

POSTAL BALLOT NOTICE

Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014

Dear Members,

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 (the 'Act') and all other applicable provisions, if any, of the Act read together with the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, applicable provisions of the Securities and Exchange Board of India ('SEBI') including, but not limited to, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), the resolution set out below are proposed to be passed as Special Resolution by the members of the Company by way of electronic voting (e-voting):

Item No.1:

Supply of construction material/s including Works Contracts upto Rs. 100 Crore to Sanvo Resorts Pvt Ltd (Subsidiary Company):

"RESOLVED THAT pursuant to section 188 and other applicable provisions, if any, of the Companies Act 2013 and the relevant Rules framed there under and are made applicable from time to time and pursuant to Regulation 23 of the SEBI(LODR) Regulations 2015 governing the Related Party Transactions and the circulars issued from time to time by the Securities Exchange Board of India(SEBI),consent of the members be and is hereby accorded to the Board of Directors of the Company to enter into contract/ agreement /understanding /arrangement with Sanvo Resorts Pvt Ltd, a Subsidiary of the Company for supply of Construction materials including that of works contract/s for a period of three years, for a value not exceeding Rs.100 crore.

RESOLVED FURTHER THAT the said material related party transaction shall be at the arm's length basis and in the ordinary course of business of the Company

RESOLVED FURTHER THAT Mr. S. Ramamurthi, Whole Time Director and CFO of the Company or Mr. Chetan R Shah, Chairman & Managing Director of the Company, be and are hereby severally authorised to do such acts, deeds, things and execute all such documents ,undertakings as may be necessary for giving effect to the above resolution".

The proposed resolution, along with the explanatory statement setting out the material facts and the reasons thereto are appended below.

The Board of Directors of the Company have appointed Mr. Nitin R Joshi, practicing Company Secretary (Membership Number: CP 1884) (the "**Scrutinizer**") as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

You are requested to carefully read the instructions printed in the Notice/Form including the notes appended herein and record your assent (for) or dissent (against) for the resolutions set out below only through e-voting (*as per the instructions in the Notes under the section 'Voting through electronic means' in this Notice*).

Upon completion of the scrutiny of the Forms and the E-Voting, the Scrutinizer will submit his report to the Chairman or any other Director of the Company (*or any other person so authorised*).

The results of the Postal Ballot (including e-voting) will be announced not later than **5.00 p.m. on or before Saturday, i.e. March 25, 2023**. The aforesaid results shall also be communicated to the depositories, SEBI, BSE and other statutory bodies within 48 (forty eight) hours of the declaration of the results and shall also be displayed on the Company's website at www.marathonnextgen.com along with the Scrutinizer's Report.

Registered Office:
Futurex, N.M. Joshi Marg,
Lower Parel (West), Mumbai 400013

By order of the Board

For and on behalf of

MARATHON NEXTGEN REALTY LIMITED

Place: Mumbai
Date: February 14, 2023

Sd/-
K. S. Raghavan
Company Secretary

EXPLANATORY STATEMENT

(Pursuant to Sections 102(1) and 110 of the Companies Act, 2013 and the rules made therein)

Item No.1:

Supply of construction material/s including Works Contracts upto Rs. 100 Crore to Sanvo Resorts Pvt Ltd (Subsidiary Company):

The Company as a part of Inventory Management System, has decided harness the excess /unutilised inventory/ies lying at its project sites to be used at its subsidiaries, group Companies and associate companies for construction/development purposes .

Presently, one of its subsidiaries viz.Sanvo Resorts Pvt. Ltd, (Sanvo) is promoted by the Marathon Group, is presently developing a residential cum commercial complex in Panvel, District Raigad, contiguous to Mumbai. The entire Project is christened as “MARATHONNEXZONE”. The total saleable area of the project is 40, 11,982 sq.ft of which 252,707 sq.ft would be for commercial use and balance for residential use. The project is registered under MAHA RERA and is RERA Compliant. The entire project is to be developed in phases and the profits will be recognized based on percentage of completion method.

The Company will be supplying construction material including works contract to “Sanvo” for its current and upcoming construction activities.

The details of the proposed transaction are:

- a) Sanvo is developing “ Nexzone” project at PANVEL in phases and as and when the construction plan gets approved, the activities are undertaken .
- b) Sanvo is RERA compliant as on date.
- c) The envisaged transaction pertaining to supply of inventory/ies including the Work Contract shall be at arms length and will be in ordinary course of business.
- d) The monetary value of the transaction will be up to Rs.100 crore
- e) The duration of the transaction shall be around 3 years.
- f) Since the transaction is a Material Related Party Transaction, shareholders approval is being sought.

Upon the recommendation of Audit Committee, the Board at its meeting held on February 14, 2023 had approved Related Party Transactions (RPT) with “Sanvo”, a Subsidiary Company

Accordingly, transaction(s) to be entered into with Sanvo comes within the meaning of Related Party transaction(s) in terms of provisions of Section 188 (1) (a) of companies Act 2013 , applicable Rules framed there under read with the Regulation 23(4) of SEBI (LODR) Regulations 2015.

Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, and pursuant circular on disclosure obligations of listed entities dated November 22,2021 issue by SEBI particulars of the transactions with “Sanvo” are as follows:

Sr. No.	Particulars	Remarks
a	The name of the related party and nature of relationship;	Sanvo Resorts Pvt Ltd (Subsidiary Company)
b.	Name of the Director or KMP who is related	Mr.Chetan R Shah.Mr.Mayur R Shah,Ms.Shailaja R Shah-All Directors of the Company. None of the KMP is neither related nor interested in this transaction.

c.	Nature of Relationship	Common Promoters/Subsidiary Company
d.	Nature, material terms, monetary value and particulars of the contract or arrangement	Supply of construction material including Works Contract upto a value of Rs. 100 Crore
e.	Any other information relevant or important for the members to take a decision on the proposed resolution	Sanvo Resorts Pvt. Ltd, (Sanvo) is promoted by the Marathon Group, a well known Group in the business of real estate development (both residential and Commercial).The main promoters of the company are Marathon Nextgen Realty Ltd holding 67% of the fully paid up equity capital of the company and Marathon Realty Private Limited Holding 24% of the fully paid up equity capital of the company. The Company's equity share capital consists of 1000 shares of face value of RS.100/each. The equity shares of Sanvo are closely held and are not listed/ traded in any of the bourses. Sanvo is presently developing a residential cum commercial complex in Panvel, District Raigad, contiguous to Mumbai. The total saleable area of the project is 40, 11,982 sq.ft of which 252,707 sq.ft would be for commercial use and balance for residential use. The project is registered under MAHA RERA. The entire project is to be developed in phases and the profit will be revenue will be recognized based on percentage of completion method.

The following are the further summary of information provided:

1. a. Type ,material terms and particulars of the proposed transaction: Supply of construction material including works contract

b. Name of the RP and its relationship with the Listed entity : Sanvo Resorts Pvt Ltd- Subsidiary Company

c. Tenure of the proposed transaction: **About 3 years**

d. Value of the proposed transaction: **Upto Rs. 100 Crore**

e. The %age of the listed entity's annual consolidated turnover (for the immediately preceding financial year (i.e for FY 2021-22), that is represented by the value of the proposed transaction: 29.05%(Considering the entire limit of Rs.100 crore, for 3 years tenure).

The % age of counter party's i.e Sanvo's annual consolidated Turnover(FY:2021-22) that is represented by the value of the proposed RPT:55.01%(Considering the entire limit of Rs.100 crore, for 3 years tenure).

f. If the transactions relates to any loans ,inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: **Not Applicable**

(i) details of source of funds in connection with the proposed transactions:

(ii) where any financial indebtedness is incurred to make or give loans, ICD, advances or investments:

-nature of indebtedness

-cost of funds; and

-tenure

(iii) applicable terms, including covenents ,tenure, interest rate and repayment schedule, whether secured or unsecured nature of security.

(iii)purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to RPT.

g. Justification as to why the RPT is in the interest of the listed entity.

The proposed RPT is to utilize the excess/unutilized inventories lying at the various project sites of the Company through its Subsidiary company viz., Sanvo.

Sanvo is developing around 25 acre of land at Panvel and the sale potential is huge. The brand image of "Marathon" is leveraged for and marketing the Units. Since the Construction is happening at faster phase at Sanvo, the effective usage of the Inventory/ies at sites will be ensured. Thereby monetizing the resources which are lying at sites. The proposed transaction will be at arms length and in the ordinary course of business.

h. Copy of valuation report or other external party report, if such report is relied upon: Not Applicable

i. %age of counter party's annual consolidated Turnover that is represented by the value of the proposed RPT on a voluntary basis. - The % age of counter party's i.e Sanvo's annual consolidated Turnover(FY:2021-22) that is represented by the value of the proposed RPT:55.01%(Considering the entire limit of Rs.100 crore, for 3 years tenure).

j. Any other information: None

The Audit Committee of the Company will review the status of this recurring RPT on an annual basis.

Memorandum of Interest:

Except, Mr. Chetan R. Shah, Mr. Mayur R. Shah and Ms. Shailaja C. Shah, Directors and shareholders of the Company, none of the other Directors and the KMPs of the Company and their relatives are concerned or interested in this resolution.

Marathon Realty Pvt Ltd, a Promoter shareholder is also deemed to be interested in this matter and will not participate in approving the said resolution.

The above "Related Parties" are deemed to be interested in the resolution and shall NOT vote to approve the said resolution.

The proposed transaction is in the Ordinary course of business.

NOTES:

1. The Statement pursuant to Section 102, Section 108 and Section 110 of the Companies Act, 2013 setting out all the material facts and the reasons for the proposal is annexed herewith.
2. The Board of Directors have appointed Mr. Nitin R. Joshi, Practising Company Secretary (Membership Number CP 1884) as the Scrutinizer for conducting the Postal Ballot/ e-voting process process in accordance with the law and in a fair and transparent manner.
3. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members/list of Beneficial Owners, received from National Securities Depository Limited ("NSDL")/ Central Depository Services (India) Limited ("CDSL") and the members, whose names appear in the register of members.
4. As per Companies (Management and Administration) Rules, 2014 the Postal Ballot Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (*in case*

of electronic shareholding)/the Company's Registrar (in case of physical shareholding).

5. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up Equity Share Capital of the Company on the cut-off date, i.e. 17/02/2023 and a person who is not a Member as on 17/02/2023 shall treat this Notice for information purposes only.
6. The Company is pleased to offer e-voting facility as an option to all the Members of the Company, in compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014, and applicable provisions of Securities and Exchange Board of India not limited to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
7. The Company has entered into an agreement with NSDL for facilitating e-voting to enable the Members to cast their votes electronically. Members may please refer to the instructions below for the purpose of voting through e-voting facility.
8. The Postal Ballot Notice is also placed in the 'e-voting' section on the Company's website: www.marathonnextgen.com
9. Members are requested to carefully read the e-voting instructions.
10. The date of declaration of results of the postal ballot shall be the date on or before, Saturday , **March 25, 2023.**
11. The Special Resolution passed by the Members through Postal Ballot are deemed to have been passed as if they had been passed at a General Meeting of the Members.
12. Voting period commences from Thursday , **February 23, 2023, at 10.00 a.m.** and ends on **Friday, March 24, 2023 at 5.00 p.m.** E-voting shall not be allowed beyond the said date and time.
13. Kindly note that the Members can opt only for e-voting.
14. The dispatch of the Postal Ballot Notice and the Explanatory Statement shall be announced through an advertisement in at least 1 (one) English newspaper and at least 1 (one) vernacular newspaper, each with wide circulation in the district, where the registered office of the Company is situated, and published on the Company website www.marathonnextgen.com.
15. The instructions for Members Voting Electronically are as under:

E-VOTING INSTRUCTIONS

The instructions for those members who wish to cast their votes by e-voting process are as under:

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 for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer 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. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center; margin-top: 10px;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login 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.

	<ol style="list-style-type: none"> 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. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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.

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.co.in 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

B) Login Method 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.
 - 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.co.in 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 on NSDL e-Voting system.

How to cast your vote electronically 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.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
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.
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 n_r_joshi@yahoo.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User](#)

[Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com 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 to Mr. Amit Vishal at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (www.marathonnextgen.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (www.marathonnextgen.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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.

Registered Office:
Futurex, N.M. Joshi Marg,
Lower Parel (West), Mumbai 400013

By order of the Board

For and on behalf of

MARATHON NEXTGEN REALTY LIMITED

Place: Mumbai
Date: February 14, 2023

Sd/-
K. S. Raghavan
Company Secretary