



STOCK HOLDING CORPORATION OF INDIA LIMITED

Notice of the 4th Extraordinary General Meeting

Notice is hereby given that the 4th Extraordinary General Meeting (EGM) of the Members of **Stock Holding Corporation of India Limited (hereinafter referred to as 'the Corporation')** will be held on **Thursday, October 24, 2024 at 4.00 p.m.** through Video Conference (VC)/Other Audio Video Means (OAVM) to transact the following business. The Registered Office of the Corporation shall be the deemed venue for the meeting

SPECIAL BUSINESS

1 Reappointment of Mr. Ashok Kumar Motwani [DIN 00088225] as an 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, and other applicable provisions of the Companies Act 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the Articles of Association, pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Ashok Kumar Motwani (DIN: 00088225), be and is hereby reappointed as an Independent Director not subject to retirement by rotation to hold office for a second term of 5 consecutive years w.e.f. October 26, 2024 to October 25, 2029 with all other terms and conditions of his appointment remaining same."

2 Reappointment of Mr. Animesh Chauhan [DIN 02060457] as an 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, and other applicable provisions of the Companies Act 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the Articles of Association, pursuant to the recommendation of the Nomination &



Remuneration Committee and the Board of Directors, Mr. Animesh Chauhan [DIN 02060457], be and is hereby reappointed as an Independent Director not subject to retirement by rotation to hold office for a second term of 5 consecutive years w.e.f. October 26, 2024 to October 25, 2029, with all other terms and conditions of his appointment remaining same."

NOTES:

1. The Ministry of Corporate Affairs, Government of India ("MCA") vide its circular no.20/2020 dated May 5, 2020, General Circular no.02/2022 dated May 5, 2022, General Circular no.10/2022 dated December 28, 2022 and General Circular no.09/2023 dated September 25, 2023 and General Circular no.09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") allowing, inter-alia, conducting of General Meetings through Video Conferencing/Other Audio-Visual Means ("VC/ OAVM") facility on or before September 30, 2025, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular no.20/2020 dated May 05, 2020. In compliance with these Circulars and provisions of the Act, the 4th EGM of the Corporation is being conducted through VC/OAVM facility on Thursday, October 24, 2024 at 4.00 p.m. (IST), without the physical presence of Members at a common venue. The deemed venue for the 4th EGM shall be the Registered Office of the Corporation situated at 301, Centre Point, Dr. B. Ambedkar Road, Parel, Mumbai 400012.
2. As the EGM shall be conducted through VC/OAVM, the facility for appointment of proxy by the Members is not available for this EGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
3. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Corporation will be entitled to vote at the EGM.
4. Pursuant to Section 113 of the Act, institutional/corporate members (i.e. other than individuals/NRI, etc.) are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the EGM, before e-Voting/attending EGM to the Scrutinizer by email at office@csdakamat.com with a copy marked to the Corporation email id at egm@stockholding.com, not later than 48 hours before the scheduled time of the commencement of the Meeting

5. In compliance of the MCA circulars and the provisions of the Companies Act, 2013, the Notice of the EGM is being sent through electronic mode to all the Members whose email addresses are registered with the R & T/Depository Participant for communication purposes. Further, updation, if any, will be provided on the website of the Corporation at www.stockholding.com.
6. In line with the MCA circulars, the Notice calling the EGM has been uploaded on the website of the Corporation at www.stockholding.com
7. The Members can join the EGM 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.
8. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
9. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Corporation directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).
10. As per the provisions of Clause 3.A.II. of the General Circular No. 20/2020 dated May 05, 2020, the matters of Special Business as appearing at Item no. 1 & 2 of the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.
11. 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, Secretarial Standards on General Meetings (SS-2) issued by ICSI and as per MCA Circulars, the Corporation is offering “remote e-voting facility” to its Members in respect of the business to be transacted at the EGM and to those Members participating in the EGM, to cast vote through e-Voting

system during the EGM. For this purpose, the Corporation has entered into an agreement with M/s. Link Intime India Private Limited (LinkIntime) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as e-Voting on the date of the EGM will be provided by LinkIntime.

12. The Corporation has appointed Mr. D. A. Kamat (FCS 3843), Partner or failing him Ms. Rachana Kamat (FCS 8227), Partner at M/s. D. A. Kamat & Co., Practicing Company Secretaries as Scrutinizer for conducting the voting process of remote e-Voting and e-Voting during EGM in a fair and transparent manner.
13. Pursuant to MCA Circulars, a designated email address viz., egm@stockholding.com has been created by the Corporation so that the Members can convey their vote, when a poll is required to be taken during the meeting on any resolution at such designated email address through their email addresses which are registered with the R&T/Depository Participant. The Members will be allowed to post questions during the course of the Meeting. However, the queries can also be given in advance at egm@stockholding.com. Depending on the availability of time, the Corporation reserves the right to restrict the number of speakers at the meeting
14. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the RTA in case the shares are held by them in physical form.
15. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of the Item no. 1 & 2 is annexed hereto. The relevant details, pursuant to Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at the EGM is provided as annexure to the Notice.
16. All documents referred to in the Notice calling the EGM and the Explanatory Statement are available with the Corporation for inspection by the Members. The same will be shared with the members on receipt of request.
17. Only those shareholders of the Corporation who are holding shares either in physical form or in dematerialized form, as on the cut-off date (i.e. October 11, 2024), shall be entitled to cast their vote through VC/OAVM at the EGM, as the case may be. Any person

who is not a Member as on the cut-off date should treat this Notice for information purposes only.

18. The invitation to join the EGM will be sent to the Members on their registered email IDs. Members may attend the EGM, by following the invitation link sent to their registered email ID.
19. Instructions for procedure for joining the EGM through VC/OAVM and procedure for remote e-voting & e-voting during the EGM are as follows :

Process and manner for attending the Extraordinary General Meeting through InstaMeet:

1. Open the internet browser and launch the URL :
<https://instameet.linkintime.co.in> & Click on “Login”.
- ▶ Select the “Company” and ‘Event Date’ and register with your following details: -
 - A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
 - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP) / Company shall use the sequence number provided to you, if applicable).
 - C. Mobile No.: Enter your mobile number.
 - D. Email ID: Enter your email id, as recorded with your DP/Company.
- ▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).



Instructions for Shareholders/Members to speak during the Extraordinary General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id egm@stockholding.com created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when the moderator of the meeting / management will announce the name and serial number for speaking.

Instructions for Shareholders/Members to Vote during the Extraordinary General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No./Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under “Favour/Against”.
5. After selecting the appropriate option i.e. “Favour/Against” as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.



Note: Shareholders/Members who will be present in the Extraordinary General Meeting through InstaMeet 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 facility during the meeting. Shareholders/Members who have voted through Remote e-Voting prior to the Extraordinary General Meeting will be eligible to attend/participate in the Extraordinary General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/Members are encouraged to join the Meeting through tablets/laptops connected through broadband for better experience.

Shareholders/Members are required to use internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/visual loss due to fluctuation in their network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any kind of the aforesaid glitches.

In case Shareholders/Members have any queries regarding login/e-voting, they may send an email to instameet@linkintime.co.in or contact on Tel: 022-49186175.

InstaVote Support Desk
Link Intime India Pvt. Ltd.

Remote e-Voting instructions for shareholders

Remote e-voting period starts at (09:00 A.M. IST) on Tuesday, October 15, 2024 and ends at (05:00 P.M. IST) on Wednesday, October 23, 2024. The remote e-voting module will be disabled by Link Intime India Pvt. Ltd. for voting thereafter.

As per the SEBI circular dated December 09, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.



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

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter user id and password. Post successful authentication, click on “Access to e-voting”.
- c) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

User not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp> “
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nsdl.com/>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime



InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – From Easi/Easiest

Users who have registered/ opted for Easi/Easiest

- a) Visit URL:
<https://web.cdslindia.com/myeasitoken/Home/Login> or
www.cdslindia.com.
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users not registered for Easi/Easiest

- a) To register, visit URL:
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/>
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN number and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account



- e) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual Shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After successful login, members shall navigate through “e-voting” tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual Shareholders holding securities in physical form/Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
 - A. User ID:
Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company.
Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the



Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

**Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
Shareholders holding shares in NSDL form, shall provide 'D' above

▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

▶ Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour/Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
4. After selecting the desired option i.e. Favour/Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised



Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - a. ‘Investor ID’ -
 - i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
 - ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
 - b. ‘Investor’s Name’ - Enter full name of the entity.
 - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
 - d. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on ‘Votes Entry’ tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d) Enter ‘16-digit Demat Account No.’ for which you want to cast vote.

- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f) After selecting the desired option i.e., Favour/Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select 'View' icon for 'Company's Name / Event number '. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour/Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

- If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>
- Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.
- *In case shareholders is having valid email address, Password will be sent to his / her registered email address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.*
- User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.
- User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID.
- User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.



Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”) has forgotten the password:

- If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>
- Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.
- In case shareholders is having valid email address, Password will be sent to his / her registered email address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/CDSL has forgotten the password:

- Shareholders who are unable to retrieve User ID/ Password are advised to use ‘Forget User ID’ and ‘Forget Password’ option available at abovementioned depository/depository participant’s website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**InstaVote Support Desk
Link Intime India Private Limited**



Annexure to the Notice of the 4th EGM of Stock Holding
Explanatory Statement pursuant to
Section 102 of the Companies Act, 2013

Item no.1

Mr. Ashok Kumar Motwani is a CAIIB and holds a Master's Degree in Business Administration, with over 30 years of experience in various domains, including investment & corporate banking, project advisory, structured finance and debt syndication. Mr. Motwani's career includes significant leadership roles, most notably as Chief General Manager (CGM) at IDBI Bank. He opted for early retirement to take on the role of Chairman & Managing Director at Beacon Trusteeship Ltd. During his tenure at IDBI Bank, he also served as Managing Director & CEO of IDBI Trusteeship Services and was deputed to Stock Holding Corporation of India Limited (Stock Holding) as MD & CEO from May 2011 to July 2014. Additionally, he serves as a part-time Advisor to Mudra (a subsidiary of SIDBI) and Nabsamrudhi (a subsidiary of NABARD), offering his expertise in their securitisation business.

Mr. Ashok Kumar Motwani was appointed as the Independent Director of the Corporation for the first term of five consecutive years from October 26, 2019 upto October 25, 2024. As directed by the Board, the appointment of Mr. Motwani was informed to DFS on September 16, 2020. The shareholders at its meeting held on November 06, 2020 also approved the appointment. Mr. Motwani is a member of Nomination & Remuneration Committee (Chairman), Audit Committee, CSR Committee and Committee for New Initiatives. Mr. Motwani has been regular in his participation at the Committee, Board and General Meetings of the Corporation and provides his valuable inputs and suggestions on the Board matters from time to time. The Board of Directors and Nomination & Remuneration Committee believe that the re-appointment of Mr. Ashok Kumar Motwani for a second term of five years would be beneficial to the Corporation by bringing in stability and continuity. The proposed appointment is in line with the Nomination & Remuneration Policy of the Company.

Mr. Ashok Kumar Motwani, has submitted his consent to continue to act as an Independent Director along with the statement confirming independence in terms of Section 149 of the Companies Act, 2013.

The Corporation has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company and Mr. Ashok Motwani has consented to act as a Director of the Company. In accordance with the proviso to Section 160 (1), the NRC and the Board of the Company has considered and accordingly recommend to the shareholders, reappointment of Mr. Ashok Motwani, as an Independent Director of



the Company, not liable to retire by rotation for a second term of 5 years with effect from October 26, 2024 to October 25, 2029, with all other terms and conditions of his appointment remaining same.

In the opinion of the Board, Mr. Motwani fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his reappointment as an Independent Director of the Corporation and is Independent of the management. Copy of appointment letter of Mr. Motwani as an Independent Director setting out the terms and conditions would be available for inspection by the members without any fee at the Registered Office of the Corporation during normal business hours on any working day, excluding Saturday.

Disclosures, as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

The Board and the Corporation will immensely benefit from his rich experience and expertise. Accordingly, the Board recommends this resolution for approval of the members of the Corporation as a Special Resolution.

Except Mr. Motwani being appointee none of the Directors, Key Managerial Personnel and their relatives are interested in the resolution.

Item no.6

Mr. Animesh Chauhan holds a B.Com. degree and is a JAIB-certified professional from the Indian Institute of Banking & Finance (IIBF), Mumbai. He began his banking career in 1979 as a Direct Recruit Officer at Bank of Baroda, where he steadily advanced, reaching the position of General Manager in February 2010. With 38 years of extensive experience in various leadership roles, Mr. Chauhan is a seasoned banker known for his deep expertise and strategic vision. He served as the Managing Director and CEO of Oriental Bank of Commerce from December 2014 to June 2017. Prior to this, he joined the Central Bank of India as Executive Director in August 2013, where he oversaw critical portfolios, including Retail Banking, Information Technology, Transaction Banking, Priority Sector, MSME and Recovery. Mr. Chauhan has also been a distinguished board member of several prominent institutions, including Canara Bank, HSBC, Oriental Bank of Commerce, Life Insurance Corporation of India, India Infrastructure Finance Company Limited, Indian Institute of Banking & Finance and he has been an active member of the Indian Banks' Association and the National Institute of Banking Studies and Corporate Management. Currently, Mr. Chauhan serves as a Director on the boards of various



entities, continuing to contribute his vast knowledge and experience to the banking and financial sector.

Mr. Animesh Chauhan was appointed as the Independent Director of the Corporation for the first term of five consecutive years from October 26, 2019 upto October 25, 2024. As directed by the Board, the appointment of Mr. Chauhan was informed to DFS on September 16, 2020. The shareholders at its meeting held on November 06, 2020 also approved the appointment. Mr. Chauhan acts as a Member of Audit Committee (Chairman), Nomination & Remuneration Committee, Risk Management Committee and CSR Committee. Mr. Chauhan has been regular in his participation at the Committee, Board and General Meetings of the Corporation and provides his valuable inputs and suggestions on the Board matters from time to time. The Board of Directors and Nomination & Remuneration Committee believe that the re-appointment of Mr. Chauhan for a second term of five years would be beneficial to the Corporation by bringing in stability and continuity. The proposed appointment is in line with the Nomination & Remuneration Policy of the Company.

Mr. Chauhan, has submitted his consent to continue to act as an Independent Director along with the statement confirming independence in terms of Section 149 of the Companies Act, 2013.

The Corporation has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company and Mr. Animesh Chauhan has consented to act as a Director of the Company. In accordance with the proviso to Section 160 (1), the NRC and the Board of the Company has considered and accordingly recommend to the shareholders, reappointment of Mr. Chauhan, as an Independent Director of the Company, not liable to retire by rotation for a second term of 5 years with effect from October 26, 2024 to October 25, 2029, with all other terms and conditions of his appointment remaining same.

In the opinion of the Board, Mr. Chauhan fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his reappointment as an Independent Director of the Corporation and is Independent of the management. Copy of appointment letter of Mr. Chauhan as an Independent Director setting out the terms and conditions would be available for inspection by the members without any fee at the Registered Office of the Corporation during normal business hours on any working day, excluding Saturday.

Disclosures, as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.



The Board and the Corporation will immensely benefit from his rich experience and expertise. Accordingly, the Board recommends this resolution for approval of the members of the Corporation as a special resolution.

Except Mr. Chauhan being appointee none of the Directors, Key Managerial Personnel and their relatives are interested in the resolution.

Registered office address:

301, Centre Point,
Dr. B. Ambedkar Road,
Parel, Mumbai – 400012.
CIN : U67190MH1986GOI040506
Website : www.stockholding.com

BY ORDER OF THE BOARD

Shashikant L. Nayak
Company Secretary

Place : Mumbai

Date : September 23, 2024

**Annexure to the Notice
Details of Directors seeking appointment / reappointment at the
4th EGM**

Name of Director	Mr. Ashok Motwani	Mr. Animesh Chauhan
Director Identification Number (DIN)	00088225	02060457
Designation / Category of the Director	Independent Director [Non-Executive Director]	Independent Director [Non-Executive Director]
Date of Birth & Age	17-Nov-1956	30-Jun-1957
Date of the first appointment	October 25, 2019	October 25, 2019
Qualifications	Mr. Ashok Kumar Motwani is a CAIIB and holds a Master's Degree in Business Administration	Mr. Animesh Chauhan holds a B.Com. degree and is a JAIIB-certified professional from the Indian Institute of Banking & Finance (IIBF), Mumbai
Profile, Experience & expertise in specific functional areas	Mr. Motwani's career includes as Chief General Manager (CGM) at IDBI Bank. He opted for early retirement to take on the role of Chairman & Managing Director at Beacon Trusteeship Ltd. During his tenure at IDBI Bank, he also served as Managing Director & CEO of IDBI Trusteeship Services and was seconded to Stock Holding Corporation of India Limited (StockHolding) as MD & CEO from May 2011 to July 2014. Additionally, he serves as a part-time Advisor to Mudra (a subsidiary of SIDBI) and Nabsamrudhi (a subsidiary of NABARD), offering his expertise in their securitisation business	He began his banking career in 1979 as a Direct Recruit Officer at Bank of Baroda, where he steadily advanced, reaching the position of General Manager in February 2010. With 38 years of extensive experience in various leadership roles, Mr. Chauhan is a seasoned banker known for his deep expertise and strategic vision. He served as the Managing Director and CEO of Oriental Bank of Commerce from December 2014 to June 2017. Prior to this, he joined the Central Bank of India as Executive Director in August 2013, where he oversaw critical portfolios, including Retail Banking, Information Technology, Transaction Banking, Priority Sector, MSME and Recovery.
Directorships held in other companies (excluding foreign companies)	<ul style="list-style-type: none"> ➤ IFCI factors Ltd. –Director 	<ul style="list-style-type: none"> ➤ Scoreme Solution Private Limited – Independent Director ➤ Spandana Sphoorty Financials Ltd. – Independent Director ➤ Kailash Healthcare Limited - Independent Director ➤ Kailash Hospitals Limited – Independent Director ➤ Uma Medicare Limited – Independent Director ➤ Centrum Housing Finance Ltd – Independent Director
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	IFCI Factors Ltd., Audit Committee (Member)	Spandana Sphoorty Financials Ltd Audit Committee (Chairman) Risk Management Committee (Member) Centrum Housing Finance Ltd Risk Management Committee (Chairman), Audit Committee (Member) IT Strategy Committee (Member) Nomination & Remuneration (Member) Kailash Healthcare Limited Audit Committee (Member) Recovery Committee of the Board (Member), Nomination & Remuneration (Member) CSR Committee (Member) Kailash Hospitals Ltd., Audit Committee (Member) Recovery Committee of the Board (Member), Nomination & Remuneration (Member) CSR Committee (Member) Uma Medicare Limited Audit Committee (Member) Nomination & Remuneration (Member) CSR Committee (Member)
Relationship with other Directors and Key Managerial Personnel	NA	NA
Shareholding in the Company	NIL	NIL
Terms and Conditions of appointment / re-appointment	Appointment as an Independent Director [Non-Executive Director]	Appointment as an Independent Director [Non-Executive Director]
Details of Remuneration sought to be paid	The Independent Directors are paid sitting fees as approved by the Board from time to time.	