



# ISHAN INTERNATIONAL LIMITED

(Formerly known as Ishan International Pvt. Ltd.)  
(Government of India Certified Star Export House)  
ISO 9001 : 2015 (TUV Nord)

Date: 03.08.2023

Listing Department,  
NSE Limited,  
Exchange Plaza, C-1, Block G,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai - 400001

Sub. : Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") - Notice of Extraordinary General Meeting of Members.

Ref : Symbol —Ishan

Dear Sir/ Maam.

we wish to inform you that the Extraordinary General Meeting ('EGM') of the Company will be held on Saturday, August 26, 2023 at 11.00 a.m. through Video Conferencing / Other Audio-Visual Means. We are submitting herewith Notice of Extraordinary General Meeting of the Company along with explanatory statement, which is being sent through electronic mode to the Members.

The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the EGM) on the resolution as set out in the EGM Notice. The e-voting shall commence on Wednesday, August 23, 2023 at 9:00 a.m. and will end on Friday, August 25, 2023 at 5.00 p.m.

The copy of the said EGM Notice is also uploaded on the website of the Company i.e. [www.ishanglobal.com](http://www.ishanglobal.com).  
Kindly take the same on your record.

This is for your information and records please.

Thanking You,  
Yours Sincerely,  
For and On behalf of  
Ishan International Limited  
(Listed with NSE emerge)



Ketan Chaurasia  
Company Secretary

Corporate Office: 1616, World Trade Tower, Sector-16, Noida 201301, India  
Tel: (+91) 0120-4205695, 4211766  
Registered Office: 607, Chiranjiv Towers, 43, Nehru Place, New Delhi-110019, India  
Email ID: [admin@ishangroup.co.in](mailto:admin@ishangroup.co.in); [cs@ishangroup.co.in](mailto:cs@ishangroup.co.in)  
Website: [www.ishanglobal.com](http://www.ishanglobal.com)  
CIN No. U74899DL1995PLC069144

# **ISHAN INTERNATIONAL LIMITED**

**Registered office: 607, Chiranjiv Tower 43 Nehru place, South Delhi -110019**

**(CIN): L74899DL1995PLC069144**

**E-mail: cs@ishangroup.co.in | Website: www.ishanglobal.com**

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## **NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING OF ISHAN INTERNATIONAL LIMITED (THE COMPANY) WILL BE HELD ON SATURDAY, 26TH DAY OF AUGUST, 2023 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) FACILITY TO TRANSACT THE FOLLOWING BUSINESS:**

### **SPECIAL BUSINESSES:**

- 1- APPOINTMENT OF INDEPENDENT ADDITIONAL DIRECTOR, MR. NADISH SATYAPRAKASH BHATIA (DIN: 03564903) BY APPOINTING HIM AS INDEPENDENT DIRECTOR OF THE COMPANY:**

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

**“RESOLVED THAT** pursuant to the provisions of section 149, 150 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder readwith schedule IV to the Act as amended from time to time and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), Mr.Nadish Satyaprakash Bhatia (DIN: 03564903), who was appointed as an additional Independent Director of the Company in this Board Meeting of the Company held on 2nd June, 2023 for a term of 5 ( five) consecutive years commencing held on 2nd June, 2023 and who holds office of Independent Director upto 1stJune,2028 on recommendation of Nomination and Remuneration Committee on the basis of performance evaluation and who meets the criteria for independence as provided under section 149(6) of the Act and regulation 16(1)(b) of the SEBI Listing Regulations, who has submitted a declaration to that effect and

who is eligible for appointment as an Independent Director in the same Extra Ordinary General Meeting, not liable to retire by rotation, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution).

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**RESOLVED FURTHER THAT** the Board of Directors of the company be and is hereby authorized to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

## **2- REGULARISATION OF ADDITIONAL DIRECTOR MR. NADISH SATYAPRAKASH BHATIA (DIN: 03564903) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Nadish Satyaprakash Bhatia (DIN: 03564903), who was appointed as an Additional Director of the Company in Independent Category and who holds office up to the date of ensuing Extra Ordinary General Meeting or the last date on which general meeting is to be held whichever is earlier, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and the rules made thereunder and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for term of five consecutive years with effect from 02nd June, 2023 to 01st June, 2028.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**For and on behalf of the Board**  
**M/s Ishan International Limited**  
**(Listed with NSE Emerge)**

**Sd/-**  
**Ketan Chaurasia**  
**Company Secretary & Compliance Officer**

**Place: New Delhi**  
**Date: 03rd August, 2023**

**Notes:**

1. The Ministry of Corporate Affairs, Government of India (“MCA”) has vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 2/2022 dated May 5, 2022 and General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (“MCA”) (collectively referred to as “MCA Circulars”) permitted the holding of the Extra General Meeting (“EGM” or “Meeting”) through Video Conferencing facility/ Other Audio Visual Means (“VC/OAVM”), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“the Act”) and aforesaid MCA Circulars, the EGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the EGM.
2. A statement pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard-2, relating to the special business to be transacted at the Extra Ordinary General Meeting (“EGM” / “Meeting”) is annexed hereto.
3. In line with ‘Green Initiative’, the members whose email address is not registered with the Company / RTA or with their respective Depository Participant (s) are requested to register and update their e-mail address through their respective Depository Participant(s).
4. Pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a member of the Company. Since this EGM, will be held through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this EGM and hence the proxy form and attendance slip including route map is not annexed to this notice.
5. Queries proposed to be raised at the EGM may be sent to the Company on the Company e-mail address [cs@ishangroup.co.in](mailto:cs@ishangroup.co.in).

6. Corporate Members intending to attend the EGM through VC or OAVM are requested to send to the Company a certified true copy of their board resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representatives to attend and vote on their behalf at the Meeting.
7. M/s. KFin Technologies Limited (KFintech) will be providing facility for voting through remote e-voting, for participation in the EGM through VC/OAVM and e-voting during the EGM.
8. The Members can join the EGM through video conferencing mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure and the Company may close the window for joining the VC/OAVM 15 minutes after the scheduled time to start the EGM. The detailed instructions for participating in the EGM through VC/OAVM are given as a separate attachment to this Notice.
9. The designated e-mail address for communication is [cs@ishangroup.co.in](mailto:cs@ishangroup.co.in) for the members, to enable them to vote.
10. Members attending the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
11. In case of joint holders, 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 at the EGM.
12. Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at EGM by electronic means. The detailed instructions for e-voting are given as a separate attachment to this Notice. The Members, whose names appear in the Register of Members/List of Beneficial Owners as on close of business hours of 18<sup>th</sup> August, 2023, i.e., being the cut-off date, are entitled to vote on Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place (remote e-voting).
13. The remote e-voting period will commence at 09:00 A.M. on Wednesday, August 23, 2023 and will end at 5:00 P.M. on Friday, August 25, 2023. Members who have cast their vote by remote e-voting prior to the EGM may also participate in the

EGM through VC/OAVM but shall not be entitled to cast their vote again. The Members joining the EGM through VC/OAVM, who have not cast their vote by remote e-voting shall be eligible to vote through e-voting system at the e-EGM.

14. The Company has appointed Ms. Tanisha Srivastava, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Scrutinizer shall not later than 48 hours of conclusion of the EGM, submit his report of the votes cast in favour or against, if any, to the Chairman of the Company or a person authorised by him in writing, and the result of the same will be disclosed forthwith. The Company has appointed M/s. KFin Technologies Limited as the Agency for the purpose of facilitating the electronic voting.
15. In compliance with the above referred MCA Circulars, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice will also be available on the Company's website <https://www.ishanglobal.com>, website of the Stock Exchange i.e. NSE Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of Company's Registrar and Transfer Agent, KFintech at <https://evoting.kfintech.com/>.
16. Relevant documents referred to in the accompanying Notice and other statutory registers required as per provisions of the Companies Act, 2013 are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, between 11:00 A.M. and 1:00 P.M. upto the date of Meeting.
17. Members may please note that for shares held in electronic form, bank particulars registered against their depository accounts will be used by the Company for payment of dividend, if any. Members are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts.
18. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners (in case of electronic shareholding) maintained by the Depositories as on the cut-off date i.e., August 18, 2023 only shall be entitled to vote at the EGM.

19. The voting rights of the Members shall be in proportion to the number of share(s) held by them in the equity share capital of the Company as on the cut-off date being August 18, 2023. In case of joint holders, 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 at the EGM.
20. The proceedings of the meeting shall be recorded and shall be kept in the safe custody of the Company. Such recording shall be made available at the request of the Members.
21. Since the EGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.



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

**SPECIAL BUSINESS: ITEM NO. 1**

Based on the recommendation and evaluation of Nomination and Remuneration Committee, the Board of Directors appointed Mr. Nadish Satyaprakash Bhatia (DIN: 03564903), who is proposed to be appointed as an Independent Director of the Company in the ensuing Extra Ordinary General Meeting of the Company to be held on 26th August 2023 for the term of Five years and who holds office of Independent Director upto 1st June, 2028 and who is eligible for being appointed as an Independent Director for a term of five (5) years i.e. from 2nd June, 2023 up to 1st June, 2028 subject to approval of the members at the ensuing Extra Ordinary General Meeting.

The profile and specific areas of expertise of Mr. Nadish Satyaprakash Bhatia is provided as annexure to this Notice. Mr. Nadish Satyaprakash Bhatia has given his declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act and regulation 16(1)(b) of the SEBI Listing Regulations and is eligible to be appointed as an Independent Director. He has also given his consent to act as a Director. In the opinion of the Board, Mr. Nadish Satyaprakash Bhatia is a person of integrity, possesses the relevant expertise/experience and fulfils the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director. On the basis of his experience, the Board considers it desirable and in the interest of the Company, the Board recommends the appointment of Mr. Nadish Satyaprakash Bhatia as an Independent Director as proposed in the resolution set out at item no. 1 for approval by the members. The terms and conditions of appointment of the Independent Director is available for inspection by members at the Registered office of the Company during all working days of the Company.

None of the Directors/Key Managerial Personnel of the Company or their relatives except Mr. Nadish Satyaprakash Bhatia, being appointee, are in any way, concerned or interested, financially or otherwise, in the Resolution set out at item no. 1 of the Notice.

The Board recommends the resolution set out at item no. 1 of the Notice for approval by the shareholders by passing Special Resolution.

## **SPECIAL BUSINESS: ITEM NO. 2**

Based on the recommendation and evaluation of Nomination and Remuneration Committee, the Board of Directors appointed Mr. Nadish Satyaprakash Bhatia (DIN: 03564903), who is proposed to be regularised as an Independent Director of the Company in the ensuing Extra Ordinary General Meeting of the Company to be held on 26th August 2023 for the term of Five years and who holds office of Independent Director upto 1st June, 2028 and who is eligible for being appointed as an Independent Director for a term of five (5) years i.e. from 2nd June, 2023 up to 1st June, 2028 subject to approval of the members at the ensuing Extra Ordinary General Meeting.

The profile and specific areas of expertise of Mr. Nadish Satyaprakash Bhatia is provided as annexure I to this Notice. Mr. Nadish Satyaprakash Bhatia has given his declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act and regulation 16(1)(b) of the SEBI Listing Regulations and is eligible to be appointed as an Independent Director. He has also given his consent to act as a Director. In the opinion of the Board, Mr. Nadish Satyaprakash Bhatia is a person of integrity, possesses the relevant expertise/experience and fulfils the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director. On the basis of his experience, the Board considers it desirable and in the interest of the Company, the Board recommends the regularisation of Mr. Nadish Satyaprakash Bhatia as an Independent Director as proposed in the resolution set out at item no. 2 for approval by the members. The terms and conditions of regularisation of the Independent Director is available for inspection by members at the Registered office of the Company during all working days of the Company.

None of the Directors/Key Managerial Personnel of the Company or their relatives except Mr. Nadish Satyaprakash Bhatia, being appointee, are in any way, concerned or interested, financially or otherwise, in the Resolution set out at item no. 2 of the Notice.

The Board recommends the resolution set out at item no. 2 of the Notice for approval by the shareholders by passing Ordinary Resolution.

## **ANNEXURE: I**

Detail of Independent Director seeking appointment and regularization at the Forthcoming Extra Ordinary General Meeting.

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of Director	Mr. Nadish Satyaprakash Bhatia
Date of Birth	06/01/1971
Date of Appointment	02/06/2023
Expertise in Specific Functional Area	Businessman
Qualifications	Diploma in Marketing Management from Symbiosis Institute of Management
Directorship in other public limited companies	Nil
Other positions	Nil
Membership of committees in other public limited companies	Nil
Inter relationship	Independent Director
Shares held in the company	Nil

## **PROCEDURE AND INSTRUCTIONS FOR REMOTE E-VOTING**

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Members are provided with the facility to cast their vote electronically, through the e- Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of singlelogin credential, through their demat accounts / websites of Depositories / DPs in orderto increase the efficiency of the voting process.
- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. The remote e-Voting period will commence at 09:00 A.M. on Wednesday, August 23, 2023 and will end at 5:00 P.M. on Friday, August 25, 2023.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equityshare capital of the Company as on the cut-off date.
- vi. Any person holding shares in physical form and non- individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sendingof the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@Kfintech.com](mailto:evoting@Kfintech.com). However, if he/she is already registered with KFintech for remote e-Voting then he/she can use his/her existing UserID and password for casting the vote.
- vii. In case of Individual Shareholders holding securities in demat mode and who acquiresshares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode”.

- viii. The details of the process and manner for remote e-Voting and e-EGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

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

Step 3: Access to join virtual meetings (e-EGM) of the Company on KFin system to participate e-EGM and vote at the EGM.

**DETAILS ON STEP 1 ARE MENTIONED BELOW:**

Login method for remote e-Voting for Individual shareholders holding securities in demat mode:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"><li>1. <b>User already registered for IDeAS facility:</b><ol style="list-style-type: none"><li>i. Visit URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li><li>ii. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.</li><li>iii. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”.</li><li>iv. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</li></ol></li><li>2. <b>User not registered for IDeAS e-Services:</b><ol style="list-style-type: none"><li>i. To register click on link: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li><li>ii. Select “Register Online for IDeAS” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>iii. Proceed with completing the required fields.</li><li>iv. Follow steps given in points 1.</li></ol></li></ol>

	<b>3. Alternatively, by directly accessing the e- Voting web-site of NSDL</b> i. Open URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> ii. Click on the icon “Login” which is available under
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Type of shareholders	Login Method
<b>Individual Shareholder login through their demataccounts / Website of Depository Participant</b>	<ol style="list-style-type: none"> <li>1. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility.</li> <li>2. Once logged-in, 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.</li> <li>3. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</li> </ol>

**Important note:**

Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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
Securities held with NSDL	Please 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 180022 44 30
Securities held with CDSL	Please 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

## DETAILS ON STEP 2 ARE MENTIONED BELOW:

Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

- A. Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
  - i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
  - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
  - iii. After entering these details appropriately, click on "LOGIN".
  - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,).

- v. The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
  - vi. You need to login again with the new credentials.
  - vii. On successful login, the system will prompt you to select the “EVENT” i.e., Ishan International Limited - EGM” and click on “Submit”.
  - viii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
  - ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
  - x. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
  - xi. You may then cast your vote by selecting an appropriate option and click on “Submit”.
  - xii. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
  - xiii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the EGM through VC/OAVM on its behalf and to cast its vote through remote e-voting. together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id [tanishasrivastava0591@gmail.com](mailto:tanishasrivastava0591@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the abovementioned documents should be in the naming format “Corporate Name Even No”.
- B. Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Notice of EGM and e-voting instructions cannot be serviced, will have to follow the following process:



- i. Members who have not registered their email address and in consequence the Notice of EGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link:<https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>.
- ii. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
- iii. Alternatively, member may send an e-mail request at the email id [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Notice of EGM and the e-voting instructions.
- iv. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

### **DETAILS ON STEP 3 ARE MENTIONED BELOW:**

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the EGM of the Company through VC/OAVM and e-Voting during the meeting.

- i. Member will be provided with a facility to attend the EGM through VC / OAVM platform provided by KFintech. Members may access the same at [https:// emeetings.kfintech.com/](https://emeetings.kfintech.com/) by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. 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 above.
- ii. Facility for joining EGM through VC/OAVM shall open at least 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv. Members will be required to grant access to the webcam to enable VC/OAVM. Further,

Members 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.

- v. As the EGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the EGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number/folio number, email id, mobile number at [cs@ishangroup.co.in](mailto:cs@ishangroup.co.in) Questions/queries received by the Company till August 23, 2023 shall only be considered and responded during the EGM.
- vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the EGM. E-voting during the EGM is integrated with the VC/OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the EGM. If a Member cast votes by both modes, then voting done through Remote e- voting shall prevail and vote at the EGM shall be treated as invalid.
- viii. Institutional Members are encouraged to attend and vote at the EGM through VC/OAVM.

**For and on behalf of the Board**  
**M/s Ishan International Limited**  
**(Listed with NSE Emerge)**

**Sd/-**  
**Ketan Chaurasia**  
**Company Secretary & Compliance Officer**

**Place: New Delhi**  
**Date: 03rd August, 2023**