



## INDIA PESTICIDES LIMITED

CIN - L24112UP1984PLC006894

Tel : +91-522-2653602, 2653603, 2653622, 4041014 Fax : +91-522-2653610

Corporate Address: Water Works Road, Swarup Cold Storage Compound,  
Aishbagh, Lucknow-226004

Registered Office -35-A, Civil Lines, Bareilly - 243001

e-mail id-investor@indiapesticideslimited.com website: www.indiapesticideslimited.com

# NOTICE

Notice is hereby given that the 37<sup>th</sup> **Annual General Meeting ("the AGM") of India Pesticides Limited ("IPL")** will be held on **Tuesday, August 23, 2022 at 12:30 P.M.** through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"), without the physical presence of members at the AGM venue to transact businesses as set out in this notice. The following businesses will be transacted at the AGM:

### ORDINARY BUSINESSES:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022, the Reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 and the Report of Auditors thereon.**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022, the Reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 and the report of Auditors thereon, as circulated to the Members and laid before the meeting, be received, considered, and adopted."

- 2. To declare a Final Dividend on equity shares of the Company for the Financial Year 2021-22.**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the recommendation of the Board of Directors, the final dividend for the financial year 2021-22 at the rate of Rs. 0.75/- per equity share of the face value of Rs. 1/- each, be and is hereby declared and that the same be paid out of the profit of the Company"

- 3. To appoint a director in place of Mr. Rahul Arun Bagaria (DIN: 06611268), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 152 (6) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time ("Act"), Mr. Rahul Arun Bagaria (DIN: 06611268) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

### SPECIAL BUSINESSES:

- 4. To re-appoint Mr. Anand Swarup Agarwal as a Chairman and Non-Executive Director of the Company.**

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

**"RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulation 17(1A) and other applicable regulations, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors, the consent of members be and is hereby accorded to re-appoint Mr. Anand Swarup Agarwal (DIN: 00777581), who has attained the age of 77 years, as Chairman & Non-executive Director of the Company for a period of five years.

**RESOLVED FURTHER THAT** any of the Director and/or Mr. Ajeet Pandey, Company Secretary and Compliance Officer of the Company, be and is hereby severally authorized to take all steps for giving effect to the aforesaid resolution, including making the necessary applications, filing forms and doing all such acts, deeds, and things as may be required or deemed necessary to implement this resolution.

- 5. Increase in Remuneration of the Whole-Time Director.**

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

**"RESOLVED THAT** subject to the provisions of Section 196 read with Schedule V and other applicable provisions, if any, of the

Companies Act, 2013, (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of the members be and is hereby accorded for increase in the remuneration of Mr. Rajendra Singh Sharma, Whole-Time Director of the Company and authority be given to Board of Directors to alter and vary the terms and conditions of the remuneration from time to time within the scope of Schedule V of the Companies Act, 2013, or any amendments thereto or any re-enactment thereof as may be agreed to between the Board of Directors and Mr. Rajendra Singh Sharma.

**Remuneration:**

1. Consolidated salary @ ₹ 66,900/- per month
2. 10% Annual Salary Increase every year
  - He shall be entitled to the bonus/ex-gratia payment if any as may be decided by the Chairperson of the Company from time to time.
  - Moreover, he shall be entitled to the perquisites, benefits, and allowance as may be decided by the management from time to time;
  - In addition to the above, he shall be entitled to Company's contribution to Provident Fund, leave encashment and payment of gratuity as per the Policy of the Company.
  - The perquisites, if any shall be valued in terms of actual expenditure incurred by the Company and shall be evaluated wherever applicable as per Income Tax Act, 1961 or rules made thereunder and any modification thereof.
  - he shall be entitled to use the company's car, all the expenses for maintenance and running of the same including the salary of the driver to be borne by the Company if any.
  - Telecommunications facilities including broadband, internet and mobile if any.

**RESOLVED FURTHER THAT** Board of Directors be and are hereby authorized to take such steps as may be necessary, desirable or expedient to give effect to this resolution."

**6. To ratify the remuneration of Cost Auditors for the Financial Year 2022-23.**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the consent of the members be and is hereby accorded to ratify the remuneration payable to, M/s Honey Singh & Associates, Cost Accountants (FRN: 101134), Lucknow who were appointed by the Board of Directors of the Company, to conduct the audit of the cost records for the financial year 2022-23, of an amount of Rs. 0.12

million p.a. plus applicable taxes and out of pocket expenses that may be incurred by them during the course of the audit.

**RESOLVED FURTHER THAT** any of the directors of the Company and/or Mr. Ajeet Pandey, Company Secretary and Compliance Officer of the Company, be and is hereby severally authorized to do all such acts, deeds and things, as they may in their absolute discretion, deem necessary to give effect to this resolution."

**7. To ratify the remuneration of Cost Auditors for the Financial Year 2021-22.**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the consent of the members be and is hereby accorded to ratify the remuneration paid to, M/s Honey Singh & Associates, Cost Accountants (FRN: 101134), Lucknow who were appointed by the Board of Directors of the Company, to conduct the audit of the cost records for the financial year 2021-22, of an amount of Rs. 0.10 million p.a. plus applicable taxes and out-of-pocket expenses that may be incurred by them during the course of the audit.

**RESOLVED FURTHER THAT** any of the director of the Company and/or Mr. Ajeet Pandey, Company Secretary and Compliance Officer of the Company, be and is hereby severally authorized to do all such acts, deeds and things, as they may in their absolute discretion, deem necessary to give effect to this resolution."

**8. To Maintain registers, returns and records at a place other than the Registered Office of the Company.**

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

**"RESOLVED THAT** consent of the members, be and is hereby accorded to maintain the registers, returns and records at the Corporate Office of the Company at Water Works Road, Swarup Cold Storage Compound, Aishbagh, Lucknow-226004.

**RESOLVED FURTHER THAT** any of the Director and/or Mr. Ajeet Pandey, Company Secretary and Compliance Officer of the Company, be and is hereby authorized to take all steps for giving effect to the aforesaid resolution, including making the necessary applications, filing forms and doing all such acts, deeds, and things as may be required or deemed necessary to implement this resolution."

By the order of the Board  
**For India Pesticides Limited**

**Ajeet Pandey**  
Company Secretary and  
Compliance Officer  
Membership No.: A42500  
Address: Swarup Cold Storage, Water Works Road,  
Aishbagh, Lucknow-226004

Date: 02.07.2022  
Place: Lucknow

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts concerning the businesses under Item Nos. 4 to 8 of the accompanying Notice is annexed hereto as **Annexure I**.
2. In view of the COVID-19 pandemic, The MCA vide its General Circular 19/2021 dated December 08, 2021, General Circular 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated 05.05.2022, it has been decided to allow the Companies whose AGMs are due in the Year 2022, to conduct their AGMs on or before 31<sup>st</sup> December, 2022 in accordance with the requirements laid down in PARA 3 and PARA 4 of the General Circular No. 20/2020 dated 05.05.2020. In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 37<sup>th</sup>AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue. The Members can attend and participate in the AGM through VC/OAVM only. Further, the Company has entered into agreement with National Securities Depository Limited (NSDL) being the first year of listing for the purpose of availing remote e-voting/ e-voting system for casting vote during AGM. The venue of the AGM shall be deemed to be the Registered Office of the Company at 35-A Civil Lines Bareilly, Uttar Pradesh -243001.
3. In terms of the MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 37<sup>th</sup>AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 37<sup>th</sup> AGM through VC/OAVM Facility only. Therefore, the attendance slip and route map are not annexed to this notice.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Corporate/Institutional Members intending to authorize their representative to attend the Meeting through VC facility are requested to send to the Company, a certified true copy of the board resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting. The said resolution/authorisation shall be sent to the scrutinizer, GSK & Associates, Company Secretaries appointed by the Company ("Scrutinizer"), by e-mail through its registered e-mail address to [cssaket.associates@gmail.com](mailto:cssaket.associates@gmail.com) with a copy marked to NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
6. Facility of joining the AGM through VC facility shall open 15 minutes before the time scheduled for the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 Members on first come first served basis. This will not include large shareholders (Members 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. Alternatively, Members can also view the proceedings of the AGM through live webcast facility available at <https://www.evoting.nsdl.com>.
7. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 16<sup>th</sup> August, 2022 to Tuesday, 23<sup>rd</sup> August, 2022 (both days inclusive) for the purpose of the AGM.
8. If the Final Dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such **dividend, subject to deduction of tax at source**, will be made on or after 24<sup>th</sup> August 2022 to all the Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively referred as "Depositories", as on record date i.e. Friday, 12<sup>th</sup> August, 2022.
9. The Resident Non-Individual Members i.e. Insurance companies, Mutual Funds and Alternative Investment Fund (AIF) established in India and Non-Resident Non-Individual Members i.e. Foreign Institutional Investors and Foreign Portfolio Investors may alternatively submit the relevant forms / declarations / documents through their respective custodian who is registered on NSDL platform, on or before the aforesaid timelines.
10. Members are requested to note that under Section 124 of Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), the amount of dividend remaining unpaid or unclaimed, for a period of seven years from the due date, is required to be transferred to the Investor Education and Protection Fund (IEPF) constituted by the Central Government of India.
11. The Company's Registrar and Transfer Agent (RTA) for its Share Registry Work is Kfin Technologies Limited (formerly known as Kfin Technologies Private Limited), having its office at Selenium Tower -B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500 032, Telangana, India, Phone: +91 4067162222, E-mail Id: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)
12. In compliance with the MCA Circulars and SEBI Circulars, and owing to the difficulties involved in dispatching of physical copies, Notice of the 37<sup>th</sup> AGM along with the Annual Report for the financial year 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company or CDSL/NSDL ("Depositories/DP"). Members may note that the Notice of the 37<sup>th</sup> AGM along with the Annual Report for the financial year 2021-22 will also be available on the Company's corporate website <https://www.indiapesticideslimited.com> and also on the websites of the Stock Exchanges i.e. BSE Limited and

National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The Notice of the 37<sup>th</sup> AGM will also be available at the website of KFinTech at <https://evoting.kfintech.com>

13. Members are requested to intimate/update changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. (along with duly cancelled cheque leaf stating the said details) to their Depository Participant.
14. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
15. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility of nomination in respect of shares held by them..
16. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participant This may be considered as an advance opportunity to the members to register their e-mail address and changes therein as required under Rule 18 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the Securities Market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
18. In terms of Section 152 of the Act, Mr. Rahul Arun Bagaria, Director of the Company, liable to retire by rotation at this Annual General Meeting and being eligible, offers themselves for re- appointment.
19. Details under Regulation 36(3) of the Listing Regulations and in terms of Secretarial Standard-2 in respect of the Directors seeking appointment/re-appointment at the 37<sup>th</sup>Annual General Meeting are annexed hereto as **Annexure II** to this Notice which forms part of the explanatory statement. Requisite declarations have been received from the Directors seeking appointment/re-appointment.
20. Non-Resident Indian members are requested to inform RTA respective DP's, immediately of:
  - Change in their residential status on return to India for permanent settlement.
  - Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the bank with pin code number, if not furnished earlier.

21. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, 16<sup>th</sup> August, 2022. Members are eligible to cast their vote only if they are holding shares as on cut-off date and a person who is not a member as on the cut off date should treat this notice for information purposes only.
22. Members of the Company who acquires shares after the sending of the Notice by the Company and hold shares as on the cut-off date i.e Tuesday, 16<sup>th</sup> August, 2022, shall follow the same procedure for e- Voting as mentioned at **point no 27**.
23. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories and Company's RTA as on the cut-off date only shall be entitled to avail the facility remote e-voting as well as voting at the AGM through VC/OAVM.

**24. An Electronic Dispatch of Annual Report and Process for Registration of Email Id for Obtaining Copy of Electronic Annual Report:**

- (i) In accordance with, the General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 issued by MCA and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 and General Circular No. 02/2022 dated 05.05.2022 it has been decided to allow the Companies whose AGMs are due in the Year 2022, to conduct their AGMs on or before 31<sup>st</sup> December, 2022 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of the AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
- (ii) Members who do not have registered their E-mail ID and/or bank details (such as Bank Account No., name of the Bank, Branch, IFCS Code and Place with PIN Code No.) are required to register their email addresses and/or bank details, in respect of electronic holdings with their concerned Depository Participants by following due procedure, which is as under:

<b>In case, Demat Holding</b>	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.
-------------------------------	--

- (iii) The Notice of AGM along with Annual Report for the financial year 2021-22, is available on the website of the Company at <https://www.indiapesticideslimited.com>, on the website of Stock Exchanges where shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

## 25. PROCEDURE FOR INSPECTION OF DOCUMENTS:

- The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013, and the relevant documents referred to in the Notice will be available, electronically, for inspection by the Members during the AGM.
- All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM.
- Members seeking to inspect such documents can send an e-mail to [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com)
- Members may also note that the Notice of the 37<sup>th</sup> AGM and the Annual Report for the financial year 2021-22 will also be available on the Company's corporate website, <https://www.indiapesticideslimited.com> for download. The physical copies of the documents referred to in this Notice will also be available at the Company's Corporate Office for inspection during normal business hours on working days, up to the date of the Meeting.

## 26. DIVIDEND TDS COMMUNICATION:

1. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on Friday, 12<sup>th</sup> August, 2022, i.e. the date prior to the commencement of book closure, being the Record date, will be paid the Final Dividend for the financial year ended 31<sup>st</sup> March, 2022, as recommended by the Board, if approved at the AGM, within 30 days from the date of AGM.
2. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or its Registrar & Transfer Agent cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participant(s) of the Members. Members holding shares in demat form are requested to intimate any change in their address and/or bank mandate immediately to their Depository Participants.

3. Shareholders may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company on or after 1<sup>st</sup> April, 2020 shall be taxable in the hands of the Shareholders. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making the final dividend. In order to enable us to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961.
4. The Resident Non-Individual Members i.e. Insurance companies, Mutual Funds and Alternative Investment Fund (AIF) established in India and Non-Resident Non-Individual Members i.e. Foreign Institutional Investors and Foreign Portfolio Investors may alternatively submit the relevant forms / declarations / documents through their respective custodian who is registered on NSDL platform, on or before the aforesaid timelines.

## 27. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

**The remote e-voting period begins on Saturday 20<sup>th</sup> August, 2022 at 09:00 A.M. and ends on Monday 22<sup>nd</sup> August, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday 16<sup>th</sup> August, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday 16<sup>th</sup> August, 2022.**

### **How do I vote electronically using NSDL e-Voting system?**




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

#### **Step 1: Access to NSDL e-Voting system**

#### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode is given below:**

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>Existing <b>IDEAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDEAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDEAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDEAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their 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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
<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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 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. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL)	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - How to retrieve your 'initial password'?
    - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account. The pdf file contains your 'User ID' and your 'initial password'.
    - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

      - In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com) or [inward.ris@kfintech.com](mailto:inward.ris@kfintech.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
      - Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated 9<sup>th</sup> December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  - Now, you will have to click on "Login" button.
  - After you click on the "Login" button, Home page of e-Voting will open.
- Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**
- How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**
- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
  - Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
  - Now you are ready for e-Voting as the Voting page opens.
  - Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.



5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cssaket.associates@gmail.com](mailto:cssaket.associates@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "**Forgot User Details/Password?**" or "**Physical User Reset Password?**" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Senior manager NSDL or Ms. Soni Singh, Asst.Manager-NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
4. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. August 16<sup>th</sup> 2022, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "**Forgot User Details/Password**" or "**Physical User Reset Password**" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800 1020 990 and 1800 22 44 30 . In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. August 16<sup>th</sup> 2022 may follow steps mentioned in the Notice of the AGM under "**Access to NSDL e-Voting system**".

#### Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number, email id, mobile number at [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com). The same will be replied by the company suitably.
6. Members desiring any information/clarification on the accounts or any matter to be placed at the AGM are requested to write to the Company at [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com) on or before 29<sup>th</sup> July, 2022 to enable the management to keep information ready at the AGM. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, demat account number/folio no., mobile number at [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com) on or before 16<sup>th</sup> August, 2022. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The other members desiring to seek information/clarification during the AGM may ask through the chat box facility provided by NSDL. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for

smooth conduct of the AGM.

**26. PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:**

Members desiring any information/clarification on the accounts or any matter to be placed at the AGM are requested to write to the Company at [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com) on or before **20<sup>th</sup> August, 2022** to enable the management to keep information ready at the AGM. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, demat account number/folio no., mobile number at [investor@indiapesticideslimited.com](mailto:investor@indiapesticideslimited.com) on or before **20<sup>th</sup> August, 2022**. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The other members desiring to seek information/clarification during the AGM may ask through the chat box facility provided by NSDL. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

**27. DECLARATION OF RESULTS**

1. Mr. Saket Sharma, a Practicing Company Secretary (Certificate of Practice No. 2565, Membership No. FCS 4229), Partner, M/s. GSK & Associates has been appointed as the Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner.
2. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.
3. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Meeting i.e. Tuesday, 23<sup>rd</sup> August, 2022.
4. The results shall be declared not later than forty-eight hours from conclusion of the meeting by posting the same on the website of the Company ([www.indiapesticideslimited.com](http://www.indiapesticideslimited.com)), website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and by filing with the BSE Ltd. and National Stock Exchange of India Ltd. It shall also be displayed on the Notice Board at the Registered Office & Corporate Office of the Company.

## ANNEXURE- I

### Explanatory Statement

[pursuant to Section 102 of Companies Act, 2013]

#### Item No. 4

Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors, in its Meeting held on May 28, 2022 has approved the re-appointment of Mr. Anand Swarup Agarwal as (Chairman & Non-Executive Director) and recommended the same for the approval by the Shareholders of the Company.

Pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the Listing Regulations), effective from April 1, 2019; no listed entity shall appoint a person or continue the directorship of any person as a non-executive director, who has attained the age of 75 (seventy-five) years and shall continue directorship or appointed as non-executive director unless a special resolution has been passed to that effect.

Mr. Anand Swarup Agarwal has already attained the age of seventy seven (77) years and hence pursuant to Regulation 17(1A) of the Listing Regulations, the shareholders are requested to accord approval for the re-appointment of Mr. Anand Swarup Agarwal as (Chairman & Non-Executive Director) of the Company. He has been associated with the Company since its incorporation as a Promoter and he is also a Co-founder of the Company. Mr. Agarwal's rich and varied experience in the industry and his understanding of business helps the management in taking the financial and business decisions diligently as well as his presence in the Board will be beneficial for the growth of the Company. The Independent Directors have appreciated his role as Chairman of the Company in their meeting. They have appreciated his zeal, enthusiasm, positive attitude and his openness to accept all the suggestions of the directors for betterment of the Company and looking for the implementation of those suggestions in the best interest of the Company.

#### Details of Director are as under:

<b>Name</b>	Anand Swarup Agarwal
<b>Age</b>	77 years
<b>DIN</b>	00777581
<b>Date of Birth</b>	23/01/1945
<b>Date of Appointment</b>	10/09/2020

The Directors recommends the Item No. 4 of the Notice for consent and approval by the shareholders by way of Special Resolution.

None of the Directors are interested in this resolution except Mr. Anand Swarup Agarwal.

#### Item No. 5

In view of the contribution and ongoing efforts of Mr. Rajendra Singh Sharma, Whole Time Director of the Company, the Nomination and Remuneration Committee at its meeting held on

16<sup>th</sup> March 2022, recommended to the Board of Directors of the Company to increase the remuneration of Director in the manner as provided in the proposed resolution.

The proposed remuneration is towards his able guidance and a service provided to the Company and is well within the limits prescribed under Schedule V of The Companies Act, 2013.

The present proposal requires approval of Shareholders of the company by way of Special Resolution.

#### Details of Director are as under:

<b>Name</b>	Rajendra Singh Sharma
<b>Age</b>	77 years
<b>Date of Appointment</b>	10.06.1998
<b>Qualification</b>	B.Sc. in Agriculture
<b>Experience and Expertise in specific functional areas</b>	Mr. Rajendra Singh Sharma is having 31 Years of experience in field of Pesticides
<b>List of other Public Limited Companies in which directorships held.</b>	Anand Herbal Limited Shalvis Specialities Limited
<b>No- Of Equity Shares held in the Company</b>	Nil
<b>Relationship with other Directors, Manager and Key Managerial Personnel</b>	None

The Directors recommend the Item No. 5 of the Notice for consent and approval by the shareholders.

None of the Directors are interested in this resolution except Mr. Rajendra Singh Sharma.

#### Item No. 6

The Board on the recommendation of the Audit Committee, approved the re-appointment of **M/s Honey Singh & Associates, Cost Accountants FRN: 101134**, Lucknow as the Cost Auditors to conduct the cost audit of the Company for the Financial Year 2022-23 and remuneration of Rs. 0.12 million p.a. have been fixed for this purpose. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the ratification for the remuneration payable to the Cost Auditors for the Financial Year 2022-23 by way of an Ordinary Resolution is being sought from the members as set out at Item No. 6 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members.

None of the Directors of the Company or their relatives is, in any way, concerned or interested, in the resolution set out at Item No. 6 of the Notice.

**Item No. 7**

The Board at its meeting held on 25<sup>th</sup> May 2021 decided to change the Cost Auditor and therefore did not approved the appointment of Manoj Mishra & Associates as Cost Auditors of the Company due to the fact that he held the position as Cost Auditor of the Company for more than five years and in order to maintain transparency and fairness the Board suggested to appoint a new cost auditor of the Company to conduct cost audit for F.Y. 2021-22.

The Chairperson placed before the Board a proposal to appoint **M/s Honey Singh & Associates, Cost Accountants FRN: 101134**, 1<sup>st</sup> Floor, 551Ka/134, Chander Nagar, Alambagh, Lucknow - 226005 as a Cost Auditors and the Board at its meeting held on 22<sup>nd</sup> July, 2021 approved the appointment of Cost Auditor and recommended the remuneration to the shareholders for ratification.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, ratification for the remuneration payable to the Cost Auditors for the Financial Year 2021-22 by way of an Ordinary Resolution is being sought from the members as set out at Item No. 7 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the Members.

None of the Directors of the Company or their relatives is, in any way, concerned or interested, in the resolution of the Notice.

**Item No. 8**

The Board approved and recommends to the shareholders a proposal for the maintenance of registers, returns and records at the place other than registered office of the Company.

Pursuant to Section 94 of Companies Act, 2013 the registers required to be kept and maintained by a company under section 88 and copies of the annual return filed under section 92 shall be kept at the registered office of the company.

Provided that such registers or copies of return may also be kept at any other place in India in which more than one-tenth of the total number of members entered in the register of members reside, if approved by a special resolution passed at a general meeting of the Company.

The Board of Directors at their meeting held on 28<sup>th</sup> May, 2022 have approved the maintenance of registers, returns and records of the Company at its Corporate Office at Water Works Road, Swarup Cold Storage Compound, Aishbagh, Lucknow-226004, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the Members.

None of the Directors of the Company or their relatives is, in any way, concerned or interested, in the resolution of the Notice.

By the order of the Board  
**For India Pesticides Limited**

**Ajeet Pandey**

Company Secretary and  
Compliance Officer

Membership No.: A42500

Address: Swarup Cold Storage, Water Works Road,  
Aishbagh, Lucknow-226004

Date: 02.07.2022

Place: Lucknow

## ANNEXURE- II

Information of directors to be re-appointed at the forthcoming Annual General Meeting pursuant to Regulation 36(3) (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of Companies Act, 2013 read with Secretarial Standard -2.

### Mr. Rahul Arun Bagaria

Mr. Rahul Arun Bagaria is Non-Executive Director of the Company. He holds a Bachelor's Degree in commerce from University of Mumbai and is Qualified Chartered Accountant. He has extensive professional experience and expertise in corporate law and taxation.

<b>Name</b>	Mr. Rahul Arun Bagaria
<b>Designation</b>	Non-Executive Director
<b>Date of Birth</b>	16.08.1989
<b>Age</b>	32 years
<b>Qualifications</b>	Qualified Chartered Accountant
<b>Experience</b>	More than 5 years
<b>Remuneration last drawn</b>	Being Non- Executive Director of the Company, no remuneration has been drawn by Mr. Rahul Arun Bagaria, apart from sitting fee.
<b>Nationality</b>	Indian
<b>Expertise in specific functional area</b>	Strategic planning, leadership and has rich experience in field of financial management & industry experience in agro chemical industry.
<b>Date of first appointment on the Board of the Company</b>	23.01.2021
<b>No. of Equity Shares held in the Company</b>	Nil
<b>No. of Board meetings attended during the year (F.Y. 2021-22)</b>	6
<b>Relationship with other directors, Manager and other KMP</b>	Nil
<b>Other Directorships, Membership/ Chairmanship of Committees of other Boards</b>	Nil
<b>Terms and conditions of appointment or re-appointment</b>	Liable to retire by rotation and is eligible for re-appointment.
<b>Names of the listed entities from which the person has resigned in the past three years</b>	Nil

### Mr. Anand Swarup Agarwal

Mr. Anand Swarup Agarwal is Founder and Promoter of the Company. He is Chairman as well as Non-Executive Director in the Company. He holds a Bachelor's degree in law from the University of Lucknow. He has experience of over 37 years in agro-chemical manufacturing. He was nominated as a part time non-official director on the Board of Directors of Punjab National Bank. He also served as a Director on the Board of Directors of PNB Gilts Limited. He has been awarded with the UP Ratan award in year 2013 by the All India Conference of Intellectuals.

<b>Name</b>	Mr. Anand Swarup Agarwal
<b>Designation</b>	Chairman and Non-Executive Director
<b>Date of Birth</b>	23.01.1945
<b>Age</b>	77years
<b>Qualifications</b>	Bachelor's Degree in Law from University of Lucknow
<b>Experience</b>	37 years
<b>Remuneration last drawn</b>	Being Non- Executive Director of the Company, no remuneration has been drawn by Mr. Anand Swarup Agarwal, apart from sitting fee.
<b>Nationality</b>	Indian
<b>Expertise in specific functional area</b>	He has over 37 years of experience in agrochemical manufacturing
<b>Date of first appointment on the Board of the Company</b>	10.09.2020
<b>No. of Equity Shares held in the Company</b>	3,52,83,092
<b>No. of Board meetings attended during the year (F.Y. 2021-22)</b>	6
<b>Relationship with other directors, Manager and other KMP</b>	Nil
<b>Other Directorships, Membership/ Chairmanship of Committees of other Boards</b>	Nil
<b>Terms and conditions of appointment or re-appointment</b>	Term: Five years Liable to retire by rotation and is eligible for re-appointment.
<b>Names of the listed entities from which the person has resigned in the past three years</b>	Nil