



# NOTICE OF 11<sup>TH</sup> ANNUAL GENERAL MEETING

# NOTICE

**NOTICE** is hereby given that the **ELEVENTH ANNUAL GENERAL MEETING of the Members of EKI ENERGY SERVICES LIMITED** will be held on Thursday, September 29, 2022 at 11:30 A.M. (IST). through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) for which purposes the registered office of the Company situated at 201, Plot 48, Scheme No. 78, Part II, Vijay Nagar, Indore, M.P., 452010 shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made there at, to transact the following business:

## **ORDINARY BUSINESS**

1. To receive, consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2022, together with the Director’s and Auditor’s Reports thereon.
2. To appoint a director in place of Mr. Naveen Sharma (DIN- 07351558), Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.

## **SPECIAL BUSINESS**

3. To approve revision in the remuneration of Mr. Manish Kumar Dabkara (DIN: 03496566), Managing Director of the Company.

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

**“RESOLVED THAT** pursuant to the provisions of Sections 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof), Regulation 17 (6) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Memorandum of Association and the Articles of Association of the Company or any other law for the time being in force and on the recommendation of Nomination and Remuneration Committee, consent of the Shareholders of the Company be and is hereby accorded for entering into an agreement for upward revision in the remuneration of Mr. Manish Kumar Dabkara (DIN: 03496566), Managing Director (‘MD’) of the Company, effective from April 1, 2022 till completion of the remaining tenure as MD i.e. till February 11, 2024, in range of Rs. 6,00,00,000 to Rs. 25,00,00,000 per annum, upon the terms and conditions set out in the statement annexed to the Notice convening this meeting, including

the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of Section 197 read with Schedule V to the Act, and in the agreement to be entered into between the Company and the MD, with liberty to the Board of Directors, to alter or vary the terms and conditions and remuneration including minimum remuneration as it may deem fit and in such manner as may be agreed to between the Board and MD;

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to revise the remuneration of MD from time to time to the extent it may deem appropriate, provided that such revision is within the overall limits of the managerial remuneration as prescribed under the Act read with Schedule V thereto, and/or any guidelines prescribed by the government from time to time and the said agreement between the Company and MD be suitable amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in general meeting;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in this regard as it may in its sole and absolute discretion deems fit and to delegate all or any of its powers herein conferred to any Committee of Directors and/or director(s) and/or officer(s) of the Company, to give effect to this resolution.”

4. **To approve continuation of payment of remuneration to Executive Directors who belong to the ‘Promoter/ Promoter Group’ of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of regulation 17 (6) (e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and other applicable provisions, if any, including any statutory modification or re-enactment thereof and other applicable provisions; and as per the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Shareholders

of the Company be and is hereby accorded for continuation of payment of remuneration, which is in excess of threshold limits as prescribed under the Listing Regulations, to Mr. Manish Kumar Dabkara (DIN: 03496566), Chairman and Managing Director, Mr. Naveen Sharma (DIN: 07351558), Whole-time Director and Ms. Sonali Sheikh (DIN: 08219665), Whole-time Director, who are promoters and member of promoter group, as per the terms and conditions as approved by the shareholders in this Annual General Meeting under Item No. 3 for Mr. Manish Kumar Dabkara and for Mr. Naveen Sharma and Ms. Sonali Sheikh in the 10th Annual General Meeting of the Company held on August 30, 2021 till the expiry of their respective current term;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all steps as may be necessary, proper and expedient to give effect to this Resolution.”

5. **To approve the payment of remuneration to Ms. Priyanka Dabkara (DIN: 08634736), Non-Executive Director of the Company as per Regulation 17(6) (ca):**

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

“**RESOLVED THAT** pursuant to the provisions of regulation 17 (6) (ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and other applicable provisions, if any, including any statutory modification or re-enactment thereof and other applicable provisions; and as per the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Shareholders of the Company be and is hereby accorded for continuation of payment of remuneration to Ms. Priyanka Dabkara (DIN: 08634736), which is in excess of the fifty per cent of the total annual remuneration payable to all non-executive directors, as per the terms and conditions as approved by the shareholders in the 10th Annual General Meeting held on August 30, 2021 under Item No. 7, till the expiry of her current term;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all steps as may be necessary, proper and expedient to give effect to this Resolution.”

6. **To approve appointment of Ms. Astha Pareek (DIN: 09659754), Non- Executive Independent Director.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule

IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable rules made thereunder; the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; including any amendment, modification, variation or re-enactment thereof and the Articles of Association of the Company and on the recommendation of Nomination and Remuneration Committee consent of the Shareholders of the Company be and is hereby accorded to appoint Ms. Astha Pareek (DIN: 09659754), who was appointed as an Additional Director (in the capacity of a Non-Executive, Independent Director) by the Board of Directors at its meeting held on July 1, 2022, pursuant to Section 161 of the Act, as an Independent Director of the Company to hold office for a term of 1 (one) year commencing from July 1, 2022 till June 30, 2023, whose period of office will not be liable to determination by retirement by rotation;

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

7. **To ratify the amendments made to the “EKI Energy Services Limited-Employees Stock Option Plan 2021”.**

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

“**RESOLVED THAT** pursuant to the applicable provisions of Section 62 and other applicable provisions of the Companies Act, 2013 (‘the Act’) read with the rules made thereunder, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) from time to time, pursuant to the approval of the Board of Directors of the Company, the consent of the Shareholders of the Company be and is hereby accorded to the amendments made in the existing ESOP Scheme of the Company, namely, “EKI Energy Services Limited-Employees Stock Option Plan 2021” as mentioned in the statement to the Notice of this meeting, in order to make the said scheme consistent with the existing regulatory requirements.”

8. **To make investments, grant loans, provide securities & guarantees in excess of limits stated in Section 186 of the Companies Act, 2013.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, the relevant committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject to the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 800 Crores (Rupees Eight Hundred Crores Only), which is in excess of the limit as prescribed under Section 186 of the Companies Act, 2013 i.e., 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed

under Section 186 of the Companies Act, 2013;

**RESOLVED FURTHER THAT** Directors of the Company be and are hereby authorized severally to sign any agreements/ documents, if any, to do all such acts, deeds and things as may be required to give effect to this resolution including filing of necessary e-forms, if any, with the Registrar of Companies.”

**9. To increase the borrowing limits of the Company:**

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

**“RESOLVED THAT** pursuant to provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules framed thereunder and the Articles of Association of the Company, consent of the Shareholders of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter refer to as “Board” which term shall be deemed to include the relevant committee thereof), to borrow money from time to time, whether secured or unsecured, for the business of the Company notwithstanding that such borrowings, together with money already borrowed (apart from temporary loans obtained if any, from the bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves and securities premium, provided that the total amount borrowed shall not at any time exceed the limit of Rs. 800.00 Crores (Rupees Eight Hundred Crores only);

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above Resolution, the Board of Directors of the Company be and is hereby authorised to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf.”

**Registered Office:**

201, Plot No. 48., Scheme No. 78, Part-II, Vijay Nagar, Indore-452010, Madhya Pradesh, India

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Tel. No. +91- 0731-4289086  
Website:www.enkingint.org  
E-mail:cs@enkingint.org

**For and on behalf of the Board of Directors of EKI Energy Services Limited**

**Mr. Manish Kumar Dabkara**  
Managing Director  
DIN: 03496566

Place: **Indore**

Date: **August 31, 2022**

1. In view of the continuing outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 13th January, 2021 and Circular No. 02/2022 dated 05th May, 2022 (collectively referred to as “MCA Circulars”) permitted holding of the Annual General Meeting of companies through Video Conferencing or Other Audio-Visual Means (“VC/OAVM”), without physical presence of the Members at a common venue.
2. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with the MCA Circulars.
3. 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 MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
4. The Company’s Registrar and Transfer Agents for its Share Registry work is Bigshare Services Private Limited having office at: Office No. S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India.
5. The Company has fixed September 22, 2022 as the cut-off date for identifying the Members who shall be eligible to vote through remote e-voting facility or for participation and voting in the e-AGM. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the closure of business hours on cut-off date shall be entitled to vote on the resolutions through the facility of Remote e-Voting or participate and vote in the e-AGM.
6. The Members can join the 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.
7. Voting during the AGM: Members who are present at the e-AGM through VC and have not cast their vote on resolutions through remote e-voting may cast their vote during the e-AGM through the e-voting system provided by Central Depository Services (India) Limited (CDSL) in the Video Conferencing platform during the e-AGM.
8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
9. Pursuant to the MCA Circular no. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Accordingly, Proxy Form and Attendance Slip including Route Map are not annexed to the notice.
10. In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting. Corporate Members intending to send their authorized representative are requested to send a duly certified copy of Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting to the Company by sending an e-mail to [cs@enkingint.org](mailto:cs@enkingint.org) with a copy marked to scrutinizer at [partner@cs-ama.com](mailto:partner@cs-ama.com) by quoting the concerned DP ID and Client ID.
11. In line with the MCA Circular no. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.enkingint.org](http://www.enkingint.org). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant

documents referred to in the Notice will be available electronically for inspection by the members during the AGM through VC/OAVM upon login to CDSL e-Voting system. All above documents will also be available electronically for inspection upto the date of AGM. Members seeking to inspect such documents can send an email to [cs@enkingint.org](mailto:cs@enkingint.org).

13. A Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business specified above is annexed hereto.
14. Mr. Aditya Agarwal (Membership No. ACS 57913, COP No. 22030) partner of M/s. Agrawal Mundra & Associates, Practicing Company Secretaries, Indore appointed as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
15. The Scrutinizer shall submit a consolidated report on the total votes cast in favour of or against, if any, on each of the resolutions set out in this Notice, not later than 2 working days or 3 days whichever is earlier from the conclusion of the AGM, to the Chairman of the Company. The Chairman or any other person authorised by the Chairman shall declare the results of the voting forthwith.
16. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.enkingint.org](http://www.enkingint.org), and website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com) not later than 48 hours of the conclusion of the Meeting.
17. Subject to the receipt of requisite number of votes, the resolutions as set out in this Notice shall be deemed to be passed on the date of the AGM i.e. September 29, 2022.
18. Pursuant to sections 101 and 136 of the Act read with Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Report of the Company is required to be sent through email to those members whose email address is registered and in physical form to those members who have not registered their email address. However, as permitted by SEBI and MCA, the Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-22 are also available on the Company's website at [www.enkingint.org](http://www.enkingint.org), website of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of Central Depository Services (India) Limited ("CDSL") at [www.evotingindia.com](http://www.evotingindia.com).

#### **THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

- i. The voting period begins on September 26, 2022 at 9.00 am and ends on September 28, 2022 at 5.00 pm. During this period shareholders of the Company, as on September 22, 2022 (cut-off date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

#### **Step 1: Access through Depositories CDSL/ NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with <b>CDSL</b></p>	<ol style="list-style-type: none"> <li>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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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 &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be 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.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>

Type of shareholders	Login Method
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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period 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., CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2 : Access through CDSL e-Voting system in case of non-individual shareholders in demat mode.**

vi. Login method for e-Voting and joining virtual meetings for shareholders other than individual holding in Demat form.

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on “Shareholders” module.
3. Now enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
4. Next enter the Image Verification as displayed and Click on Login.
  5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  6. If you are a first-time user, follow the steps given below:

	For shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

vii. After entering these details appropriately, click on “SUBMIT” tab.

viii. Shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily

enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided



that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- ix. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvii. **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@enkingint.org](mailto:cs@enkingint.org), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

#### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id: [cs@](mailto:cs@)

enkingint.org). These queries will be replied to by the company suitably by email. Please note that members question will be answered only if they continue to hold the shares as of the closing hours on cut-off date.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
2. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

# STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

## ITEM NO. 3

### To approve revision in the remuneration of Mr. Manish Kumar Dabkara (DIN: 03496566), Managing Director of the Company.

Considering the contribution of Mr. Manish Kumar Dabkara to the growth, operations and profitability of the Company and as, he has been instrumental in finalizing the Business strategies which has given the required direction to the Company. The Board of Directors of the Company, upon consideration of the performance of Mr. Manish Kumar Dabkara and also as part of the annual revision, approved revision in the remuneration of Mr. Manish Kumar Dabkara, with effect from April 1, 2022.

The said increase in remuneration, has also been duly recommended and approved by the Nomination and Remuneration Committee ('NRC') at its meeting held on August 31, 2022.

The Nomination and Remuneration Committee is of the view that Mr. Manish Kumar Dabkara has provided meritorious services and significant contribution to the overall growth of the Company and hence recommended the revision in the range of Rs. 6,00,00,000 (Rupees Six Crore Only) to upper limit of Rs. 25,00,00,000 (Rupees Twenty Five Crores Only) per annum with effect from April 1, 2022, for the approval of the Members.

The increase in the upper limit of the remuneration to Rs. 25,00,00,000 (Rupees Twenty Five Crore Only) per annum is only an enabling resolution providing authority to the Board/ NRC to decide on the salary payable to Mr. Manish Kumar Dabkara upto the said upper limit, from time to time.

#### 1. Salary

In the pay scale of Rs. 6,00,00,000 (Rupees Six Crore Only) per annum to Rs. 25,00,00,000 (Rupees Twenty-Five Crore Only) per annum including allowances such as House Rent Allowance, Leave Travel Allowance, Special Allowance, etc. with such annual increments/ increases as may be recommended by the NRC and approved by the Board of Directors from time to time.

Subject to any statutory ceiling's, annual performance pay will be fixed at Rs. 6,00,00,000 (Rupees Six Crores Only) per annum over and above of the same shall be payable additionally based on the Company's performance from time to time and as may be determined by the NRC and Board.

#### 2. Perquisites:

- i. Company's contribution to provident fund

to the extent not taxable under the Income Tax Act.

- ii. Gratuity as per the rules of the Company.
- iii. Leave with full pay as per the rules of the Company, with encashment of unavailed leave being allowed.
- iv. Reimbursement of medical expenses incurred for himself and his family as per the rules of the Company.
- v. Cover of Life Insurance Policy, Mediclaim Insurance Policy, Personal Accident Insurance Policy, Directors and Officers Insurance Policy and Liability Insurance Policy and other contribution to insurance as per the rules of the Company.
- vi. Free use of Company's car fully maintained by the Company for official as well as private purpose or car allowance in lieu of the Company car.
- vii. Reimbursement of entertainment expenses incurred in the course of business of the Company.
- viii. Membership of club, fees, which will be paid by the Company.
- ix. Telephone and other communication facilities as per rules of the Company.
- x. Subject to any statutory ceiling's, the Managing Director may be given any other allowances, performance pay, perquisites, benefits and facilities as the NRC/Board of Directors from time to time may decide.

#### 3. Valuation of perquisites:

Perquisites/allowances shall be valued as per Income Tax rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.

#### 4. Stock Options

Stock options as per the scheme framed by the Company.

#### 5. Minimum remuneration

In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the Managing Director shall be paid remuneration by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.

#### 6. Computation of ceiling

The following shall not be included in the computation of prerequisites for the purposes of the ceiling, in the manner provided in Schedule V to the Companies Act, 2013:

- a) Contribution to provident fund referred to in para 2 above.
  - b) Gratuity payable as per para 2 above.
  - c) Encashment of leave as per para 2 above.
7. The terms and conditions of the said re-appointment and/or agreement may be altered and varied from time to time by the Board as it may, in its discretion, deem fit within the maximum amount payable to the Managing Director in accordance with the provisions of the Act, or any amendments made therein.

Mr. Manish Kumar Dabkara is interested in the resolution set out at Item no. 3 of the Notice with regard to his increase in remuneration as a Managing Director and also interested to the extent of his shareholding interest in the Company. Ms. Priyanka Dabkara, Non-Executive Director, being relative of Director is also deemed to be interested in the resolution and also deemed to be interested to the extent of her shareholding interest in the Company.

The Promoter and Promoter Group, Ms. Vidhya Dabkara, Ms. Priyanka Dabkara (sister), Ms. Shweta Bhaveshkumar Porwal being relatives of Mr. Manish Kumar Dabkara, may be deemed to be interested in resolution to the extent of their shareholding interest in the Company.

Save and except the above none of the other Director/ Key Managerial Personnel of the Company and their relatives are, in any way concerned or interested, financially or otherwise in the aforementioned resolution.

The approval is also sought in terms of Regulation 17 (6) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Mr. Manish Kumar Dabkara is a promoter and the remuneration proposed to be paid to the executive directors will exceed 5 % of the net profits of the Company, whichever is higher.

The Board recommend the resolution, as set out in **Item No. 3** of this notice for approval of the Members by way of a **Special Resolution**.

#### **ITEM NO. 4 & 5**

#### **To approve continuation of payment of remuneration to Executive and Non-executive Directors.**

The Company has migrated from BSE SME Platform to BSE Mainboard effective from July 4, 2022. Accordingly, the Company is now required to comply with the corporate governance provisions provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(‘Listing Regulations’).

As per regulation 17 (6) (e) of the Listing Regulations, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- a. the annual remuneration payable to such executive director exceeds Rs. 5 crore or 2.5% of the net profits of the Company (calculated as per section 198 of the Companies Act, 2013), whichever is higher; or
- b. where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the Company (calculated as per section 198 of the Companies Act, 2013).

Currently, there are three executive directors in the Company belonging to the promoter and promoter group viz.

Mr. Manish Kumar Dabkara, Managing Director, Mr. Naveen Sharma, Whole-time Director and Ms. Sonali Sheikh, Whole-time Director. The shareholders will be considering the revision in the remuneration payable to Mr. Manish Kumar Dabkara in item no. 3 of this Notice and the revision in the remuneration payable to Mr. Naveen Sharma and Ms. Sonali Sheikh had been approved at the 10th Annual General Meeting held on August 30, 2021.

Further, as per regulation 17 (6) (ca) of the Listing Regulations, if the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all the non-executive directors, shall be subject to the approval of shareholders every year, by way of special resolution.

The remuneration payable to Ms. Priyanka Dabkara, Non-executive Director, as per the existing terms and conditions already approved by the shareholders of the Company in 10<sup>th</sup> Annual General Meeting of the Company held on August 30, 2021, under item no. 7, exceeds fifty percent of the total amount of remuneration payable to all the non-executive directors of the Company,

The remuneration payable to the aforesaid Executive and Non-executive Directors will exceed the individual and aggregate limits provided under Reg. 17 (6) (e) and Reg. 17 (6)(ca) of the Listing Regulations. This necessitates seeking approval of shareholders by way of special resolution for payment of remuneration as per the existing terms and conditions of appointment of the aforesaid Executive and Non-executive Directors, till the expiry of their respective terms.

The Nomination and Remuneration Committee and the Board approved the above proposal in their meeting held on August 31, 2022. The Board

recommends the resolution as set out in **Item No. 4 & 5** of this Notice for approval of the members by way of a **Special Resolution**.

Except for Mr. Manish Kumar Dabkara, Mr. Naveen Sharma, Ms. Sonali Sheikh and Ms. Priyanka Dabkara and their relatives none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the respective resolution.

#### ITEM NO. 6

##### To appoint, Ms. Astha Pareek, as an Independent Director.

Pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], the Board of Directors propose the appointment of Ms. Astha Pareek (DIN: 09659754), as appointed as an Independent Director of the Company for the term of one year commencing from July 1, 2022 to June 30, 2023.

The Board of Directors at their meeting held on June 30, 2022, appointed Ms. Astha Pareek (DIN: 09659754) as an Additional Director (Non-Executive, Independent) with effect from July 1, 2022 upto the date of this Annual General Meeting of the Company.

She has given her consent to be appointed as an Independent Director and the requisite declarations pursuant to section 149, 164 and 184 (1) of the Companies Act, 2013. In terms of Section 160, the

Company have received a notice proposing her candidature as a director from a member of the Company. In the opinion of the Board and based on the Board's evaluation, Ms. Astha Pareek fulfils the conditions specified in the Listing Regulations, the Act and rules framed thereunder, for her appointment as an Independent Director and that she is independent of the management.

The NRC at its Meeting held on July 1, 2022, taking into account the external business environment, the business knowledge, acumen, experience required has recommended to the Board the appointment of Ms. Astha Pareek, as Independent Director of the Company.

A copy of the draft letter of appointment setting out the terms and conditions of appointment would be available electronically for inspection by the members during the AGM through VC/OAVM upon login to CDSL e-Voting system. Brief profile and requisite information in terms of Regulation 36 of the Listing Regulations read with Secretarial Standard-2 issued by ICSI is provided as an Annexure to this Notice.

None of the other Directors/Key Managerial Personal of the Company/their relatives is in any way concerned or interested, financially or otherwise in the resolution.

The Board recommends the resolution as set out in **Item No. 6** of this Notice for approval of the Members by way of **Special Resolution**.

##### **Details of the Director seeking appointment/re-appointment in the Annual General Meeting as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as follows:**

##### **1. Ms. Astha Pareek**

Name of Director	Ms. Astha Pareek
Director Identification Number	09659754
Date of Birth	27/03/1993
Nationality	Indian
Date of Appointment	01/07/2022
Qualification	Ms. Astha Pareek, is a qualified Company Secretary, member of the Institute of Company Secretaries of India and has obtained Bachelor's Degree in Law (Business Law Hons.) from Nirma University, Ahmedabad. She has a work experience of 5 years in the field of Corporate Law, Law Firms and Chambers of Advocates, she has seen a swath of corporate law and legal needs of various corporations.
Expertise in specific functional area	She has over 5 year's practical experience in the area of Corporate Law and Legal.
Disclosure of relationship between directors inter-se	NIL

Name of other listed companies in which he holds directorship	NIL
Chairmanship/Memberships of Committees of the other listed companies in which he is Director	NIL
Number of Shares held in the Company	NIL

**ITEM NO. 7**

**To ratify the amendments made to the “EKI Energy Services Limited-Employees Stock Option Plan 2021”**

Pursuant to Sections 62 and 175 of the Companies Act, 2013 and other applicable provisions the Board of Directors of the Company have, vide circular resolution No. 1/2021-2022 dated October 21, 2021, subject to ratification by Shareholders of the Company, considered and approved the below-mentioned changes in the existing “EKI Energy Services Limited-Employees Stock Option Plan 2021” (‘EESL-ESOP 2021’) in order to make the said scheme consistent with the existing regulatory requirements.

**CHANGES MADE IN THE EESL - ESOP 2021: -**

**1. Clause 2(i): Definition of “Applicable Law”**

The Clause 2(i) of the EESL - ESOP 2021, which states the definition of “Applicable Law” has been modified as under:

- i. **“Applicable Law”** means every law relating to Employees Stock Option Scheme, including, without limitation to, the Companies Act, 2013 and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and includes any statutory modifications or re-enactments thereof, and all relevant revenue, tax, securities or exchange control regulations or corporate laws of India or any relevant jurisdiction. The Applicable Law includes any provision of the applicable law, rules, regulations, notifications, circular(s) or any other similar

form of directives issued by the competent authority under the relevant applicable laws.

**2. Clause 2(ix): Definition of “Employee”**

The Clause 2(ix) of the EESL - ESOP 2021, which states the definition of “Employee” has been modified as under:

**“Employee”, means, –**

- (i) an employee as designated by the company, who is exclusively working in India or outside India; or
- (ii) a director of the company, whether a whole-time director or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an independent director; or
- (iii) an employee as defined in sub-clauses (i) or (ii), of a group company including subsidiary or associate company, in India or outside India, but does not include—
  - (a) an employee who is a promoter or a person belonging to the promoter group; or
  - (b) a director who, either himself or through his relative or through anybody corporate, directly or indirectly, holds more than ten per cent of the outstanding equity shares of the company.

**3. Clause 8(ii)(b): Options Exercise Period**

In point number 3, of the “Unvested Options” as mentioned in the Clause 8(ii)(b) of the EESL - ESOP 2021, the following has been modified: -

S. No.	Time Period	Date of Exercise
<b>Unvested Options</b>		
4.	Retirement/ Early Retirement/ Term coming to an end or as approved by the Company.	All the Unvested Options as on the date of Retirement/ Early Retirement/ Term coming to an end or as approved by the Company, shall vest with the Option Grantee as per the vesting schedule.

**4. Clause 10: Accounting and Disclosures**

The Clause 10 of the EESL - ESOP 2021, which states about “Accounting and Disclosures” has

been modified as under:

The Company shall follow the laws/regulations applicable to accounting and disclosure

related to Options, including but not limited to the Accounting Standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013, Guidance Note on Accounting for employee share-based Payments, issued by ICAI, from time to time, and all other applicable provisions of the Companies Act, 2013.

The Company shall disclose details of Scheme/ Grant in the Director's Report or in an Annexure thereof as prescribed under Part F of Schedule - I of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any other applicable law for the time being in force.

#### **5. Clause 11: Certificate from Auditors**

The Clause 11 of the EESL - ESOP 2021, which states about "Certificate from Auditors" has been modified as under:

The Board shall at each AGM place before the shareholders a certificate from the Secretarial Auditors of the Company that the EESL-ESOP 2021 has been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and in accordance with the resolution of the Company in the General Meeting.

#### **6. Clause 14: Authority to vary terms**

The Clause 14 of the EESL - ESOP 2021, which states about "Authority to vary terms" has been modified as under:

The Board/Committee thereof may vary any of the terms and conditions of this scheme to meet any regulatory requirement, without seeking shareholders' approval by special resolution, as stated in the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Pursuant to Section 62 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Share Capital and Debentures) Rules, 2014 ("the Rules") approval of the shareholders by way of special resolution is required for alteration/Changes in the terms of employee stock option plan to the employees of the Company.

The Board recommends the resolution as set out in **Item No. 7** of this notice for approval of the members by way of **Special Resolution**.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the resolution except to the extent of their shareholding, if any.

#### **ITEM NO. 8**

#### **To make investments, grant loans, provide securities & guarantees in excess of limits prescribed in Section 186 of Companies Act, 2013.**

As per sub-section (2) & (3) of Section 186 of the

Companies Act, 2013, a Company is required to obtain the prior approval of the member through a special resolution, in case the Company wants to -

- a) Give any loan to any person or other body corporate;
- b) Give any guarantee or provide security in connection with a loan to any other body corporate or person; or
- c) Acquire by way of subscription, purchase or otherwise, the securities of any other body corporates,

Exceeding 60% of its paid-up share capital, free reserve and security premium account or 100% of its free reserve and securities premium account, whichever is more.

Your Company is growing exponentially and forecasting a similar growth in foreseeable future, therefore in order to capitulate the various opportunities of the prevailing industry like research and development in carbon capturing technology, expand its business at global level including hiring of people/onboarding of new energy efficient projects, develop & monetize projects related to carbon management for generation of carbon credits across the globe, strategically position the company through backward and forward supply chain integration, investment through acquisition or new incorporated associates/joint ventures etc.

The Board of Directors is seeking approval of the members pursuant to Section 186 provisions over the limit as specified in the resolution at the item no. 8. The said approval is sought keeping in mind the fund requirement of Company's subsidiaries/sister concern in the group companies to meet urgent needs from time to time to yield and grow in business segment.

The Board recommends the resolution as set out in **Item No. 8** of this notice for approval of the members by way of **Special Resolution**.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the resolution except to the extent of their shareholding, if any.

#### **ITEM NO. 9**

#### **To increase the borrowing limits of the Company:**

The Company is constantly reviewing opportunities across the globe for expansion of its business operations. Keeping in view the future financial requirements to support its business operations plan like research and development in carbon capturing technology, expand its business at global level including hiring of people/onboarding of new energy efficient projects, develop & monetize projects related to carbon management for generation of carbon credits across the globe, strategically position the Company through backward and forward supply

chain integration, investment through acquisition or new incorporated associates/joint ventures etc. the Company may need additional funds to support its long term strategic business plan. For this purpose, the Company may, from time to time, raise finance/fund from various Banks and/ or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid up capital and free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits to Rs. 800 Crores (Rupees Eight Hundred Crores Only) for the

Company from existing approved limit of Rs. 300 Crores (Rupees Three Hundred Crores Only).

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid up capital of the Company and its free reserves at any time except with the consent of the members of the Company in a general meeting.

The Board recommends the resolution set out in **Item No. 9** of this Notice for approval of the members by way of **Special Resolution**.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the resolution except to the extent of their shareholding, if any.

**Registered Office:**

201, Plot No. 48., Scheme No. 78, Part-II, Vijay Nagar, Indore-452010, Madhya Pradesh, India

CIN: L74200MP2011PLC025904

Tel. No. +91- 0731-4289086

Website:www.enkingint.org

E-mail:cs@enkingint.org

**For and on behalf of the Board of Directors of EKI Energy Services Limited**

**Mr. Manish Kumar Dabkara**

Managing Director

DIN: 03496566

Place: **Indore**

Date: **August 31, 2022**