### **Notice**

NOTICE is hereby given that the Thirty Sixth Annual General Meeting (AGM) of Members of Asahi India Glass Ltd. will be held on Wednesday, the 29<sup>th</sup> day of September, 2021 at 3:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). No physical meeting of members will be held, however, the meeting will be deemed to have been held at the Registered office of the Company at Unit No. 203 to 208, Tribhuwan Complex, Ishwar Nagar, Mathura Road, New Delhi – 110 065. Following business shall be transacted at the meeting:

### **ORDINARY BUSINESS**

- 1. To receive, consider and adopt:
  - a. the audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with Reports of the Auditors and the Board of Directors thereon; and
  - the audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with Reports of the Auditors thereon.
- 2. To declare final dividend, for the financial year ended 31<sup>st</sup> March, 2021, of ₹ 1.00/- on each equity share of the Company.
- To appoint a Director in place of Dr. Satoshi Ishizuka (DIN: 07692846) who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint a Director in place of Mr. B. M. Labroo (DIN: 00040433) who retires by rotation and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"Resolved that in accordance with provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of ₹ 1,40,000 (Rupees One Lakh Forty

Thousand only), as approved by the Board of Directors, on the recommendation of Audit & Risk Management Committee, of the Company, at its meeting held on 16<sup>th</sup> June, 2021, to be paid to M/s. Ajay Ahuja & Associates, Cost Accountants (Firm Registration No. 101142) appointed as the Cost Auditor of the Company for audit of the cost accounting records of the Company for the financial year ending 31<sup>st</sup> March, 2022, be and is hereby ratified and approved."

 To consider, and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"Resolved that pursuant to provisions of Section(s) 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 16(1)(b) & 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Sheetal Kapal Mehta (DIN: 06495637), who was appointed as an Additional Director in the capacity of Non-executive Independent Director of the Company with effect from 4th November, 2020, by the Board of Directors of the Company, in terms of and in accordance with the provisions of Section(s) 149, 161 & Schedule IV of the Companies Act, 2013 and Article 73 of the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for office of Director, be and is hereby appointed a Non-executive Director in the capacity of Independent Director of the Company to hold office for a term of 5 (five) consecutive years."

By order of the Board

Gopal Ganatra Executive Director General Counsel & Company Secretary Membership No.: F7090

**Dated:** 30<sup>th</sup> July, 2021 **Place:** Gurugram



### **NOTES:**

- In view of the massive outbreak of the COVID-19 pandemic, maintenance of social distancing norms, the Government of India through Ministry of Corporate Affairs, issued Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 and Circular No. 02/2021 dated 13th January, 2021 ("MCA Circulars") and through Securities and Exchange Board of India ("SEBI"), issued Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 and Circular No. SEBI/ HO/CFO/CMD2/CIR/P/2021/11 dated 15th January, 2021 ("SEBI Circulars"), permitting the conduct of Annual General Meeting through video conferencing (VC) or Other Audio Visual Means (OAVM) and has dispensed with the personal presence of the members at the meeting. In terms of the said Circulars, the 36th Annual General Meeting (AGM) of the members of the Company will be held through video conferencing (VC) / Other Audio Visual Means (OAVM). There will be no physical meeting of members, however, Members can attend and participate in the AGM through VC / OAVM. The deemed venue for the 36<sup>th</sup> AGM shall be the Registered Office of the Company.
- The detailed procedure in respect of Voting Procedure through VC / OAVM Voting is given under:
  - (i) Members may attend the Meeting through VC / OAVM viz. Webex App. by login to <u>www.evotingindia.com</u> using their e-voting credentials through smart phone or laptop, connected through broadband.
  - (ii) Participants connecting from Mobile Devices or Tablets or through Laptop 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.
  - (iii) Members can login and join 30 (thirty) minutes prior to the schedule time, window for joining shall be kept open throughout the meeting.
- 3. Since, the AGM is being held pursuant to above MCA and SEBI Circulars through VC / OAVM, physical presence has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for AGM and Proxy Form & Attendance Slip including route map of the venue of the meeting are not annexed to this notice.
- The recorded transcript of this meeting shall, as soon as possible, be made available on the website of the Company.
- Corporate members attending the meeting through their authorized representatives pursuant to Section 113 of Companies Act, 2013 ("the Act") are requested to send to the Company, at least 48 hours prior to the start of voting,

- scanned copies of the following documents through email at <a href="mailto:investorrelations@aisglass.com">investorrelations@aisglass.com</a>.
- a certified copy of the Board resolution authorizing their representatives
- ii) Photograph of the Representative.
- 6. Members are requested to intimate change, if any, in their address (with PIN Code), E-mail ID, nominations, bank details, mandate instructions, National Electronic Clearing Service ("NECS") mandates, etc. under the signature of the registered holder(s) to The Link Intime Private Ltd., Registrar and Share Transfer Agent ("RTA") of the Company (email ID rnt.helpdesk@linkintime.co.in); and their respective Depository Participants.
- 7. Queries, if any, on the Annual Report and operations of the Company, may please be sent at <a href="mailto:investorrelations@aisglass.com">investorrelations@aisglass.com</a> at least seven days prior to the date of the AGM; the member must mention his name, demat account number / folio number, e-mail ID, mobile number with the query; so that relevant query may be replied by the company suitably at the meeting.
- 8. In compliance with aforesaid circulars, notice of the AGM and the Annual Report for the Financial Year 2020-21 are being sent only through electronic mode to those members whose E-mail IDs are registered with the Depository Participant(s) and / or RTA. Any member, who has not registered his email ID, may register his / her ID with RTA by clicking the link <a href="https://linkintime.co.in/EmailReg/email">https://linkintime.co.in/EmailReg/email</a> register.html and following the registration process as guided thereafter. Post successful registration of the email the Members would get Annual Report. Members attending AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 9. Information or details pertaining to the Directors proposed to be appointed or re-appointed pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 issued by the Institute of Company Secretaries of India at Item Nos. 3 and 4 of Ordinary Business and Item No. 6 of Special Business are provided as Annexure 1 to this Notice.
- Explanatory Statement in respect of Special Business, as required under Section 102 of the Companies Act, 2013 is enclosed as 'Annexure' to this Notice.
- 11. The Company has notified closure of Register of Members and Share Transfer Books from 23<sup>rd</sup> September, 2021 to 29<sup>th</sup> September, 2021 (both days inclusive) for the purpose of the Annual General Meeting and Dividend.

- 12. The Dividend on Equity Shares, if declared at the Annual General Meeting, will be paid on or after 5<sup>th</sup> October, 2021 to those Members:
  - whose names appear on the Company's register of members, after giving effect to all valid share transfers in physical form lodged with Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company on or before 22<sup>nd</sup> September, 2021; and
  - ii. whose names appear in the list of beneficial owners on 22<sup>nd</sup> September, 2021 furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.
- 13. In accordance with the provisions of the Income-tax Act, 1961 ("IT Act") as amended from time to time, read with the provisions of the Finance Act, 2020, with effect from 1st April, 2020, dividend declared by the Company is taxable in the hands of the members and the Company is required to deduct tax at source ("TDS") on dividend at the applicable rates.

Members may take note of the below TDS provisions and information / document requirements for each member:

### A. RESIDENT MEMBERS:

- i) No tax shall be deducted on payment of dividend to the resident individual members, if the total dividend for a financial year does not exceed ₹5,000 (Rupees Five Thousand).
- ii) Tax shall be deducted from Dividend paid to resident members (other than category prescribed above) as per the details provided below:

Particulars	Applicable rate of Tax	Declaration/ documents required
Where valid PAN is updated with the Depository Participant (in case shares	10%	N.A.
are held in dematerialized form) or with Company's Registrar and Transfer		
Agent ("RTA") i.e. Link Intime India Private Limited (in case shares are held		
in physical form) and no exemption is sought by the resident member		
No PAN / Invalid PAN with the Depository Participant or RTA or member	20%	N.A.
has not filed his Income Tax return for last two years and TDS in his		
personal case was exceeding ₹50000 in each those years, pursuance to		
section 206AB of Income Tax Act and no exemption sought by member		
Where lower/ nil tax deduction certificate is issued by Income Tax	Rate specified in	<ul> <li>Copy of PAN card</li> </ul>
Department under section 197 of the Act	Lower tax withholding	<ul> <li>Copy of lower tax withholding</li> </ul>
	certificate obtained from	certificate obtained from
	Income Tax Department	Income Tax Department

iii) No tax shall be deducted on Dividend to resident members if the members submit documents mentioned in the below table with the RTA:

Particulars	Declaration/ documents required
Member (other than	Copy of PAN card
a Company or a Firm)	• Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an
furnishing Form 15G/15H	Individual above the age of 60 years), provided that all the required eligibility conditions are met. Format
	of Form 15G and 15H are given in the link below
Submitting Order under	Copy of PAN card
Section 197 of the Income	<ul> <li>Self-declaration along with lower/NIL withholding tax certificate obtained from tax Authority</li> </ul>
Tax Act, 1961 (Act)	
Members (e.g. LIC, GIC) for	Copy of PAN card
whom Section 194 of the	• Self-declaration along with adequate documentary evidence to the effect that no tax withholding is
Act is not applicable	required pursuant to the provisions of Section 194 of the Act
Category I and II	Copy of PAN card
Alternative Investment	• Self-declaration that the AIF is registered with SEBI as per SEBI Regulations along with copy of registration
Fund (AIF)	certificate and that their income is exempted from Tax
Persons covered under	Copy of PAN card
Section 196 of the Act	• Self-declaration along with documentary evidence that the person is covered under said Section 196 of
(e.g. Mutual Funds, Govt.)	the Act



### B. NON-RESIDENT MEMBERS:

As per Section 90 of the Income Tax Act, the non-resident member has the option to be governed by the provisions of the Double Tax Avoidance Treaty between India and the country of tax residence of the member, if they are more beneficial to them. Please refer to the below table for the details of documents to avail Tax Treaty benefits:

Particulars	Applicable rate	Declaration/ documents required
Non-resident Members (including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs))	20% plus applicable surcharge and cess OR Tax Treaty Rate (whichever is lower)	<ul> <li>If the member wants to avail the tax rates as per the tax treaty, following documents would be required:</li> <li>Self-attested copy of the Permanent Account Number (PAN) allotted by the Indian Income Tax authorities</li> <li>Self-attested copy of Tax Residency Certificate (TRC) issued by the competent authority of the country of member's residency, evidencing and certifying the tax residency status of the member in the country of residency during the Financial Year 2021-22</li> <li>Completed and duly signed Form 10F in the format given in the link</li> <li>Self-declaration in the format given in the link below, certifying that – <ol> <li>You will continue to remain a tax resident of the country of your residency during the Financial Year 2021-22;</li> <li>You are eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;</li> <li>You have no reason to believe that your claim for the benefits of the DTAA is impaired in any manner;</li> <li>You are the beneficial owner of your shareholding in the Company and dividend receivable from the Company; and</li> <li>You do not have a taxable presence or a permanent establishment in India during the Financial Year 2021-22</li> </ol> </li> </ul>
Submitting Order under Section 197 of the Income Tax Act, 1961 (Act)	Rate provided in the Order	Lower / NIL withholding tax certificate obtained from tax authority

Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company / RTA, of the documents submitted by Non-Resident members.

The forms for tax exemption can be downloaded from Link Intime's website: <a href="https://www.linkintime.co.in/client-downloads.html">https://www.linkintime.co.in/client-downloads.html</a>. On this page select the General tab. All the forms are available in under the head

"Form 15G/15H/10F". The aforementioned documents (duly completed and signed) are required to be uploaded on <a href="https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html">https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html</a> on or before 22<sup>nd</sup> September, 2021. No communication would be accepted from members after 22<sup>nd</sup> September, 2021 regarding tax withholding matters. All communications / queries in this respect should be addressed to our RTA, Link Intime India Private Limited to its email address <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> or on companies email ID investorrelations@aisglass.com.

14. Pursuant to applicable provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "IEPF Rules"), (including any statutory modification(s) and or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unpaid or unclaimed for a period of 7 (seven) years are

required to be transferred by the Company to the IEPF established by the Central Government.

Further, according to the said IEPF Rules, shares in respect of which dividend has not been claimed by the shareholders for 7 (seven) consecutive years or more shall also be transferred to the demat account of the IEPF Authority. The dividend amount and shares transferred to the IEPF can be claimed by the concerned Members from the IEPF Authority after complying with the procedure prescribed under the IEPF Rules. The details of the unclaimed dividends are also available on the Company's website at <a href="https://www.aisglass.com">www.aisglass.com</a> and the said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the Link (<a href="https://www.iepf.gov.in">www.iepf.gov.in</a>).

- 15. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar & Share Transfer Agents.
- 16. SEBI has vide amended Regulation 40 of Listing Regulations mandated that from 1<sup>st</sup> April, 2019 onwards securities can be transferred only in dematerialized form. However, Members may continue holding shares in physical form. Transfer of securities in demat form will facilitate convenience and ensure

safety of transactions for investors. Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares. SEBI has also clarified that the share transfer deed(s) once lodged prior to 31st March, 2019 and returned due to deficiency in documents submitted, may be re-lodged for transfer.

- 17. Relevant documents referred to in the accompanying Notice, Register of Directors and Key Managerial Personnel and Register of Contracts or Arrangements in which Directors are Interested are open and available for inspection at the Registered Office and Corporate Office of the Company during the business hours on all working days, except Saturdays, up to the date of 36th Annual General Meeting of the Company.
- 18. Members desirous of getting any information on the accounts or operations of the Company are requested to forward their queries to the Company at least seven working days prior to the meeting, so that the required information can be made available at the meeting.
- 19. Members are requested to immediately notify any change in their address either to the Company or its Registrar & Share Transfer Agents. In case the shares are held in dematerialised form, this information should be sent by the Members to their respective Depository Participants. Members are requested to quote their folio numbers / DP-ID and Client-ID numbers in their correspondence with the Company.
- 20. In terms of the provisions of the Companies Act, 2013, facility for making nominations is available to individual Members of the Company. Members holding shares in physical form can make their nomination in the specified Nomination Form which can be obtained from the Company or its Registrar & Share Transfer Agents. Members holding shares in dematerialised form should approach their depository participants for nomination.
- 21. In case of change in residential status of Non-Resident Indian Shareholders, the same should be immediately informed to the Registrar & Share Transfer Agents of the Company along with particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank.
- 22. Members are requested to get registered their e-mail IDs with the Company or the Registrar and Share Transfer Agent for further communication by sending their request to <a href="mailto:investorrelations@aisglass.com">investorrelations@aisglass.com</a> or <a href="mailto:rntheillo:
- 23. Pursuant to Section 139 of the Companies Act, 2013 (the Act), appointment of the auditor M/s VSSA & Associates, Chartered Accountants was made by the members in their Annual General Meeting ("AGM") held on 10<sup>th</sup> August, 2017 for a period of five consecutive years i.e. from the conclusion of 32<sup>nd</sup> AGM till the conclusion of 37<sup>th</sup> AGM, subject to the

ratification at every AGM. However, in view of the notification dated 7<sup>th</sup> May, 2018 issued by the Ministry of Corporate Affairs, requirement for ratification of appointment of auditor has been abandoned.

24. Members may also note that the Notice of 36<sup>th</sup> Annual General Meeting and the Annual Report for 2020-21 are available on the Company's website i.e. <u>www.aisglass.com</u> and on CDSL website <u>www.evotingindia.com</u> for download.

### Submission of questions or queries prior to AGM/ Registration of Speakers

Members of the Company who would like to speak or express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / folio number and mobile number, to reach the Company's email address <a href="mailto:investorrelations@aisglass.com">investorrelations@aisglass.com</a>. Those Members who have registered themselves as a speaker will only be allowed to speak / express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.

### 26. Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015 read with SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated 9th December, 2020 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS 2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the 36th Annual General meeting (AGM) by electronic means. The facility of casting the votes by the members using an electronic voting system ("remote e-voting") will be provided by Central Depository Services (India) Limited.

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.

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

- II. Procedure to cast vote electronically is as under:
- A. Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode

Type of shareholders	Login Method	
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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 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="https://web.cdslindia.com/myeasi/home/login">www.cdslindia.com/myeasi/home/login</a> or visit <a easiregistration"="" href="https://web.cdslindia.com/myeasi/home/home/home/home/home/home/home/home&lt;/th&gt;&lt;/tr&gt;&lt;tr&gt;&lt;td&gt;&lt;/td&gt;&lt;td&gt;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 &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.&lt;/td&gt;&lt;/tr&gt;&lt;tr&gt;&lt;td&gt;&lt;/td&gt;&lt;td&gt;3) If the user is not registered for EASI/EASIEST, option to register is available at &lt;a href=" https:="" myeasi="" registration="" web.cdslindia.com="">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>	
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on <a href="www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.	
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <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 & voting during the meeting.	
	2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com/secureWeb/IdeasDirectReg.gisp">https://eservices.nsdl.com/secureWeb/IdeasDirectReg.gisp</a>	
	3) 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 & voting during the meeting	
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participant</b> s	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	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@
holding securities in	<u>cdslindia.com</u> or contact at 022- 23058738 and 22-23058542-43.
Demat mode with CDSL	
Individual Shareholders	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call
holding securities in	at toll free no.: 1800 1020 990 and 1800 22 44 30
Demat mode with <b>NSDL</b>	

- B. Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
  - The shareholders should log on to the e-voting website www.evotingindia.com.
  - ii. Click on Shareholders/ Members.
  - iii. Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - Members holding shares in Physical Form should enter Folio Number registered with the Company.
  - Next enter the Image Verification as displayed and Click on Login.
  - If you are holding shares in demat form and had logged on to <u>www.evotingindia.com</u> and voted on an earlier voting of any company, then your existing password is to be used.
  - vi. If you are a first time user, follow the steps given below:

	For Members holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is printed on Postal Ballot/ Attendance Slip indicated in the PAN field.

# For Members holding shares in Demat Form other than individual and Physical Form

# Dividend B a n k 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 for the said demat account or folio.

- 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 as mentioned in instruction (iii).
- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Members holding shares in physical form will then directly reach the Company selection screen.

However, members 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. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN of Asahi India Glass Limited.
- xi. 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.



- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take a print of the votes cast by clicking on "Click here to print" option on the page.
- xvi. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xviii. Note for Non Individual Shareholders and Custodians.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to <u>www.evotingindia.com</u> and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <u>helpdesk.evoting@cdslindia.com</u>.
  - 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 should be mailed to <u>helpdesk.evoting@cdslindia.com</u> and on approval of the accounts they would be able to cast their vote.
  - 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.

- xix. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:
  - For Physical shareholders please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (selfattested scanned copy of Aadhar Card) by email to Company / RTA email ID.
  - For Demat shareholders Please update your email id & mobile no. with your respective Depository Participant (DP)
  - 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.
- A. The remote e-voting period begins on Saturday, 25<sup>th</sup> September, 2021 at 9:00 a.m. and ends on Tuesday, 28<sup>th</sup> September, 2021 at 5:00 p.m. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 22<sup>nd</sup> September, 2021 may cast their vote electronically. At the end of remote e-voting period, the e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- B. Any person, who acquires shares of the Company and become Member of the Company after sending of the Notice and holding shares as on the cut-off date i.e. Wednesday, 22<sup>nd</sup> September, 2021 may follow the same instructions as mentioned above for e-Voting.
- C. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- D. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Wednesday, 22<sup>nd</sup> September, 2021.

- E. Members may send e-mail at <u>investorrelations@aisglass</u>. <u>com</u> for any grievances connected with electronic means.
- F. The Company has appointed Mr. Sundeep Kumar Parashar, Membership No. F6136 and Certificate of Practice No. 6575, proprietor of SKP & Co., Company Secretaries, as the Scrutinizer who will conduct the remote e-voting process in a fair and transparent manner.
- G. The Scrutinizer shall, immediately after the conclusion of voting unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman or a person authorized by him in writing who shall counter sign the same and declare the result of the voting forthwith.
- H. As per the provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchange(s) within 48 hours of the conclusion of the

- AGM. The results declared along with Scrutinizer's Report shall be placed on the Company's website <a href="https://www.aisglass.com">www.aisglass.com</a> and on CDSL's website <a href="https://www.evotingindia.com">www.evotingindia.com</a>.
- I. If you have any queries or issues regarding attending AGM & e-voting from the e-voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at <u>www.evotingindia.com</u>, under help section or write an email to <u>helpdesk.</u> <u>evoting@cdslindia.com</u> or contact Mr. Nitin Kunder (022-2305 8738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-2305 8542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> 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 on 022-23058542/43.

### **Important Communication to Members**

- A) PHYSICAL SHAREHOLDERS Please provide your e-mail ID to the Company urgently at <a href="mailto:investorrelations@aisglass.com">investorrelations@aisglass.com</a> or fill the "Member's Response Form" (as provided in this Annual Report) to enable you to receive prompt and safe delivery of important communications from the Company.
- B) DEMAT SHAREHOLDERS Please provide your e-mail ID immediately to your Depository Participant (DP) where you have your demat account to enable you to receive prompt and safe delivery of important communications from the Company.

Such section also confirms and supports the "Green Initiative" of Corporate Governance initiated by the Ministry of Corporate Affairs as per the Rule 18 of Companies (Management and Administration) Rules, 2014 which allows companies to send any notice/ document (including Annual Report) to its Members via e-mail.

### NOTE:

As per amended Regulation 40 of the Listing Regulations, transfer of security shall not be processed unless the securities are held in dematerialised form with a depository, hence, shareholders are requested to kindly dematerialise their shareholding.



### ANNEXURE TO THE NOTICE

# EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 5

The Board of Directors at its meeting held on 16<sup>th</sup> June, 2021, on the recommendation of Audit & Risk Management Committee, approved the appointment of M/s. Ajay Ahuja & Associates, Cost Accountants, (Firm Registration No. 101142) as the Cost Auditor for audit of the cost accounting records of the Company for the financial year ending 31<sup>st</sup> March, 2022, at a remuneration of ₹ 1,40,000/- (Rupees One Lakh Fourty Thousand Only).

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to Cost Auditor is required to be ratified by the shareholders of the Company.

Accordingly, consent of the Members is sought for approving the Ordinary Resolution for ratification of remuneration payable to Cost Auditor for conducting the audit of cost records of the Company for the financial year ending 31st March, 2022. The Board recommends passing of Resolution at Item No. 5.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out at Item No. 5 of this Notice.

### Item No. 6

Ms. Sheetal Kapal Mehta, aged 60 years, is an Independent Director. She has been on our Board since 4<sup>th</sup> November, 2020. She is a Commerce Graduate from St. Xavier's College, Mumbai. She has been working with Mahindra & Mahindra Ltd. since 1984 and currently Senior Vice President - Corporate Social Responsibility,

Mahindra Group. Ms. Mehta has vast experience in Marketing Department, Product Development, Business Management and Corporate Governance.

The Company has received a notice from a member under Section 160 of the Companies Act, 2013 signifying her intention to propose the appointment of Ms. Sheetal Kapal Mehta as Director of the Company. Ms. Mehta has consented to act as Director. The Board considers it desirable to avail the expertise and guidance of Ms. Mehta on the Board as an Independent Director and recommends passing of the Resolution in Item No. 6.

Copy of the draft letter of appointment of Ms. Sheetal Kapal Mehta setting out the terms and condition of appointment is available for inspection by the members at the registered office of the company.

The details/ information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-II with respect to appointment of Director is detailed in Annexure-1 to this Notice.

The company has also received declaration from Ms. Mehta that she meets the criteria of Independence as prescribed both under Section 149(6) of the Act and under Listing Regulations. Further, she is not disqualified from being appointed as a Director in terms of Companies Act, 2013.

Except Ms. Sheetal Kapal Mehta and her relatives, none of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMP of the Company are concerned with or interested in the proposed Resolution as set out in Item No. 6 of this Notice.

The Board recommended the Ordinary Resolution forth at Item No. 6 of the Notice for approval of the Members.

### **ANNEXURE - 1**

# DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING (Pursuant to Regulation 36 of Securities and Exchange Board of India

(Listing Obligations and Disclosures Requirement) Regulations, 2015 and SS-2)

Name of the Director	Dr. Satoshi Ishizuka
Director Identification Number	07692846
Date of joining the Board	15/02/2017
Profile of Director	Dr. Satoshi Ishizuka, 63, is currently the Sr. Advisor (QA) of Maruti Suzuki India Limited and has Doctorate in Material Engineering, Nagoya University, Japan. He has more than 35 years of experience in automotive industry in the field of Raw Material Development, Evaluation and Failure Analysis. He joined MSIL in 2014 as a part of Raw Material Capability Up-gradation of QA team
Terms and conditions of appointment	Appointed as a Director liable to retire by rotation
Expert in specific Functional Area	Material Engineering
Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*	1. FMI Automotive Components Private Limited
Chairmanships/Memberships of Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil
No. of shares held in the Company	Nil
Number of Board Meetings attended during the year	3 out of 4
Relationship with other Directors	None
Details of last drawn Remuneration	Last drawn remuneration is given in Corporate Governance section of Annual Report
Remuneration	Apart from sitting fee for attending the meetings of Board of Directors and Committees thereof, he may also be entitled to Commission on net profits, as approved by the Shareholders within the limits as set out in Companies Act, 2013.
Name of the Director	Mr. B. M. Labroo
Director Identification Number (DIN)	00040433
Date of joining the Board	03/12/1985
Profile of Director	Mr. B. M. Labroo, aged 90 years, is the Nonexecutive Director and Chairman and one of the
	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.
Terms and conditions of re-appointment	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and
Terms and conditions of re-appointment  Expert in specific Functional Area	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.
	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.  Appointed as a Director liable to retire by rotation
Expert in specific Functional Area	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.  Appointed as a Director liable to retire by rotation  Strategic planning
Expert in specific Functional Area Chairmanships/ Directorships of other Companies	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.  Appointed as a Director liable to retire by rotation  Strategic planning  1. Maltex Malsters Ltd.
Expert in specific Functional Area Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3rd December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.  Appointed as a Director liable to retire by rotation  Strategic planning  1. Maltex Malsters Ltd. 2. Samir Paging Systems Ltd 3. North West Distilleries Pvt. Ltd. 4. Shield Autoglass Ltd.
Expert in specific Functional Area Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.  Appointed as a Director liable to retire by rotation  Strategic planning  1. Maltex Malsters Ltd. 2. Samir Paging Systems Ltd 3. North West Distilleries Pvt. Ltd. 4. Shield Autoglass Ltd. 5. Allied Fincap Services Pvt. Ltd.
Expert in specific Functional Area Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3rd December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.  Appointed as a Director liable to retire by rotation  Strategic planning  1. Maltex Malsters Ltd. 2. Samir Paging Systems Ltd 3. North West Distilleries Pvt. Ltd. 4. Shield Autoglass Ltd.
Expert in specific Functional Area Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*  Chairmanships/ Memberships of Committees of other Public Companies (includes only Audit Committee and	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.  Appointed as a Director liable to retire by rotation  Strategic planning  1. Maltex Malsters Ltd. 2. Samir Paging Systems Ltd 3. North West Distilleries Pvt. Ltd. 4. Shield Autoglass Ltd. 5. Allied Fincap Services Pvt. Ltd.
Expert in specific Functional Area Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*  Chairmanships/ Memberships of Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee)	Promoters of our Company. As Chairman of our Board, he advises us on all strategic matters relating to existing and future business of our Company. He has been on our Board since 3 <sup>rd</sup> December, 1985. He holds a Master of Arts degree in Political Science from Punjab University. He has vast experience in marketing, finance and corporate governance. Mr. Labroo is on the board of Directors of various companies, which include such as Shield Autoglass Limited and Samir Paging Systems Limited.  Appointed as a Director liable to retire by rotation  Strategic planning  1. Maltex Malsters Ltd. 2. Samir Paging Systems Ltd 3. North West Distilleries Pvt. Ltd. 4. Shield Autoglass Ltd. 5. Allied Fincap Services Pvt. Ltd. Nil



Details of last drawn Remuneration	Last drawn remuneration is given in Corporate Governance section of Annual Report.
Remuneration	Apart from sitting fee for attending the meetings of Board of Directors and Committees thereof, he may also be entitled to Commission on net profits, as approved by the Shareholders within
Name of the Director	the limits as set out in Companies Act, 2013.  Ms. Sheetal Kapal Mehta
	•
Director Identification Number (DIN)	06495637
Date of joining the Board	04/11/2020
Profile of Director	Ms. Sheetal Kapal Mehta, aged 60 years, is an Independent Director. She has been on our Board since 4 <sup>th</sup> November, 2020. She is a Commerce Graduate from St. Xavier's College, Mumbai. She has been working with Mahindra & Mahindra Ltd. since 1984 and currently Senior Vice President - Corporate Social Responsibility, Mahindra Group. Ms. Mehta has vast experience in Marketing Department, Product Development, Business Management and Corporate Governance.
Terms and conditions of re-appointment	Appointed for a period of 5 years w.e.f. 4th November, 2020.
Expert in specific Functional Area	Marketing & Corporate Social Responsibility
Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*	Nil
Chairmanships/ Memberships of Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil
No. of shares held in the Company	Nil
Number of Board Meetings attended during the year	2 out of 2
Relationship with other Directors	Nil
Remuneration	Apart from sitting fee for attending the meetings of Board of Directors and Committees thereof, she may also be entitled to Commission on net profits, as approved by the Shareholders within the limits as set out in Companies Act, 2013.

<sup>\*</sup> Directorship and Committee Membership(s) in Asahi India Glass Limited is not included in the aforesaid disclosure. Membership(s) and Chairmanship(s) of Audit Committee and Stakeholders' Relationship Committee of only Public Companies have been included in the aforesaid table.

By order of the Board

Gopal Ganatra Executive Director General Counsel & Company Secretary Membership No.: F7090

**Dated:** 30<sup>th</sup> July, 2021 **Place:** Gurugram



### **Asahi India Glass Limited**

## **Member's Response Form 2020-2021**

Name:
E-Mail ID:
Address:
Folio No.:No. of equity shares held:
I hereby authorise the Company to send all correspondence to me [statutory or otherwise] including the Annual Report [comprising of Balance Sheet, Profit & Loss Account, Auditors' Report, Directors' Report, notices of General Meetings and Explanatory Statement, etc.] through e-mail, as per the e-mail address mentioned above, till such further notice from me.
Signature of Member

### Notes:

1) Members are requested to address this 'Member's Response Form' to:

Chief - Investor Relation Asahi India Glass Ltd. 5<sup>th</sup> Floor, Tower-B, Global Business Park, Mehrauli – Gurgaon Road, Gurgaon – 122 002

2) Members holding shares in dematerialised form may kindly update their e-mail address with their respective Depository Participants (DPs).



### Shareholder's Referencer at a Glance

### 1) Status of Preference Shares

The 10% Non-Convertible Cumulative Redeemable Preference Shares' were issued in accordance with the order of the High Courts of Delhi and Bombay, post-merger of Floatglass India Limited (FGI) with AIS in September, 2003. These preference shares were to be redeemed at their face value after 12 months from the date of issue. Accordingly, these preference shares were redeemed on 23.09.2004 at face value (₹ 10/- per share).

Hence, the preference shares stand cancelled post redemption as above and cannot be traded, transferred or dematerialized. Members who have these preference shares in their custody are requested to check their redemption payment status with their banks.

### 2) Status of Equity Shares of Floatglass India Ltd.

Floatglass India Ltd. (FGI) has merged with Asahi India Glass Ltd. (AIS) in the year 2003, in accordance with the order of the High Courts of Delhi and Bombay.

The following scheme was approved by the Hon'ble High Courts –

Every 8 (eight) shares of FGI to be exchanged for 3 (three) Equity shares of AIS of ₹ 1/- each fully paid up, and 4 (four), 10% cumulative preference shares of ₹ 10 /- each. The original share certificates of AIS (both equity & preference) were dispatched to all eligible shareholders of FGI without calling back the original FGI share certificates as per the direction of the High Court.

Post-merger, FGI shares cannot be traded, transferred or dematerialized. In case of any further query shareholders may write to the Company/ RTA.

# 3) Shareholder Grievances & its handling mechanism

AlS has a dedicated 'Shareholder Grievance Cell' (Mumbai) and all shareholder queries are resolved promptly. Shareholders are requested to contact the following to get their issues resolved promptly -

### Link Intime India Pvt. Ltd., (Mumbai)

C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083 Tel: (022) 49186000

### Link Intime India Pvt. Ltd. (Delhi),

Noble Heights, 1st Floor, Plot No. NH - 2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi 110 058 Tel: (011) 4141 0592-94

Fax: (011) 4141 0591

Alternatively, shareholders can also call our dedicated Shareholder Grievance Officer - Mr. Gopal Ganatra at 0124 406 2212-19 or e-mail at - <u>investorrelations@aisglass.</u> com.

### 1) Nomination Facility

Section 72 of the Companies Act, 2013 provides the facility of nomination to the shareholders. This facility is mainly useful for individuals holding shares in sole name, especially those who are holding shares in sole name are advised to avail the nomination facility by submitting the prescribed Form SH-13. A copy of sample form is available under the Investor Relations section of the Company's website - www.aisqlass.com.

However, if shares are held in dematerialized form, nomination has to be registered with concerned DP directly, as per the format prescribed by the DP.

### 5) Duplicate Shares

The loss of share certificate(s) should be reported immediately to AIS along with certificate nos./folio no. and distinctive nos. to mark a precautionary stop transfer of such shares in the system. The request for issue of duplicate share certificate(s) should be sent to our RTA in the prescribed manner. For legal/formal procedure with regard to the same, please write to our RTA.

### 5) Transmission of Equity Shares

In case of death of a shareholder, their legal heirs are entitled for the equity shares to be transmitted in their name. Detailed documents and formalities are required to effect transmission of shares. In the unfortunate event requiring transmission of shares, Members may please contact our RTA for the requisite formalities and assistance.

### 7) Mandatory Dematerialization of Shares

Pursuant to SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8<sup>th</sup> June, 2018 read with BSE Circular No. LIST/COMP/15/2018-19 dated 5<sup>th</sup> July, 2018 issued to all Listed Companies, SEBI has directed for Dematerialization of Shares held in physical form. In order to dematerialize your share, please open a Demat Account with any of Depository Participants (DP) and submit your physical share certificate to DP along with necessary documents in this regard.

# 8) Mandatory updation of PAN and Bank Account details

Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20<sup>th</sup> April, 2018, has mandated Listed Entities to seek the subject details from the Shareholders holding shares in physical

form with an objective to streamline the processes relating to maintenance of records, transfer of securities and seamless payment of dividend/ interest/ redemption amounts to the Shareholders.

Therefore, we request you to provide the details of PAN Card and Bank details to the Company/ RTA.

# Registration/ Updation of Mobile No., Email ID and Address

Shareholders are requested to get their Mobile No., Email ID and Address registered/ updated with the Company for direct and speedy communication.

For more details / information, Shareholders are requested to kindly visit the website of the Company by clicking link <a href="https://www.aisglass.com/for-investors/faq/">https://www.aisglass.com/for-investors/faq/</a>.