, the details available in the CML will be updated in the folio

**Authorization:** I / We authorise you (RTA) to update the above PAN and KYC details in my / our folio (s) \_\_\_\_\_, \_\_\_\_\_, (use Separate Annexure if extra space is required) in which I / We are the holder(s) (strike off what is not applicable).

**Declaration:** All the above facts stated are true and correct.

	Holder 1	Holder 2	Holder 3
Signature	✓		
Name	✓		
Full address	✓		
PIN	✓ <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>



# Form ISR – 2

(see circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

## Confirmation of Signature of securities holder by the Banker

1. Bank Name and Branch			
2. Bank contact details Postal Address Phone number E-mail address			
3. Bank Account number			
4. Account opening date			
5. Account holder(s) name(s)	1)		
	2)		
	3)		
6. Latest photograph of the account holder(s)			
	1 <sup>st</sup> Holder	2 <sup>nd</sup> Holder	3 <sup>rd</sup> Holder
7. Account holder(s) details as per Bank Records			
a) Address			
b) Phone number			
c) Email address			
d) Signature(s)			
1)		2)	
Signature verified as recorded with the Bank			
Seal of the Bank			
	(Signature)		
Place:	Name of the Bank Manager		
	Employee Code		
Date:	E-mail address		

# Form ISR - 3

## Declaration Form for Opting-out of Nomination by holders of physical securities in Listed Companies

(see SEBI circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

[Under Section 72 r/w Section 24 (1) (a) of Companies Act, 2013 r/w Section 11(1) and 11B of SEBI Act, 1992 and Clause C in Schedule VII and Regulation 101 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

Name of the Company :  
Registered Address of the Company:

I / we ..... the holder(s) of the securities particulars of which are given hereunder, **do not wish to nominate** any person(s) in whom shall vest, all the rights in respect of such securities in the event of my /our death.

PARTICULARS OF THE SECURITIES (in respect of which nomination is being opted out)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

I/ we understand the issues involved in non-appointment of nominee(s) and further are aware that in case of my / our death, my / our legal heir(s) / representative(s) are required to furnish the requisite documents / details, including, Will or documents issued by the Court like Decree or Succession Certificate or Letter of Administration / Probate of Will or any other document as may be prescribed by the competent authority, for claiming my / our aforesaid securities.

Name(s) and Address of Security holders(s)  
Sole / First Holder Name

Signature(s)

Second Holder Name

Third Holder Name

Name and Address of Witness	Signature

**Form No. SH-13**

**Nomination Form**

***[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]***

To

Name of the company:

Address of the company:

I/We ..... the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S —

(a) Name:

(b) Date of Birth:

(c) Father's/Mother's/Spouse's name:

(d) Occupation:

(e) Nationality:

(f) Address:

(g) E-mail id:

(h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR--

(a) Date of birth:

(b) Date of attaining majority

(c) Name of guardian:

(d) Address of guardian:

Name:

Address:

Name of the Security

Holder (s)

Signature

Witness with  
name and address

**Form No. SH-14**

**Cancellation or Variation of Nomination**

***[Pursuant to sub-section (3) of section 72 of the Companies Act, 2013 and rule 19(9) of the Companies (Share Capital and Debentures) Rules 2014]***

Name of the company:

I/We hereby cancel the nomination(s) made by me/us in favor of.....(name and address of the nominee) in respect of the below mentioned securities.

or

I/We hereby nominate the following person in place of ..... as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being cancelled / varied )

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

(2) (a) PARTICULARS OF THE NEW NOMINEE:

- i. Name:
- ii. Date of Birth:
- iii. Father's/Mother's/Spouse's name:
- iv. Nationality:
- v. Address:
- vi. E-mail id:

vii. Relationship with the Security holder:

(b) IN CASE NEW NOMINEE IS A MINOR--

i. Date of Birth:

ii. Date of attaining majority

iii. Name of guardian:

iv. Address of guardian:

Signature

Name of the Security

Holder (s)

Witness with name and address