

EASTERN SUGAR & INDUSTRIES LIMITED

CIN: L15421BR1964PLC006630

Regd. Off: PO. Hanuman Sugar Mills, Motihari, P.S.-Motihari, East Champaran, Bihar-845401

EMAIL ID: info@easternsugar.in

March 4, 2024

To,

The Manager – CRD,

BSE Limited.

Phiroze Jeebhoy Towers,

Dalal Street, Fort,

Mumbai – 400 001

Scrip Code: **507528**

The Manager – Listing Department

National Stock Exchange of India Limited,

Exchange Plaza”, Bandra Kurla Complex,

Bandra (East),

Mumbai – 400 051

Symbol: **EASTSUGIND**

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

Dear Sir,

Pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the Extraordinary General Meeting ('EGM') of the Company will be held on Wednesday, March 27, 2024 at 01.00 P.M through Video Conferencing / Other Audio-Visual Means. We are submitting herewith Notice of EGM 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 Sunday, March 24, 2024 at 09:00 a.m. and will end on Tuesday, March 26, 2024 at 05:00 p.m. The copy of the said EGM Notice is also uploaded on the website of the Company i.e www.easternsugar.in.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Eastern Sugar & Industries Limited

Siddharth Gogia

Director

DIN: 07202627

EASTERN SUGAR & INDUSTRIES LIMITED

CIN: L15421BR1964PLC006630

Regd. Off: PO. Hanuman Sugar Mills, Motihari, P.S.-Motihari, East Champaran, Bihar-845401

EMAIL ID: info@easternsugar.in

Date: 04th March, 2024

To,
The Manager – CRD,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.
Scrip Code: **507528**

The Manager-Listing Department
National Stock Exchange of India Limited,
“Exchange Plaza”, Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051.
NSE Symbol: **EASTSUGIND**

Dear Sir/ Madam,

Sub: Notice of Extra Ordinary General Meeting

We hereby inform you that the Board of Directors of the Company has decided to call Extra Ordinary General Meeting of the Company to be held on Wednesday, March 27, 2024 at 01:00 P.M through Audio Visual Means.

Notice of Extra Ordinary General Meeting of the Company is enclosed.

The Company is providing remote E-voting facility to all the shareholders of the Company. The Company has set 20th March, 2024 as the “Cut-off Date” for taking record of the shareholders of the Company who will be eligible for casting their vote on the resolution to be passed in Extra Ordinary General Meeting for remote E-voting. The remote e-voting period begins on 24th March, 2024 at 9:00 A.M. and ends on 26th March, 2024 at 5:00 P.M.

Kindly take the same on your record and oblige us.

Thanking You.

For and on behalf of the Board
EASTERN SUGAR & INDUSTRIES LIMITED

SD/-
SIDHARTH GOGIA
DIRECTOR
DIN: 07202627

EASTERN SUGAR & INDUSTRIES LIMITED

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NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY

NOTICE is hereby given that the Extra-Ordinary General Meeting of the Shareholder of Eastern Sugar & Industries Limited will be held on Wednesday, March 27, 2024 at 01:00 P.M through Audio Visual Means to transact the following Special Businesses:

1. To regularize the appointment of Mr. Siddharth Gogia (DIN: 07202627), who was appointed as Additional Director (Executive) of the Company.

To consider and if thought fit, to pass with or without modification the following resolution as ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Sec. 149, 152 read with Schedule IV and other applicable provisions if any, of the Companies, Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) and re-enactment thereof for the time being in force), **Mr. Siddharth Gogia (DIN: 07202627)**, who was appointed as an Additional Director (Executive) on 16th December, 2024 from backend by MCA pursuant to NCLT Order dated 04/10/2023 and recommendation by Resolution Applicant and pursuant to the provisions of section 161(1) of the Companies Act, 2013 and who holds office upto the date of this General Meeting, and who is eligible for appointment and has consented to act as director of the company, be and is hereby appointed as Executive Director of the Company.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file e-form/form to the Registrar of the Companies and to do all such acts, deeds and things which are proper, necessary, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

2. To regularize the appointment of Mr. Deepak Gupta (DIN: 06643918), who was appointed as Additional Director (Executive) of the Company.

To consider and if thought fit, to pass with or without modification the following resolution as ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Sec. 149, 152 read with Schedule IV and other applicable provisions if any, of the Companies, Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) and re-enactment thereof for the time being in force), **Mr. Deepak Gupta (DIN: 06643918)**, who was appointed as an Additional Director (Executive) on 27th February, 2024 pursuant to the provisions of section 161(1) of the Companies Act, 2013 and who holds office upto the date of this General Meeting, and who is eligible for appointment and has consented to act as director of the company, be and is hereby appointed as Executive Director of the Company.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file e-form/form to the Registrar of the Companies and to do all such acts, deeds and things which are proper, necessary, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

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3. To regularize the appointment of Mr. Vidit Garg (DIN: 02790545), who was appointed as Additional Director (Executive) of the Company.

To consider and if thought fit, to pass with or without modification the following resolution as ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Sec. 149, 152 read with Schedule IV and other applicable provisions if any, of the Companies, Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) and re-enactment thereof for the time being in force), **Mr. Vidit Garg (DIN: 02790545)**, who was appointed as an Additional Director (Executive) on 27th February, 2024 pursuant to the provisions of section 161(1) of the Companies Act, 2013 and who holds office upto the date of this General Meeting, and who is eligible for appointment and has consented to act as director of the company, be and is hereby appointed as Executive Director of the Company

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file e-form/form to the Registrar of the Companies and to do all such acts, deeds and things which are proper, necessary, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

4. To regularize the appointment of Mr. Rahul Sharma (DIN: 10498796), who was appointed as Additional (Independent) Director of the Company.

To consider and if thought fit, to pass with or without modification the following resolution as special resolution:

“**RESOLVED THAT** pursuant to the provisions of Sec. 149, 152 read with Schedule IV and other applicable provisions if any, of the Companies, Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) and re-enactment thereof for the time being in force), **Mr. Rahul Sharma (DIN: 10498796)**, who was appointed as an Additional (Independent) Director for a period of five (5) years w.e.f. 27th February, 2024 by the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company w.e.f. 27th February, 2024 to 26th February, 2029 and not liable to retire by rotation.”

“**RESOLVED THAT** the Board of Directors be and is hereby severally authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution.”

5. To regularize the appointment of Ms. Sidhi Maheshwari (DIN: 10001209), who was appointed as Additional (Independent) Director of the Company.

To consider and if thought fit, to pass with or without modification the following resolution as special resolution:

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“RESOLVED THAT pursuant to the provisions of Sec. 149, 152 read with Schedule IV and other applicable provisions if any, of the Companies, Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) and re-enactment thereof for the time being in force), **Ms. Sidhi Maheshwari (DIN: 10001209)**, who was appointed as an Additional (Independent) Director for a period of five (5) years w.e.f. 27th February, 2024 by the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company w.e.f. 27th February, 2024 to 26th February, 2029 and not liable to retire by rotation.”

“RESOLVED THAT the Board of Directors be and is hereby severally authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution.”

6. To regularize the appointment of Mr. Rahul Bhardwaj (DIN: 10101443), who was appointed as Additional (Independent) Director of the Company.

To consider and if thought fit, to pass with or without modification the following resolution as special resolution:

“RESOLVED THAT pursuant to the provisions of Sec. 149, 152 read with Schedule IV and other applicable provisions if any, of the Companies, Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) and re-enactment thereof for the time being in force), **Mr. Rahul Bhardwaj (DIN: 10101443)**, who was appointed as an Additional (Independent) Director for a period of five (5) years w.e.f. 27th February, 2024 by the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company w.e.f. 27th February, 2024 to 26th February, 2029 and not liable to retire by rotation.”

“RESOLVED THAT the Board of Directors be and is hereby severally authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution.”

7. To Consider and approve appointment of M/s Ashwani & Associates, Chartered Accountants (Registration No: 000497N), as Statutory Auditors of the Company from the conclusion of this EGM till the conclusion of ensuing Annual General Meeting to be held in the year 2024.

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. Ashwani & Associates, Chartered Accountants FRN: 000497N, be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Extra-Ordinary General Meeting to the conclusion of the ensuing Annual General Meeting to be held in the year 2024.

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RESOLVED FURTHER THAT any director of the company be and is hereby authorized to issue a copy of this resolution as certified true copy to the relevant authorities.”

8. To consider and approve the reduction in Face Value of the shares from Rs.10 to Rs. 1 as per NCLT Order dated 04/10/2023.

To Consider, and if thought fit, to pass with or without modification, the following Resolution as an special Resolution:

“**RESOLVED THAT** pursuant to the Order of NCLT dated 04/10/2023 and provision of Section 61(d), 64 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and the provisions of Memorandum of Association and Articles of Association of the Company and subject to such other approvals, consent, permissions and sanctions as may be necessary from the appropriate authorities or bodies, consent of the members of the company be and is hereby accorded for the reduce the Face Value of existing equity shares from Rs. 10/- each per equity share to Rs. 1/- each per equity share.

RESOLVED FURTHER THAT consent of the members be and is hereby accorded that by reduction of Face Value of share from Rs. 10/- each per equity share to Rs 1/- each per equity share, any difference arising of said reduction shall be treated in accordance to applicable accounting standards.

RESOLVED FURTHER THAT any director of the Company be and is hereby severally authorised to do all such acts. deeds matter and things in this regard.

RESOLVED FURTHER THAT certified true copy of the following resolutions certified by any of the director of the Company be forwarded to the Stock Exchange and other agencies as may be necessary.”

9. To consider and change in authorized share capital of the Company by alteration in Memorandum of Association (MOA)

To Consider, and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

“**RESOLVED FURTHER THAT** in accordance with the recommendation of the Board and pursuant to the provisions and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) and re-enactment(s) thereof, for the time being in force), consent of the members be and is hereby accorded that Clause V of the Memorandum of Association of the Company be substituted with the following:

Clause V: The Authorized share capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crores Only) divided into equity share capital of Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 20,00,00,000 (Twenty Crores) Equity Shares of Rs.1/- each and Redeemable Preference Share Capital of Rs. 30,00,00,000 (Rupees Thirty Crore Only) divided into 30,00,000 (Thirty Lakh) Redeemable Preference Shares of Rs. 100/- each.

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RESOLVED FURTHER THAT any director of the Company be and is hereby severally authorised to do all such acts, deeds matter and things in this regard.

RESOLVED FURTHER THAT certified true copy of the following resolutions certified by any of the director of the Company be forwarded to the Stock Exchange and other agencies as may be necessary.”

10. To consider and approve the cancellation of shares as per NCLT Order dated 04/10/2023

“**RESOLVED THAT** pursuant to NCLT Order dated 04/10/2023 and relevant provisions of the Companies Act, 2013 and SEBI (LODR) 2015, (including any statutory modifications, re-enactments thereof) for the time being in force as may be enacted from time to time, consent of the members be and is hereby accorded to cancel the entire shareholding of erstwhile promoter group including equity/preferential shares without any consideration in terms of resolution plan.”

FURTHER RESOLVED THAT the consent of the members be and is hereby accorded to reduce the equity held by the public and following will be the total shareholding post CIRP:

S.NO.	Category of Shareholder	No. of shares held before CIRP	No. of Shares held after CIRP	Voting Share (%) held before CIRP	Voting Share (%) held after CIRP
1.	Equity				
	a) Existing Promoters	14,78,039	0	05.07%	N.A.
	b) Pledged with SASF (Treated as public)*	1,15,000	5,750	0.39%	0.01%
Public	c) Public	2,75,57,061	13,77,853	94.54%	2.28%
	Total Equity	2,91,50,100	13,83,603	100%	2.29%
2.	Preference	NIL	NIL	NIL	NIL
	Total Equity	29150100	1383603	100%	2.29%

FURTHER RESOLVED THAT, any one of the Director be and is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

11. To consider and approve the allotment of shares as per NCLT Order dated 04/10/2023

“**RESOLVED THAT** pursuant to NCLT Order dated 04/10/2023 and relevant provisions of the Companies Act, 2013 and SEBI (LODR) 2015, (including any statutory modifications, re-enactments thereof) for the time being in force as may be enacted from time to time, consent of the members be and is hereby accorded to allot shares to the new promoters in terms of resolution plan.”

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FURTHER RESOLVED THAT the consent of the members be and is hereby accorded to issue and allot up to 5,91,00,000 (Five Crores Ninety One Lakh) Equity Shares of Rs. 1/- (Rupees One Only) each per share aggregating to Rs. 5,91,00,000 (Rupees Five Crores Ninety One Lakh only) to Resolution applicant or its Subsidiaries or Associates or Group Companies or trusts through NCLT Order dated 04/10/2023 and following will be the total shareholding post CIRP.

S.NO.	Category of Shareholder	No. of shares held before CIRP	No. of Shares held after CIRP	Voting Share (%) held before CIRP	Voting Share (%) held after CIRP
1.	Existing shareholders (except shares pledged to SASF)	2,90,35,100	13,77,853	99.61%	2.28 %
2.	Pledged with SASF (treated as public)	1,15,000	5,750	.039%	0.01%
3.	Resolution applicant or its Subsidiaries or Associates or Group Companies or trusts.	0	5,91,00,000	0%	97.71%
	TOTAL	2,91,50,100	6,04,83,603	100%	100%

FURTHER RESOLVED THAT, any one of the Director be and is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

12. To change name of the company from M/s Eastern Sugar & Industries Limited to M/s Kundan Minerals and Metals Limited

“**RESOLVED THAT** pursuant to the provisions of Section 13 read with Rule 29 of Companies (Incorporation) Rules, 2014, and any other applicable provisions of the Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), subject to the approval of the Central Registration Centre (CRC), Ministry of Corporate Affairs or any other authority as may be necessary, the consent of members of the Company be and is hereby accorded to change the name of the Company from “**Easter Sugar & Industries Limited to Kundan Minerals and Metals Limited**” (or any other name as may be approved by the Central Registration Centre (CRC), Ministry of Corporate Affairs) with the effect from the date of issue of the Certificate of Incorporation pursuant to a change of name by the Central Government.

RESOLVED FURTHER THAT the existing Clause I of the Memorandum of the Association of the Company be substituted by the new name **Kundan Minerals and Metals Limited** as may be approved the **Central Registration Centre (CRC), Ministry of Corporate Affairs**

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RESOLVED FURTHER THAT the existing Articles of Association of the Company with respect to the Company's name be substituted by the new name **Kundan Minerals and Metals Limited** as may be approved the **Central Registration Centre (CRC), Ministry of Corporate Affairs**, wherever necessary.

RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to delegate all or any of the aforesaid powers in favour of any person/official/consultants/ Practicing Chartered Accountant/Practicing Company Secretary/law firm, to act, represent and appear before any statutory authority for and on behalf of the Company for the purpose of giving effect to the above resolutions.

RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to make an application to the Central Government (Registrar of Companies) for obtaining approval for change in name of the Company and to sign and file forms and other documents with Central Government (Registrar of Companies) and do all other acts, deeds, things and matters as are necessary to give effect to the above resolutions and to agree to such modifications, terms and conditions as may be directed by the Central Government (Registrar of Companies) and to modify the same accordingly as are necessary or expedient in this regard.

RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to issue a certified copy of the resolutions as and when required.”

13. To change the objects of the Company by altering Clause III of Memorandum of Association of the Company

“**RESOLVED THAT** pursuant to section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the confirmation of Central Government, the Memorandum of Association of the Company be and is hereby altered by deleting existing clauses and replacing the same with the following new Clause III(A) as under:

Clause III of the MOA be altered main objects of Clause III (A) of the Memorandum of Association:

1. To carry on in India or elsewhere the business to buy, take on lease or under a licence, concession, grant or otherwise acquire mines, mining rights in any land or other place and metalliferous land and any interest there in and to explore, work, develop, turn to account the same.
2. To carry on in India or elsewhere the business of prospecting, exploring, operating and working on mines, quarries and to win, set, crush, smelt, manufacture, process, excavate, dig, break, acquire, develop, exercise, turn to account, survey, produce, prepare, remove, undertake, barter, convert, finish, load, unload, handle, transport, buy sell, import, export, supply, and to act as agent, broker, Adatia, stockiest, distributor, consultant, contractor, manager, operator or otherwise to deal in all sorts of presents and future ores, minerals, deposits, goods, substances & materials, including sands, stones, and soils, chalk, clay, china clay, betonies, broils, calcite and coal, lignite, rockphosphate, brimstone, brine, bauxite, limestone, precious and other stones, gold, silver, diamonds, iron, aluminum,

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titanium, vanadium, mica, apalite, chrome, copper, gypsum, rutile, sulphate, tin, zinc, zircon, tungsten, silicon, brass, and other allied materials, by products, mixtures, blends, residues & substances, and to do all incidental acts and things necessary for the attainment of the objects.

3. To crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market ore, metal, mineral, coal and mineral substances of all kinds and to carry on any other metallurgical operation,
4. To search, survey, discover, acquire by concession, grant, purchase, barter, lease, license, degrees & tenders the allotment or otherwise of land or water area from government, semi-government, local authorities, private bodies, corporations and other persons, such rights, powers, and privileges whatsoever for obtaining mines, open cast mines, bucket mines, quarries, deposits, etc. for the accomplishment of the above objects.
5. To carry on the business of Refining of gold and precious metals.
6. To carry on the business of testing, grading, sorting, processing, improving, approving, certification of the quality standards of all kinds of metals including but not limited to precious metals like gold, silver, platinum and their ores, diamonds and other precious gems, whether on contract or for the Company or for other parties in India or elsewhere.

RESOLVED FURTHER THAT for the purpose of giving effect of the resolutions any director of the Company be and is hereby authorized to make necessary application to the Registrar of Companies, Patna.

RESOLVED FURTHER THAT any Director of the Company be and is hereby also authorized, on behalf of the Company to do all acts, deeds, matters and things as deems necessary, proper or desirable and to sign and execute necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing necessary E-Form as return of change of name with the Registrar of Companies, Patna.”

For and on Behalf of the Board

EASTERN SUGAR & INDUSTRIES LIMITED

SD/-

SIDDHARTH GOGIA

DIRECTOR

DIN: 07202627

Date: 04/03/2024

Place: Delhi

EASTERN SUGAR & INDUSTRIES LIMITED

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NOTES:

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.easternsugar.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

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

The remote e-voting period begins on March 24, 2024 at 09:00 A.M. and ends March 26, 2024 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. March 20, 2024, 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 March 20, 2024.

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
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ 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 “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 i.e. NSDL 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 & voting during the meeting.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

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	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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 & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <p style="text-align: center;"> App Store  Google Play</p> <div style="display: flex; justify-content: space-around; align-items: center;"></div>
Individual Shareholders holding securities in demat mode with CDSL	<p>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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p>

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	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	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 & voting during the meeting.

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 evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000
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

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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) or Physical	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*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) 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.

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- c) How to retrieve your 'initial password'?
 - (i) 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 or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) 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.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. 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?

1. 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.
2. 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".
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.

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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 sudhanshu.02singhal@gmail.com with a copy marked to evoting@nsdl.com. 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 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 or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.com

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 info@easternsugar.in.
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 info@easternsugar.in. 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.com 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.

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

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
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 EGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/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” 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/folio number, email id, mobile number at info@easternsugar.in. The same will be replied by the company suitably.
6. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/ folio number, email id, mobile number at (info@easternsugar.in). The same will be replied by the Company suitably.

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ANNEXURE TO NOTICE **EXPLANATORY STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013**

Special Business:

ITEM NO. 1

To regularize the appointment of Mr. Siddharth Gogia (DIN: 07202627), who was appointed as Additional Director (Executive) of the Company

The appointment was made from backend by MCA pursuant to NCLT Order dated 04/10/2023 and recommendation by Resolution Applicant, approved the appointment of **Mr. Siddharth Gogia (DIN: 07202627)** as Additional Director (Executive), with effect from 16th December, 2023, who shall hold the office upto the forthcoming General Meeting. Pursuant to applicable sections and other applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of **Mr. Siddharth Gogia (DIN: 07202627)**, requires approval of the Members by way of ordinary resolution. The Company has received from Mr. Siddharth Gogia (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Act. The Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that his induction on the Board would be of immense benefit to the Company and it is desirable to avail his services as a Director to strengthen the management of the Company. The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 1 of the Notice above by way of ordinary resolution.

Except Mr. Siddharth Gogia, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 1 of the accompanying Notice of the EGM.

In pursuance of the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI) details of Director seeking re-appointment at the Extra-Ordinary General Meeting are as follows:

S. NO.	PARTICULARS	DETAILS
1	Name	Mr. Siddharth Gogia (DIN: 07202627)
2	Designation	Executive Director
3	Date of appointment & Term of Appointment	16 th December, 2023 The term of appointment shall commence from 16 th December, 2023 and continue until his resignation or him attaining the age of retirement (as per the company's internal

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		human resource policy), whichever is earlier.
4	Brief Profile	Mr. Siddharth Gogia is a B.Com Graduate from B.R. Ambedkar University and have 16+ years of experience in operation & sales. He also have deep knowledge in trading in gold and well versed with gold business.
5	Names of the listed entity in which the director holds directorship	None
6	Disclosure of relationships between Directors (in case of appointment of a director).	None

ITEM NO. 2

To regularize the appointment of Mr. Deepak Gupta (DIN: 06643918), who was appointed as Additional Director (Executive) of the Company

The Board at its meeting held on 27th February, 2024, approved the appointment of **Mr. Deepak Gupta (DIN: 06643918)** as Additional Director (Executive), with effect from 27th February, 2024, who shall hold the office upto the forthcoming General Meeting. Pursuant to applicable sections and other applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of **Mr. Deepak Gupta (DIN: 06643918)**, requires approval of the Members by way of ordinary resolution. The Company has received from Mr. Deepak Gupta (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Act. The Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that his induction on the Board would be of immense benefit to the Company and it is desirable to avail his services as a Director to strengthen the management of the Company. The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 2 of the Notice above by way of ordinary resolution.

Except Mr. Deepak Gupta, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 2 of the accompanying Notice of the EGM.

In pursuance of the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI) details of Director seeking re-appointment at the Extra-Ordinary General Meeting are as follows:

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S. NO.	PARTICULARS	DETAILS
1	Name	Mr. Deepak Gupta (DIN: 06643918)
2	Designation	Executive Director
3	Date of appointment & Term of Appointment	27 th February, 2024 The term of appointment shall commence from 27 th February, 2024 and continue until his resignation or him attaining the age of retirement (as per the company's internal human resource policy), whichever is earlier.
4	Brief Profile	Mr. Deepak Gupta is an Associate of The Institute of Chartered Accountants of India (ICAI). He is an expert in finance, accountancy, audit, economics, corporate governance, legal & regulatory compliance, risk management and strategic thinking.
5	Names of the listed entity in which the director holds directorship	None
6	Disclosure of relationships between Directors (in case of appointment of a director).	None

ITEM NO. 3

To regularize the appointment of Mr. Vidit Garg (DIN: 02790545), who was appointed as Additional Director (Executive) of the Company

The Board at its meeting held on 27th February, 2024, approved the appointment of **Mr. Vidit Garg (DIN: 02790545)** as Additional Director (Executive), with effect from 27th February, 2024, who shall hold the office upto the forthcoming General Meeting. Pursuant to applicable sections and other applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of **Mr. Vidit Garg (DIN: 02790545)**, requires approval of the Members by way of ordinary resolution. The Company has received from Mr. Vidit Garg (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Act. The Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that his induction on the Board would be of immense benefit to the Company and it is desirable to avail his services as a Director to strengthen the management of the Company. The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 3 of the Notice above by way of ordinary resolution.

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Except Mr. Vidit Garg, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 3 of the accompanying Notice of the EGM.

In pursuance of the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI) details of Director seeking re-appointment at the Extra-Ordinary General Meeting are as follows:

S. NO.	PARTICULARS	DETAILS
1	Name	Mr. Vidit Garg (DIN: 02790545)
2	Designation	Executive Director
3	Date of appointment & Term of Appointment	27 th February, 2024 The term of appointment shall commence from 27 th February, 2024 and continue until his resignation or him attaining the age of retirement (as per the company's internal human resource policy), whichever is earlier.
4	Brief Profile	Mr. Vidit Garg is Post Graduate (MBA) in Global Business Management from Regent's University, London in the year 2014. He has vast experience in handling cross-section of manpower, machinery, material and liasoning with different agencies. He has Planned, executed and commissioned and execute all the components of hydropower projects of different capacities.
5	Names of the listed entity in which the director holds directorship	None
6	Disclosure of relationships between Directors (in case of appointment of a director).	None

ITEM NO. 4

To regularize the appointment of Mr. Rahul Sharma (DIN: 10498796), who was appointed as Additional Director (Independent) of the Company

The Board at its meeting held on February 27, 2024, approved the appointment of **Mr. Rahul Sharma (DIN: 10498796)** as Additional Director (Independent), with effect from February 27, 2024, upto the forthcoming Annual General Meeting. Pursuant to applicable sections and other

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applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of **Mr. Rahul Sharma (DIN: 10498796)**, requires approval of the Members by way of special resolution. The Company has received from **Mr. Rahul Sharma (DIN: 10498796)** (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Act. The Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that his induction on the Board would be of immense benefit to the Company and it is desirable to avail his services as a Director to strengthen the management of the Company. The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 4 of the Notice above by way of Special resolution.

Except **Mr. Rahul Sharma (DIN: 10498796)**, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 4 of the accompanying Notice of the EGM.

In pursuance of the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI) details of Director seeking re-appointment at the Extra-Ordinary General Meeting are as follows:

S. NO.	PARTICULARS	DETAILS
1	Name	Mr. Rahul Sharma (DIN: 10498796)
2	Designation	Additional Directors (Non-Executive, Independent)
3	Date of appointment & Term of Appointment	27 th February, 2024 (5 Years) The term of appointment shall commence from 27 th February 2024 to 27 th February 2029.
4	Brief Profile	Mr. Rahul Sharma is a member of the Institute of Company Secretaries of India having 7 years' experience a leading law firm and specializes in various practice areas including General Corporate, Mergers & Acquisitions, Private Equity, Corporate Governance and Education. He has vast experience of advising Indian and international companies on corporate restructuring, amalgamation, merger, demerger & acquisitions.
5	Names of the listed entity in which the director holds directorship	None
6	Disclosure of relationships between Directors (in case of appointment of a director).	None

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EMAIL ID: info@easternsugar.in

ITEM NO. 5

To regularize the appointment of Ms. Sidhi Maheshwari (DIN: 10001209), who was appointed as Additional Director (Independent) of the Company

The Board at its meeting held on February 27, 2024, approved the appointment of **Ms. Sidhi Maheshwari (DIN: 10001209)** as Additional Director (Independent), with effect from February 27, 2024, upto the forthcoming General Meeting. Pursuant to applicable sections and other applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of **Ms. Sidhi Maheshwari (DIN: 10001209)**, requires approval of the Members by way of special resolution. The Company has received from **Ms. Sidhi Maheshwari (DIN: 10001209)** (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that she is not disqualified in accordance with sub-section (2) of Section 164 of the Act. The Board were of the opinion, after evaluation of her qualifications, experience and other attributes, that her induction on the Board would be of immense benefit to the Company and it is desirable to avail her services as a Director to strengthen the management of the Company. The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 5 of the Notice above by way of Special resolution.

Except **Ms. Sidhi Maheshwari (DIN: 10001209)**, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 5 of the accompanying Notice of the EGM.

In pursuance of the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI) details of Director seeking re-appointment at the Extra-Ordinary General Meeting are as follows:

S. NO.	PARTICULARS	DETAILS
1	Name	Ms. Sidhi Maheshwari (DIN: 10001209)
2	Designation	Directors (Non-Executive, Independent)
3	Date of appointment & Term of Appointment	27 th February, 2024 (5 Years) The term of appointment shall commence from 27 th February 2024 to 27 th February 2029.
4	Brief Profile	Ms. Sidhi Maheshwari (DIN: 10001209) is a member of the Institute of Company Secretaries of India having 8 years' experience a leading law firm and specializes in various practice areas including General Corporate, Mergers & Acquisitions, Private Equity, Corporate Governance and Education. She has vast experience of advising Indian and international companies on corporate

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CIN: L15421BR1964PLC006630

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EMAIL ID: info@easternsugar.in

		restructuring, amalgamation, merger, demerger & acquisitions.
5	Names of the listed entity in which the director holds directorship	None
6	Disclosure of relationships between Directors (in case of appointment of a director).	None

ITEM NO. 6

To regularize the appointment of Mr. Rahul Bhardwaj (DIN: 10101443), who was appointed as Additional Director (Independent) of the Company

The Board at its meeting held on February 27, 2024, approved the appointment of **Mr. Rahul Bhardwaj (DIN: 10101443)** as Additional Director (Independent), with effect from February 27, 2024, upto the forthcoming General Meeting. Pursuant to applicable sections and other applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of **Mr. Rahul Bhardwaj (DIN: 10101443)**, requires approval of the Members by way of special resolution. The Company has received from **Mr. Rahul Bhardwaj (DIN: 10101443)** (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Act. The Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that his induction on the Board would be of immense benefit to the Company and it is desirable to avail his services as a Director to strengthen the management of the Company. The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 6 of the Notice above by way of Special resolution.

Except **Mr. Rahul Bhardwaj (DIN: 10101443)**, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 6 of the accompanying Notice of the EGM.

In pursuance of the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI) details of Director seeking re-appointment at the Extra-Ordinary General Meeting are as follows:

S. NO.	PARTICULARS	DETAILS
1	Name	Mr. Rahul Bhardwaj (DIN: 10101443)
2	Designation	Directors (Non-Executive, Independent)
3	Date of appointment & Term of Appointment	27 th February, 2024 (5 Years) The term of appointment shall commence from 27 th February 2024 to 27 th February 2029.

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4	Brief Profile	<p>Mr. Rahul Bhardwaj is a member of the Institute of Company Secretaries of India having 7 years' experience a leading law firm and specializes in various practice areas including General Corporate, Mergers & Acquisitions, Private Equity, Corporate Governance and Education.</p> <p>He has an immense experience and specialize in dealing with matters relating to Company Law, Securities Laws, Corporate Governance matters, Legal Due Diligence, Joint Ventures, Foreign Collaborations, Technology Transfers, Mergers and Acquisitions, Due Diligence, Listings, IPO related work and Capital Market Transactions.</p>
5	Names of the listed entity in which the director holds directorship	None
6	Disclosure of relationships between Directors (in case of appointment of a director).	None

ITEM NO. 7

To consider and approve the appointment of M/s Ashwani & Associates, Chartered Accountants (Registration No. 000497N), as Statutory Auditors of the Company from the conclusion of this EGM till the conclusion of ensuing Annual General Meeting to be held in the year 2024.

As per the NCLT Order dated 04/10/2023 resulting into a casual vacancy in the office of Statutory Auditors of the company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy can only be filled up by the Company in General Meeting. The Board has already appointed **M/s Ashwani & Associates, Chartered Accountants (Registration No. 000497N)**, as the Statutory Auditors of the Company to fill the casual vacancy subject to your confirmation.

M/s Ashwani & Associates, Chartered Accountants (Registration No. 000497N), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

The Directors recommend the passing of the resolution under Item No. 7 of the accompanying Notice as a special resolution.

None of the Directors of the Company, Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in these resolutions set out in item No. 7 of the Notice.

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ITEM NO. 8

To consider and approve the reduction in Face Value of the shares from Rs.10 to Rs. 1 as per NCLT Order dated 04/10/2023.

As per the NCLT Order dated 04/10/2023, the Board at its meeting held on February 27, 2024 approved the agenda to reduce the Face Value of Existing Equity Shares from Rs. 10/- each per equity share to Rs 1/- each per equity share and any difference arising of said reduction shall be treated in accordance to applicable accounting standards. The said reduction shall be made in view of current business requirements and smooth functioning for the business.

Accordingly, Special Resolution is submitted to the meeting for the consideration and approval of members.

The Directors recommend the passing of the resolution under Item No. 8 of the accompanying Notice as a special resolution.

None of the Directors of the Company, Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in these resolutions set out in item No. 8 of the Notice.

ITEM NO. 9

To consider and change in Authorized Share Capital of the Company by alteration in Memorandum of Association (MOA)

The Board feels that in view of the proposed expansion plans of the Company, the authorized share capital of the Company needs to be changed that requires members' approval by way of ordinary resolution.

Any change in the Authorized Share capital of the company requires an alteration to the capital clause i.e., Clause V of the Memorandum of Association of the Company. Further, pursuant to the provision of Section 13 of the Companies Act, 2013, an alteration to the Memorandum of Association of the Company would require approval of members. The Directors therefore, recommend the Ordinary Resolution for approval of the shareholders.

The members approval is required to alter Clause 5 of the Memorandum of Association of the Company be substituted with the following:

Clause V: The Authorized share capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crores Only) divided into equity share capital of Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 20,00,00,000 (Twenty Crores) Equity Shares of Rs.1/- each and Redeemable Preference Share Capital of Rs. 30,00,00,000 (Rupees Thirty Crore Only) divided into 30,00,000 (Thirty Lakh) Redeemable Preference Shares of Rs. 100/- each.

A set of amended Memorandum of Association put forth for approval of the members by way of passing the special resolution as given in the Notice is annexed here and forms an integral part of this notice.

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None of the Directors of the Company, Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in these resolutions set out in item No. 9 of the Notice.

ITEM NO. 10

To consider and approve the cancellation of shares as per NCLT order dated 04/10/2023

The Board at its meeting held on February 27, 2024 approved the agenda for cancellation of entire shareholding of erstwhile promoter group and reduction in public shareholding as per NCLT Order dated 04/10/2023.

The total shareholding post CIRP put forth for approval of the members by way of passing the special resolution as given in the Notice is annexed here and forms an integral part of this notice. The said agenda would require approval of members and the Directors therefore, recommend the Special Resolution for approval of the shareholders.

The Directors recommend the passing of the resolution under Item No. 10 of the accompanying Notice as a special resolution.

None of the Directors of the Company, Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in these resolutions set out in item No. 10 of the Notice.

ITEM NO. 11

To consider and approve the allotment of shares as per NCLT order dated 04/10/2023

The Board at its meeting held on February 27, 2024 approved the agenda for allotment of shares to the new promoters in terms of the Resolution Plan and as per NCLT Order dated 04/10/2023.

The total shareholding post CIRP put forth for approval of the members by way of passing the special resolution as given in the Notice is annexed here and forms an integral part of this notice. The said agenda would require approval of members and the Directors therefore, recommend the Special Resolution for approval of the shareholders.

The Directors recommend the passing of the resolution under Item No. 11 of the accompanying Notice as a special resolution.

None of the Directors of the Company, Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in these resolutions set out in item No. 11 of the Notice.

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ITEM NO. 12

To change name of the company from M/s Eastern Sugar & Industries Limited to M/s Kundan Minerals and Metals Limited

The Board of Directors in its meeting held on 27th February 2024 had decided to change the name of the Company from “Eastern Sugar Industries Limited” to “Kundan Minerals and Metals Limited” and had made an application in RUN (Reserve Unique Name) for change of name Pursuant to Section 4 and 13 of the Companies Act, 2013 Read with Rule 8, 9 and 29 of Companies (Incorporation) Rules, 2014.

Now the Board of Directors in its meeting held on 27th February 2024 accorded the approval to change the name of the Company to “Kundan Minerals and Metals Limited”, subject to the approval of the Shareholders of the Company and approvals of statutory and regulatory authorities as may be required under the applicable laws.

Pursuant to the provisions of the Companies Act, 2013, the amendment of the Memorandum of Association and Articles of Association requires approval of the shareholders by way of passing a special resolution in the general meeting.

A set of amended Memorandum of Association put forth for approval of the members by way of passing the special resolution as given in the Notice is annexed here and forms an integral part of this notice.

The Directors recommend the passing of the resolution under Item No. 12 of the accompanying Notice as a special resolution.

None of the Directors of the Company, Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in these resolutions set out in item No. 12 of the Notice.

ITEM NO. 13

To change the objects of the Company by altering Clause III of Memorandum of Association of the Company

To expand the business of the Company and to set the object in line with the new name of the Company, it has been proposed to Change Main Objects in the Memorandum of Association of the company of Clause III of Memorandum of Association. The proposed alteration in Memorandum of Association requires the approval of the members in General Meeting.

The said agenda would require approval of members and the Directors therefore, recommend the Special Resolution for approval of the shareholders.

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The Directors recommend the passing of the resolution under Item No. 13 of the accompanying Notice as a special resolution.

None of the Directors of the Company, Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in these resolutions set out in item No. 13 of the Notice.

For and on behalf of the Board

EASTERN SUGAR & INDUSTRIES LIMITED

SD/-

SIDHARTH GOGIA

DIRECTOR

DIN: 07202627

Date: 04/03/2024

Place: Delhi