



SHARE INDIA SECURITIES LIMITED
CIN: L67120GJ1994PLC115132

Registered Office: 1701-1703, 17th Floor, Dalal Street Commercial Co-operative Society Limited,
Road 5E, Block 53, Zone 5, Gift City, Gandhinagar, Gujarat – 382355, India.

Corporate Office: A-15, Sector-64, Noida, Distt. Gautam Buddha Nagar, Uttar Pradesh-201301,
Tel.: 0120-4910000, 0120-6910000 Fax : 0120-4910030

E-mail: secretarial@shareindia.com, Website: www.shareindia.com

POSTAL BALLOT NOTICE

[Notice Pursuant to Section 108 & 110 of the Companies Act, 2013, read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given pursuant to the provisions of Section(s) 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”), read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “**MCA Circulars**”), SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (“**SEBI circular**”), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“**SS-2**”) and any other applicable law, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended herewith are proposed to be passed by the Members of the Company (as on the Cut-off Date) by means of postal ballot only by voting through electronic means (remote e-voting):

Sl. No.	Particulars
1.	Appointment of Dr. Ananta Singh Raghuvanshi (DIN: 02128559) as an Independent Director
2.	Appointment of Mr. Rajendran Chinna Veerappan (DIN: 00460061) as an Independent Director
3.	Appointment of Mr. Subhash Chander Kalia (DIN: 00075644) as an Independent Director

An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons / rationale thereof forms part of this postal ballot Notice (“**the Notice**” or “**the Postal Ballot Notice**”).

In compliance with the aforementioned MCA/SEBI Circulars, the Postal Ballot Notice is being sent only through electronic mode to all its Members who have registered their email addresses with the Depository Participants and the communication of assent/dissent of the Members will only take place through the remote e-voting system. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting period	9:00 a.m. IST on Wednesday, April 24, 2024
Conclusion of remote e-voting period	5:00 p.m. IST on Thursday, May 23, 2024
Cut-off Date for eligibility to vote	Friday, April 19, 2024

The remote e-voting facility will be disabled by CDSL immediately after **5:00 p.m. IST on Thursday, May 23, 2024** and voting will be disallowed thereafter.

The detailed procedure with respect to remote e-voting is mentioned in this Notice. The Company has engaged the Central Depository Services Limited (CDSL) for facilitating remote e-voting.

The Board of Directors of the Company has appointed Mr. Naveen Kumar, Practicing Company Secretary of M/s N Kumar & Associates, having COP No. 22084, as the Scrutinizer for scrutinizing the postal ballot process (through remote e-voting) in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman or any person duly authorised by him. The results of e-voting shall be declared within two working days from the conclusion of e-voting process, i.e. on or before **5:00 PM IST on Monday, May 27, 2024** and will be displayed along with the Scrutinizer's Report at the Registered Office and Corporate Office of the Company, communicated to the Stock Exchanges on which the Company's shares are listed and would also be uploaded on the Company's website: <https://www.shareindia.com> and on the website of CDSL: www.evotingindia.com.

SPECIAL BUSINESS

ITEM NO.1

Appointment of Dr. Ananta Singh Raghuvanshi (DIN: 02128559) as an Independent Director.

To consider and, if thought fit, to pass, the following resolutions as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act, applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the LODR Regulations”) and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Articles of Association of the Company, Dr. Ananta Singh Raghuvanshi (DIN: 02128559), who was appointed as an Additional Director designated as Independent Director by the Board of Directors with effect from March 28, 2024, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and who has submitted a notice under Section 160 of the Act, proposing her candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a term of five (05) consecutive years with effect from March 28, 2024;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

ITEM NO.2

Appointment of Mr. Rajendran Chinna Veerappan (DIN: 00460061) as an Independent Director.

To consider and, if thought fit, to pass, the following resolutions as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act, applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the LODR Regulations”) and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, Mr. Rajendran Chinna Veerappan (DIN: 00460064), who was appointed as an Additional Director designated as Independent Director by the Board of Directors with effect from March 28, 2024, who meets the criteria for independence under Section 149(6) of the Act and the rules made thereunder and Regulation 16 (1)(b) of the LODR Regulations and who has submitted a notice under Section 160 of the Act, proposing his candidature

for the office of a Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a term of five (05) consecutive years with effect from March 28, 2024;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

ITEM NO.3

Appointment of Mr. Subhash Chander Kalia (DIN: 00075644) as an Independent Director.

To consider and, if thought fit, to pass, the following resolutions as Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act, applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the LODR Regulations”) and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, Mr. Subhash Chander Kalia (DIN: 00075644), who was appointed as an Additional Director designated as Independent Director by the Board of Directors with effect from March 28, 2024, who meets the criteria for independence under Section 149(6) of the Act and the rules made thereunder and Regulation 16 (1)(b) of the LODR Regulations and who has submitted a notice under Section 160 of the Act, proposing his candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a term of five (05) consecutive years with effect from March 28, 2024;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

By the order of the Board of Directors of
Share India Securities Limited

Sd/-

Vikas Aggarwal

Company Secretary & Compliance Officer

Membership No.: FCS 5512

Address: B-44, UGF, Mohan Park, Naveen

Shahdara, Delhi-110032

Date: April 18, 2024

Place: Noida

Notes

- a) The Explanatory Statement pursuant to Section 102 read with Section 110 of the Act along with details in terms of Regulation 36(3) of the LODR Regulations setting out all material facts and reasons for all the aforesaid special business is annexed hereto.
- b) This Postal Ballot Notice is being sent to the Members whose names appear in list of beneficial owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Depository Participant(s), on **Friday, April 19, 2024 i.e. "the Cut-off Date"**. A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to remote e-voting i.e., by casting votes electronically instead of submitting the postal ballot form. The physical copy of the Notice along with the postal ballot form and the pre-paid business reply envelope are not being sent to the Members. Accordingly, the Members may note that communication of the assent or dissent of the Members would take place through the remote e-voting system only.
- c) Voting Rights shall be reckoned on the paid-up value of the shares registered in the name of the members as on **Friday, April 19, 2024 i.e. "the Cut-off Date"**.
- d) Once the vote on the Resolutions is cast by the Members, the Members shall not be allowed to change it subsequently.
- e) Mr. Naveen Kumar, Practicing Company Secretary of M/s. N Kumar & Associates having COP No. 22084 has been appointed as Scrutinizer for scrutinizing the postal ballot in accordance with the law in a fair and transparent manner.
- f) Members may note that this Postal Ballot Notice will also be available on the website of the Company viz., www.shareindia.com and on the website of Central Depository Services (India) Limited (CDSL): www.evotingindia.com and shall also be available on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com.
- g) All the material documents referred to in explanatory statement, if any, will be available for inspection only through electronic mode on all working days during the business hours of the Company from the date of dispatch of notice through email up to the last date of e-voting, i.e., **Thursday, May 23, 2024**. Members may send their requests to secretarial@shareindia.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period.
- h) Members are requested to register their email addresses and submit their PAN with their respective Depository Participant (DP).
- i) Members are requested to kindly mention their DP ID and Client ID in all their correspondence with the Company’s Registrar in order to enable the Company to reply to their queries promptly.
- j) The Scrutinizer will submit his report to the Chairman or any person duly authorised by him. The Chairman will, or in his absence, any Director/Company Secretary duly authorised by the Chairman, will announce the results of voting on or before **Monday, May 27, 2024**. The last date specified by the Company for remote e-voting, i.e. **May 23, 2024**, shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority. Further, resolutions passed by the Members through postal ballot are deemed to have been passed as if they are passed at a general meeting of the Members. The Scrutinizer’s decision on the validity of the votes cast through Postal Ballot shall be final. The results along with Scrutinizer’s Report of the postal ballot will be displayed at the Registered Office and Corporate Office of the Company, placed on the Website of the Company i.e. www.shareindia.com and on the website of CDSL i.e.

www.evotingindia.com and shall simultaneously be intimated to the Stock Exchanges on which the shares of the Company are listed.

- k) In this Notice and the statement of material facts, the term “shareholder(s)” and “member(s)” are used interchangeably.
- l) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned/physical 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, in either of the following ways, namely:
- A. To the Scrutinizer by e-mail to naveen.csverma@gmail.com with a copy marked to helpsedk.evoting@cdslindia.com;
 - B. To the Company by e-mail to secretarial@shareindia.com;
 - C. To the corporate office of the Company at A-15, Sector-64, Noida, Gautam Buddha Nagar-201301.
- m) Contact details of the persons(s) responsible to address the queries/grievances connected with the remote e-voting by Postal Ballot including voting by electronic means are as under:

Company	Registrar and Share Transfer Agent	Depository
<p>Mr. Vikas Aggarwal Company Secretary & Compliance Officer Tel:+91-0120-4910000 E-mail: secretarial@shareindia.com m Corp. Office: A-15, Sector-64, Noida, Distt. Gautam Buddha Nagar, Uttar Pradesh-201301.</p>	<p>Mr. Mukesh Kumar Bigshare Services Private Limited Tel- 011 2352 2373 E-mail: mukesh@bigshareonline.com m Address: 302, Kushal Bazar 32-33, Nehru Place, New Delhi-110019.</p>	<p>Mr. Rakesh Dalvi Sr. Manager, Central Depository Services (India) Limited. Tel- 1800 22 55 33 Email: Helpdesk.evoting@cdslindia.com m Address: A Wing, 25th Floor, Marathon Futures, Mafatlal Mill Compunds, N M Joshi Marg, Lower Parel (East), Mumbai-400013.</p>

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

Please update your email ID & mobile no. with your respective Depository Participant (DP) which is mandatory while remote e-voting.

If you have any queries or issues regarding remote e-voting from the CDSL e-voting system, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

THE PROCEDURE AND INSTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER:

Members are requested to follow the instructions below to cast their vote through E-Voting.

Step 1: Access to Depositories CDSL/NSDL e-Voting system.

(A) Login method for remote e-voting in case of individual Shareholders.

In terms of **SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023** 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 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 for **Individual shareholders** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. 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.3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-Voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-voting period.2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer

	<p>or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on the Company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>

(B) Login Method for e-voting in case of Non-individual Shareholders:

Non-individual Shareholders are required to access CDSL e-voting susystem using the following steps:

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Steps to caste vote on Resolution(s) through remote e-voting:

- (i) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ii) 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.
- (iii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (iv) 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.
- (v) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (vi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (vii) 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.
- (viii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (ix) **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 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.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial@shareindia.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No. 1:

Based on the recommendations of the Nomination and Remuneration Committee (NRC) of the Company, the Board of Directors appointed Dr. Ananta Singh Raghuvanshi (DIN: 02128559) as an Additional Director designated as an Independent Director with effect from March 28, 2024 in accordance with the relevant provisions of the Act, the LODR Regulations and Articles of Association of the Company. In this regard the Company has received a request in writing from Dr. Ananta Singh Raghuvanshi, proposing her candidature for appointment as an Independent Director of the Company in accordance with the provisions of Section 160 of the Act.

The Company has received declaration to the effect that she meets the criteria of independence as provided under Section 149 (6) of the Act and under Regulation 16 of the LODR Regulations. Based on the confirmation(s) and declaration(s) received from Dr. Ananta Singh Raghuvanshi, the Board of Directors of the Company opines that Dr. Ananta fulfills the conditions specified in the Act and the LODR Regulations for appointment as an Independent Director of the Company.

Brief Profile of Dr. Ananta Singh Raghuvanshi stating her experience and expertise in specific functional area is as under:

Dr. Ananta Singh Raghuvanshi is an accomplished real estate leader with over 32 years of corporate leadership experience, backed with a proven track record of setting up effective and productive teams. As a C suite executive at DLF, Emaar MGF, Damac and Experion Developers, she consistently achieved organizational goals and objectives, having expertise in realty marketing, sales management, customer centricity, business development, market research, data analytics, facilities management, PR, exploring new opportunities, brand building, experiential and digital marketing etc. She is a change leader with hands on experience of VUCA in disruptive environment.

She is amongst the few in the Indian realty industry to hold a Doctorate in Real Estate Management, MRICS UK and also a certified Independent Director from IICA, under the aegis of the Ministry of Corporate Affairs. She has been felicitated with over 40 awards and accolades including, the Honourable Chief Minister and Dy CM of Maharashtra bestowed the Society Achievers Award 2022.

Currently, she is serving as the Founder and President of Women's Wing of NAREDCO, a National association of real estate development, an umbrella organisation comprising of 5000 plus developers focusing on areas of skill initiatives, gender integration, realty-tech start up incubator and water saving and encouraging and assisting women entrepreneurs towards wealth creation in the sector, to achieve their maximum potential through training and structured modules.

Additional information in respect of Dr. Ananta as required under the Act, the LODR Regulations and the SS-2, is provided in the Annexure to this Notice.

A copy of the draft letter of appointment which will be issued to Dr. Ananta Singh Raghuvanshi setting out the terms and conditions of her appointment as Independent Director will be available for inspection by the members seeking to inspect the same by sending an email to secretarial@shareindia.com. Terms and conditions for appointment of Independent Director is also available on the Company's website at www.shareindia.com.

The Board considers that the expertise of Dr. Ananta Singh Raghuvanshi in the field of Business development, market research, data analytics and brand building would be beneficial to the Company and hence based on the recommendations of the NRC, the Board recommends the Resolution at Item No. 1 of the accompanying Notice, for the approval of the Members of the Company by way of Special Resolution.

Except Dr. Ananta Singh Raghuvanshi, none of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution set out at Item No. 1 of the Notice.

Item No. 2:

Based on the recommendations of the Nomination and Remuneration Committee (NRC) of the Company, the Board of Directors appointed Mr. Rajendran Chinna Veerappan (DIN: 00460061) as an Additional Director designated as an Independent Director with effect from March 28, 2024 in accordance with the relevant provisions of the Act, the LODR Regulations and Articles of Association of the Company. In this regard the Company has received request in writing from Mr. Rajendran Chinna Veerappan, proposing his candidature for appointment as an Independent Director of the Company in accordance with the provisions of Section 160 of the Act.

The Company has received declaration to the effect that he meets the criteria of independence as provided under Section 149 (6) of the Act and under Regulation 16 of the LODR Regulations. Based on the confirmation(s) and declaration(s) received from Mr. Rajendran Chinna Veerappan, the Board of Directors of the Company opines that Mr. Rajendran fulfills the conditions specified in the Act and the LODR Regulations for appointment as an Independent Director.

Brief Profile of Mr. Rajendran Chinna Veerappan stating his experience and expertise in specific functional area is as under:

Mr. Rajendran C. Veerappan is the former Managing Director and Chief Executive Officer of CSB Bank Limited. He holds a bachelor's degree and a master's degree in commerce from Madurai Kamaraj University and is an associate of the Indian Institute of Bankers. He has also served as the Chief Executive of the Association of Mutual Funds in India and has over 46 years of experience in banking and finance sector.

He was previously associated with Corporation Bank as General Manager, Bank of Maharashtra as Executive Director and Andhra Bank as Chairman and Managing Director. Earlier he served as the Managing Director of CorpBank Securities, as a Director of Primary Dealers Association of India, Director on the Board of India First Life Insurance Company, India International Bank (Malaysia) Bhd. etc. He was on the Board of NSE Clearing corporation for Six years.

Currently he is serving as an Independent Director of National Collateral Management Limited. He is a visiting faculty to National Institute of Bank Management Pune and many of the Bankers Training colleges. Having worked with the Banking/Insurance/ Market regulators he sets out very good regulatory compliance standards and internal processes.

Additional information in respect of Mr. Rajendran as required under the Act, the LODR Regulations and the SS-2, is provided in the Annexure to this Notice.

A copy of the draft letter of appointment which will be issued to Mr. Rajendran Chinna Veerappan

setting out the terms and conditions of his appointment as Independent Director will be available for inspection by the Members seeking to inspect the same by sending an email to secretarial@shareindia.com. Terms and conditions for appointment of Independent Director is also available on the Company's website at www.shareindia.com.

The Board considers that the expertise and network of Mr. Rajendran Chinna Veerappan in the banking and financial sector would be beneficial to the Company and hence based on the recommendation of the NRC, the Board recommends the Resolution at Item No. 2 of the accompanying Notice, for the approval of the Members of the Company by way of Special Resolution.

Except Mr. Rajendran, none of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution set out at Item No. 2 of the Notice.

Item No. 3:

Based on the recommendations of the Nomination and Remuneration Committee (NRC) of the Company, the Board of Directors appointed Mr. Subhash Chander Kalia (DIN: 00075644) as an Additional Director designated as an Independent Director with effect from March 28, 2024 in accordance with the relevant provisions of the Act, the LODR Regulations and Articles of Association of the Company. In this regard the Company has received request in writing from Mr. Subhash Chander Kalia, proposing his candidature for appointment as an Independent Director of the Company in accordance with the provisions of Section 160 of the Act.

The Company has received declaration to this effect that he meets the criteria of Independence as provided under Section 149 (6) of the Act and under Regulation 16 of the LODR Regulations. Based on the confirmation(s) and declaration(s) received from Mr. Subhash Chander Kalia, the Board of Directors of the Company opines that Mr. Subhash fulfills the conditions specified in the Act and the LODR Regulations for appointment as an Independent Director of the Company.

Brief Profile of Mr. Subhash Chander Kalia stating his experience and expertise in specific functional area is as under:

Mr. Subhash Chander Kalia has an experience of over 38 Years in the Public Sector Banking Industry and worked across India and Overseas (Including London and Mauritius).

He has served as an Executive Director of Union Bank of India and Vijaya Bank and has also served as a General Manager at Bank of Baroda, Chief Executive at Bank of Baroda, Chairman of Pratapgarh Kshetriya Gramin Bank. Apart from these prestigious designations, he is also a Board member of various Banks and Committees (including that of Domestic & overseas subsidiaries of Bank of Baroda).

Currently, he is appointed as an Independent Director on the Board of listed entities namely, PNC Infratech Limited, Bharat Wire Ropes Limited and Capital India Finance Limited. He is also a Member of the External Settlement Advisory Committee of Bank of India.

He also participates as a speaker in webinars hosted by different forums on topics associated with Financial Service Sector and conducts Group discussions/interviews for promotion exercise for Public Sector Banks as Empaneled Banking Expert with IBPS Mumbai.

Additional information in respect of Mr. Subhash as required under the Act, the LODR Regulations and the SS-2, is provided in the Annexure to this Notice.

A copy of the draft letter of appointment which will be issued to Mr. Subhash Chander Kalia setting out the terms and conditions of his appointment as Independent Director will be available for inspection by the members seeking to inspect the same by sending an email to secretarial@shareindia.com. Terms and conditions for appointment of Independent Director is also available on the Company's website at www.shareindia.com.

The Board considers that the expertise and network of Mr. Subhash Chander Kalia in the banking sector would be beneficial to the Company and hence based on the recommendations of the NRC, the Board recommends the Resolution at Item No. 3 of the accompanying Notice, for the approval of the Members of the Company by way of Special Resolution.

Except Mr. Subhash Chander Kalia, none of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution set out at Item No. 3 of the Notice.

By the order of the Board of Directors of
Share India Securities Limited

Sd/-

Vikas Aggarwal
Company Secretary & Compliance Officer

Membership No.: FCS 5512

Address: B-44, UGF, Mohan Park, Naveen
Shahdara, Delhi-110032

Date: April 18, 2024

Place: Noida

ANNEXURE TO ITEM NO. 1 TO 3 OF THE NOTICE

Details of Directors seeking appointment pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General meetings.

Name of the Director	Dr. Ananta Singh Raghuvanshi	Mr. Rajendran Chinna Veerappan	Mr. Subhash Chander Kalia
Director Identification Number	02128559	00460061	00075644
Age	55 years	69 years	72 years
Qualification	Bachelor of Science, PGD Marketing Management, PR in Advertising, PGD in Computer Applications, Bachelor of Education, M.A. in English Literature, MBA, MRICS Diploma, PhD Management.	Bachelor's degree and a Master's degree in Commerce.	M.A. in Political Science & Certified Associate of Indian Institute of Bankers (CAIIB).
Experience and expertise in specific functional area	An accomplished real estate leader with over 32 years of corporate leadership experience, backed with a proven track record of setting up effective and productive teams. Wealth of experience in realty marketing, sales management, customer centricity, business development, market research, data analytics, facilities management, PR, exploring new opportunities, brand building, etc.	Having 46 years of experience in banking and finance sector.	38 years of experience in Public Sector Banking Industry and worked across India and overseas (including London and Mauritius).
Terms and conditions of Appointment	As per the terms and conditions as mentioned in the draft letter of appointment.	As per the terms and conditions as mentioned in the draft letter of appointment.	As per the terms and conditions as mentioned in the draft letter of appointment.
Remuneration proposed to be paid	Dr. Ananta will be paid the sitting fee for attending the meetings of Board and its Committees of which she would be a member.	Mr. Rajendran will be paid the sitting fee for attending the meetings of Board and its Committees of which he would be a member.	Mr. Subhash will be paid the sitting fee for attending the meetings of Board and its Committees of which he would be a member.
Remuneration last drawn	Nil	Nil	Nil

Date of first appointment on the Board	March 28, 2024	March 28, 2024	March 28, 2024
Shareholding in the Company	Nil	Nil	Nil
Relationship with other Directors, Managers & other KMPs of the Company	NA	NA	NA
No. of Board meetings attended during the year	Nil	Nil	Nil
Directorship in other Entities	Nil	1. National Commodities Management Services Limited. 2. Hella Infra Market Pvt. Limited.	1. Bharat Wire Ropes Limited. 2. Capital India Finance Limited. 3. PNC Infratech Limited.
Directorship in other listed Entities (along with listed entities from which the person has resigned in the past three years)	Nil	Nil	1. Bharat Wire Ropes Limited. 2. Capital India Finance Limited. 3. PNC Infratech Limited. Mr. Subhash Chander Kalia has not resigned as Director from any listed entity in past three years.
Membership/Chairmanship of Committees of other Boards	Nil	Nil	1. For Bharat Wire Ropes Limited – a) Audit Committee (Member) b) Nomination & Remuneration Committee (Member) c) Stakeholder's Relationship Committee (Chairperson) d) Risk Management Committee (Member) e) Corporate Social Responsibility

			<p>Committee (Member)</p> <p>2. For PNC Infratech Limited-</p> <p>a) Nomination & Remuneration Committee (Member)</p> <p>3. For Capital India Finance Limited –</p> <p>a) Audit Committee (Member)</p> <p>b) Risk Management Committee (Member)</p>
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