

## NOTICE

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*Notice* is hereby given that the Thirty First Annual General Meeting (For Financial Year 2018-2019) of the members of Punj Lloyd Limited will be held on Wednesday, the 29<sup>th</sup> October, 2025 at 11:30 A.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:-

### 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 2019, along with schedules or notes made there under and report of the Auditors and Directors Report thereon.
  - b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 along with schedules or notes made there under and report of the Auditors thereon.

### SPECIAL BUSINESS

2. Appointment of M/s. Kashyap Sikdar & Co., Chartered Accountants, as Statutory Auditors of the Company to fill up casual vacancy, caused due to resignation of M/s. BGJC & Associates LLP, Chartered Accountants.

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) M/s. Kashyap Sikdar & Co., Chartered Accountants, (Firm Registration Number: 016253N) be and is hereby appointed as Statutory Auditors of the Company w.e.f. January 13, 2025, to fill up the causal vacancy caused by the resignation of M/s. BGJC & Associates LLP, Chartered Accountants on such remuneration as may be decided by the Liquidator in consultation with Auditors in addition to taxes and re-imbursement for out of pocket expenses incurred by the Auditors on audit.

RESOLVED FURTHER THAT the Liquidator of the Company be and is hereby authorized to do all such acts, deeds, matters and things as he may in his absolute discretion deem fit for giving effect to this resolution."

3. Appointment of M/s. Kashyap Sikdar & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of 5 years

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) M/s. Kashyap Sikdar & Co., Chartered Accountants, (Firm Registration Number: 016253N) be and is hereby re-appointed as Statutory Auditors of the Company for five years from the conclusion of 31<sup>st</sup> Annual General Meeting until the conclusion of the 36<sup>th</sup> Annual General Meeting of the Company on such remuneration as may be decided by the Liquidator in consultation with Auditors in addition to taxes and re-imbursement for out of pocket expenses incurred by the Auditors on audit.

RESOLVED FURTHER THAT the Liquidator of the Company be and is hereby authorized to do all

such acts, deeds, matters and things as he may in his absolute discretion deem fit for giving effect to this resolution.”

**4. Appointment of Auditors to the Branch Offices of the Company.**

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

RESOLVED THAT pursuant to the provisions of Section 143(8) and the Rules framed thereunder, including the statutory modification(s) or re-enactment thereof for the time being in force, the Company be and is hereby authorized to appoint any person(s) qualified to act as Auditor/Auditors for the Branch Office(s) of the Company, including those which may be opened/ acquired hereafter, in India or abroad, and to fix their remuneration.

**5. Remuneration to be paid to Cost Auditors.**

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

“RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force), a remuneration of Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand Only) plus reimbursement of actual travel and out of pocket expenses and taxes, payable to M/s. SGTC and Associates, Cost Accountants, Delhi in their capacity as Cost Auditors of the Company for the Financial Year 2018-19 be and is hereby amended & ratified and ratified respectively.

“RESOLVED FURTHER THAT a remuneration of Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand Only) plus reimbursement of actual travel and out of pocket expenses and taxes, payable to M/s. SGTC and Associates, Cost Accountants, Delhi in their capacity as Cost Auditors of the Company for the Financial Year 2019-20 be and is hereby approved.”

RESOLVED FURTHER THAT the Liquidator of the Company be and is hereby authorized to do all such acts, deeds, matters and things as he may in his absolute discretion deem fit for giving effect to this resolution.”

**For PUNJ LLOYD LIMITED – in Liquidation**

**Sd/-**

**Ashwini Mehra**

**Liquidator**

**(Regn No: IBBI/IPA-001/IP-P00388/2017-18/10706)**

**Punj Lloyd Limited - in Liquidation**

**Authorisation for Assignment valid till -28 April 2025**

**Correspondence Address:**

**Mr. Ashwini Mehra, Liquidator**

**Punj Lloyd Limited**

**NBCC Plaza, Tower 2, Second Floor,**

**Sector 5, Pushp Vihar, New Delhi - 110017**

**E: LQ.Punj@in.gt.com**

**Place: Delhi**

**Date: 06.10.2025**

**NOTES:-**

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of item Nos. 2 to 5 in the Notice of the 31<sup>st</sup> Annual General Meeting ('AGM' or 'Meeting'), is annexed hereto. The Liquidator have considered and decided to include item nos. 2 to 5 as Special Business

- as they are unavoidable in nature.
2. Meeting through VC/OAVM: Ministry of Corporate Affairs ('MCA') vide its Circular No. 09/2024 dated 19<sup>th</sup> September 2024 (In continuation with the Circulars issued earlier in this regard) ('MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October 2023 (collectively as 'MCA and SEBI Circulars' or 'the Circulars') has allowed conducting AGM through Video Conferencing (VC) or Other Audio-Visual Means ('OAVM') without the physical presence of Members at a common venue. The MCA Circulars prescribe the procedures and manner of conducting the AGM through VC/OAVM. In compliance with the applicable provisions of the Act and MCA Circulars, the AGM of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only.
  3. Members who are shareholders as on October 3, 2025, ('cut-off date') can join the AGM 30 minutes before the commencement of the AGM i.e. at 11.30 A.M. and till the time of the conclusion of the Meeting by following the procedure mentioned in this Notice.  
The attendance through VC/OAVM is restricted and hence members will be allowed on first come first serve basis. However, as per the MCA Circulars, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first serve basis.  
Members attending the Meeting through VC/OAVM will be counted for the purposes of quorum under Section 103 of the Act.
  4. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting through Board / Governing body resolution / Authorisation etc. They are requested to email certified copy of the Board / Governing body resolution / Authorisation etc authorizing their representatives to attend and vote on their behalf. The documents shall be emailed to [evoting@kfintech.com](mailto:evoting@kfintech.com) with the subject line 'Punj Lloyd Limited 31<sup>st</sup> AGM'.
  5. KFin Technologies Limited ('KFinTech' / 'RTA'), the Company's Registrar and Transfer Agent will provide the facility for voting through remote e-voting, for participating in the AGM through VC / OAVM and e-voting ('Insta-Poll') during the AGM.
  6. Dispatch of Annual Report through electronic mode in compliance with the Circulars, Notice of the AGM along with the Annual Report for the financial year 2018-19 is being sent only through electronic mode to those Members, whose e-mail IDs are registered with KFinTech/Depositories. Members may note that the Notice and the Annual Report for the financial year 2018-19 are available on the following websites:

Sr. No.	Particulars	Website
1.	Punj Lloyd Limited	<a href="http://www.punjllloydgroup.com">www.punjllloydgroup.com</a>
2.	BSE Limited	<a href="http://www.bseindia.com">www.bseindia.com</a>
3.	National Stock Exchange of India Limited	<a href="http://www.nseindia.com">www.nseindia.com</a>
4.	KFinTech	<a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>

The Audited Accounts of the Company's subsidiaries are available on the Company's website at [https://www.punjllloydgroup.com/investors/Financial Results](https://www.punjllloydgroup.com/investors/Financial%20Results).

Members who have still not registered / updated their e-mail IDs are requested to register/ update at the earliest:

- a) Members holding shares in physical mode and who have not registered / updated their e-mail IDs with the Company are requested to register / update their e-mail IDs by sending duly filled in Form ISR-1 (Form for registering PAN, KYC details or changes / updation thereof) to KFinTech at Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India — 500 032. Form ISR-1 is available on the website of the Company at [https://www.punjllloydgroup.com/investors/SHAREHOLDER INFORMATION](https://www.punjllloydgroup.com/investors/SHAREHOLDER%20INFORMATION).
- b) Members holding shares in electronic mode are requested to register / update their e-mail IDs with the relevant Depository Participants.  
We urge Members to support this Green Initiative effort of the Company and get their email IDs registered.
7. **Procedure for Inspection of Documents**  
The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which Directors are interested under Section 189 of the Act and the relevant documents referred to in this Notice will be available electronically for inspection by the Members during the AGM.  
All documents referred to in this Notice will also be available electronically for inspection without any fee

by the Members from the date of circulation of this Notice upto the date of the AGM.

Members who seek to inspect such documents can send an e-mail to [company's email id : info@punjilloyd.com](mailto:info@punjilloyd.com).





#### **8. Instructions for remote e-Voting and e-Voting (Insta Poll) at the AGM**

- I. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide to its Members, the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services facilitated by KFinTech.
- II. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- III. The Members who have cast their vote by remote e-Voting prior to the AGM may also join the AGM through VC/OAVM, but shall not be entitled to cast their vote again. A Member can opt for only single mode of voting per e-Voting Event Number ("EVEN") i.e. through remote e-Voting or e-Voting at the AGM. If a Member casts vote(s) by both modes, then voting done through remote e-Voting shall prevail and vote(s) cast at the AGM shall be treated as "INVALID".
- IV. The Members are requested to cast their vote for both the events if they are holding fully paid up shares (EVEN 9256). However, if any Member holding either of the shares i.e. fully paid-up or partly paid-up, they are requested to cast their vote under the respective Event only
- V. The remote e-Voting period commences on Sunday, 26<sup>th</sup> October, 2025 (9.00 a.m. IST) and ends on Tuesday, 28<sup>th</sup> October, 2025 (5.30 p.m. IST). During this period, a person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, shall be entitled to avail the facility of remote e-Voting as well as voting at the AGM. A person who is not a member as on the cut-off date should treat this Notice of AGM for information purpose only. The remote e-Voting module will be disabled by KFinTech for voting thereafter. Once the vote on a resolution is cast by the Member, he / she will not be allowed to change it subsequently.
- VI. Mr. Deepak Dhir, (FCS 11633), of Deepak Dhir & Associates, Company Secretaries has been appointed by the Liquidator as the Scrutiniser to scrutinise the e-Voting (Insta Poll) during the AGM and remote e-Voting process in a fair and transparent manner.

#### **The process and manner for remote e-Voting is as under:**

- VII. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December 2020 in relation to " e-Voting facility provided by the Listed Companies", the Members are provided with the facility to cast their vote electronically, through the remote e-Voting services provided by KFinTech, on all the resolutions set forth in this Notice of the 31<sup>st</sup> AGM.
- VIII. Pursuant to the aforesaid SEBI circular dated 9<sup>th</sup> December 2020 on "e-Voting facility provided by the Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- IX. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting Service Provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access the e-Voting facility.
- X. Any person holding shares in physical form and non-individual Members, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, if he / she is already registered with KFinTech for remote e-Voting then he / she can use his / her existing User ID and password for casting the vote.
- XI. The process and manner for remote e-Voting and joining and voting at the 31<sup>st</sup> AGM are explained below:
  - a. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
  - b. Access to KFinTech e-Voting system in case of Members holding shares in physical and nonindividual Members in demat mode.
  - c. Access to join the 31<sup>st</sup> AGM on KFinTech system and to participate and vote thereat.

#### **I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.**

Type of Member	Login Method
Individual Members holding securities in demat mode with NSDL	<p><b>A) Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</b></p> <ol style="list-style-type: none"> <li>Visit the e-services website of NSDL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile.</li> <li>On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password.</li> <li>After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.</li> <li>Click on Company name i.e. ‘ABC Limited’ or e-voting service provider (‘ESP’) i.e. KFinTech.</li> <li>Members will be re-directed to KFinTech’s website for casting their vote during the remote e-voting period and voting during the AGM.</li> </ol> <p><b>B) Users not registered under IDeAS e-Services:</b></p> <ol style="list-style-type: none"> <li>Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering.</li> <li>Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>Proceed with completing the required field for registration.</li> <li>After successful registration, please follow steps given in point A above.</li> </ol> <p><b>C) By visiting the e-voting website of NSDL:</b></p> <ol style="list-style-type: none"> <li>Visit the e-voting website of NSDL <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>.</li> <li>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.</li> <li>Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a Verification Code as shown on the screen.</li> <li>After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.</li> <li>Click on company name i.e. ‘ABC Limited’ or ESP name i.e. KFinTech after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period and voting during the AGM.</li> <li>Members can also download the NSDL Mobile App “NSDL Speed-e” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p><b>App Store</b></p> </div> <div style="text-align: center;">  <p><b>Google Play</b></p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
Individual Members holding securities in demat mode with CDSL	<p><b>A) Existing user who have opted for Electronic Access To Securities Information (“Easi / Easiest”) facility:</b></p> <ol style="list-style-type: none"> <li>Visit <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>Click on New System My Easi.</li> <li>Login to My Easi option under quick login.</li> <li>Login with the registered user ID and password. The system will authenticate the member by sending OTP on registered mobile number and email ID.</li> </ol>

	<p>v) After successful authentication, members are required to click on KFinTech, being e-voting service provider and choose the name of the company to cast their vote.</p> <p><b>B) Users who have not opted for Easi/Easiest:</b></p> <p>i) Visit <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a> for registering.</p> <p>ii) Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</p> <p>iii) After successful registration, please follow the steps given in point no. A above to cast your vote.</p> <p><b>C) By visiting the e-voting website of CDSL:</b></p> <p>i) Visit <a href="http://www.cdslindia.com">www.cdslindia.com</a></p> <p>ii) Provide demat Account Number and PAN</p> <p>iii) System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</p> <p>iv) After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. 'ABC Limited' or select KFinTech.</p> <p>v) Members will be re-directed to the e-voting page of KFinTech to cast their vote without any further authentication.</p>
Individual Members login through their demat accounts / website of Depository Participant	<p>i) Members can also login using the login credentials of their demat account through their DP registered with the NSDL/CDSL for e-voting facility.</p> <p>ii) Once logged-in, Members will be able to view e-voting option.</p> <p>iii) Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature.</p> <p>iv) Click on options available against 'ABC Limited' or KFinTech.</p> <p>v) Members will be redirected to e-voting website of KFinTech for casting their vote during the remote e-voting period without any further authentication.</p>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

**Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:**

<b>Members facing any technical issue – NSDL</b>	<b>Members facing any technical issue - CDSL</b>
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: + 91 22 4886 7000 and + 91 22 2499 7000	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

## II. Access to KFinTech e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

- (A) Members whose e-mail IDs are registered with the Company/Depository Participant(s), will receive an e-mail from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password.

**They will have to follow the following process:**

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9256, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.



- iii. After entering these details appropriately, click on “LOGIN”.
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e. ABC Limited'- AGM and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as on the cut-off date. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

**(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:**

- i. In case e-mail ID of a Member is not registered with the Company / Depository Participant(s), then such Member is requested to register / update their e-mail addresses with the Depository Participant (in case of Shares held in dematerialised form) and with the KfinTech by sending KYC Documents prescribed under SEBI Master circular SEBI/HO/MIRSD/POD- 1/P/CIR/2024/37 dated 7th May 2024 at Kfin Technologies Limited, Unit — ABC Limited, Selenium Building, Tower-B, Plot No. 31 & 32, Financial District Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032 or by sending digitally signed documents at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) (in case of Shares held in physical form).
- ii. Upon updation of e-mail ID, Shareholders may send a request to [evoting@kfintech.com](mailto:evoting@kfintech.com) for procuring user ID and password for e-voting.
- iii. Please follow all steps from (A)(I) to (XI) above to cast your vote by electronic means.

**III. Access to join the AGM on KFinTech system and to participate and vote thereat.**

Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com> by using the e-voting login credentials provided in the e-mail received from the Company/KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the AGM. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

**Procedure- for joining the AGM though VC/OAVM**

- A. Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM at <https://emeetings.kfintech.com/> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM.

Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice. Further, Members can also use the OTP based login for logging into the e-voting system.

- B. Facility for joining the AGM through VC/OAVM shall open at least 30 minutes before the commencement of the Meeting and shall be kept open throughout the AGM.
- C. Members are encouraged to join the Meeting through Laptops / Desktops with Google Chrome (preferred browser), Safari, Microsoft Edge, Mozilla Firefox 22.
- D. Members are required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- E. Facility of joining the AGM through VC/ OAVM shall be available on first come first serve basis.
- F. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
- G. Institutional / Corporate Members (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned certified true copy (PDF /JPG Format) of its board or governing body resolution or authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The scanned image of the abovementioned documents should be in the name format Corporate Name\_ EVENT NO.' The said resolution / authorisation shall be sent to the Scrutiniser by e-mail through its registered e-mail ID address to scrutinizer - [csdeepakdhir@gmail.com](mailto:csdeepakdhir@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com) and [info@punjlloyd.com](mailto:info@punjlloyd.com).

#### **SPEAKER REGISTRATION:**

- H. Members holding shares as on the Cut-off Date and who would like to express their views or ask questions during the 31<sup>st</sup> AGM may register themselves as speakers by logging on to <https://emeetings.kfintech.com> and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open from Sunday, 26<sup>th</sup> October, 2025 (9.00 a.m. IST) to Monday, 27<sup>th</sup> October, 2025 (5.00 p.m. IST). Those Members who are registered as Speakers will only be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of Speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
- I. Alternatively, Members may also visit <https://emeetings.kfintech.com> and click on the tab 'Post Your Queries' and post their queries /views / questions in the window provided, by mentioning their name, demat account number/ folio number, e-mail ID and mobile number. The window will be open from Sunday, 26<sup>th</sup> October, 2025 (9.00 a.m. IST) to Monday, 27<sup>th</sup> October, 2025 (5.00 p.m. IST).
- J. Members seeking any information with regard to the accounts or any matter to be placed at the 31<sup>st</sup> AGM are requested to write to the Company on or before Monday, 27<sup>th</sup> October, 2025 through e-mail on [info@punjlloyd.com](mailto:info@punjlloyd.com). The same will be replied by the Company suitably.

#### **OTHER INSTRUCTIONS**

- a. In case of any queries, please visit Help and FAQs section available at KFinTech website <https://evoting.kfintech.com> For any grievances related to e-voting, please contact Mr. Ganesh Patro, Asst. Vice President, Kfin Technologies Limited, Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032 Toll free No.: 1800 309 4001.



- b. In case a person has become a Member of the Company after dispatch of the AGM Notice but on or before the Cut-off Date for e-voting and all other Members who have not received User ID and Password, he / she may obtain the User ID and Password in the manner as mentioned below:
- i. If the mobile number of the Member is registered against Folio No./ DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
    1. Example for NSDL:  
MYEPWD <SPACE> IN12345612345678
    2. Example for CDSL:  
MYEPWD <SPACE> 1402345612345678
    3. Example for Physical:  
MYEPWD <SPACE> XXXX1234567890
  - ii. If e-mail address or mobile number of the Member is registered against Folio No./DP ID Client ID, then on the home page of [https:// evoting.kfintech.com](https://evoting.kfintech.com), the Member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
  - iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1800 309 4001 or write to them at [evoting@kfintech.com](mailto:evoting@kfintech.com).
  - iv. Members may send an e-mail request to: [evoting@kfintech.com](mailto:evoting@kfintech.com). If the Member is already registered with the KFinTech e-voting platform then such Member can use his / her existing User ID and password for casting the vote through remote e-voting.

## 9. Information and instructions for e-voting facility (Insta Poll) at AGM

- a. Facility to cast vote through e-voting (Insta Poll) at the AGM will be made available on the Video Conference screen and will be activated once the e-voting (Insta Poll) is announced at the AGM.
- b. The 'Vote Now Thumb sign' on the left-hand corner of the video screen will be activated upon instructions of the Chairman during the AGM proceedings. Members shall click on the same to take them to the "Insta-poll" page and Members shall click on the "Insta-poll" icon to reach the resolution page and follow the instructions to vote on the resolutions.
- c. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast 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 (Insta Poll) during the AGM. Members who have already cast their votes by remote e-voting are eligible to attend the AGM. However, those Members are not entitled to cast their vote again at the AGM.

### Results of remote e-Voting and e-Voting (Insta Poll) at the 31<sup>st</sup> AGM

The Scrutiniser after the conclusion of e-voting at the Meeting, will scrutinise the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman.

The Scrutiniser's decision on the validity of the vote shall be final. The result of e-voting along with the consolidated Scrutiniser's Report, will be displayed at the Registered Office of the Company and will be placed on the following websites as under:

Particulars	Website
Punj Lloyd Limited	<a href="http://www.punjlloydgroup.com">www.punjlloydgroup.com</a>
BSE Limited	<a href="http://www.bseindia.com">www.bseindia.com</a>
National Stock Exchange of India Limited	<a href="http://www.nseindia.com">www.nseindia.com</a>
KFinTech	<a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>

## **10. Book Closure**

The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 22<sup>nd</sup> October 2025 to Wednesday, 29<sup>th</sup> October, 2025 (both days inclusive) for the purpose of payment of dividend, if any, approved by the Members.

## **11. IEPF related Information**

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules'), as amended, the Company has transferred the unpaid or unclaimed dividends amounting to Rs. 7,23,551/- (Rupees Seven Lakhs Twenty Three Thousand Five Hundred Fifty One Only) for the financial year 2011-12, after the expiry of seven years period to the Investor Education and Protection Fund ("the IEPF") established by the Central Government. Further, in terms of the provisions of the Rules, the Company has duly uploaded the details of unpaid and unclaimed dividend for the financial year 2011-12 in Form IEPF 1 on the website of the Ministry of Corporate Affairs under the head 'IEPF'. Members who have not encashed their dividend warrants are advised to contact the Registrar and Share Transfer Agents of the Company - M/s. Kfin Technologies Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad -500032, for claiming their unpaid dividend.

Further pursuant to the provisions of Section 124(6) of the Companies Act, 2013, read with the Rules, as amended, the equity shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more are also required to be transferred to the Demat account of the IEPF Authority. Accordingly, the Company has transferred 1954879 equity shares to the Demat account of IEPF.

In terms of the Rules, any shareholder desirous of claiming his/her unclaimed dividend and/or equity shares after its transfer to IEPF account, has to make an application to the IEPF Authority in Form IEPF-5, as prescribed under the Rules and the same is available at IEPF website i.e. [www.iepf.gov.in](http://www.iepf.gov.in). The claimant, after preparing duly filled in application in Form IEPF-5, has to upload the same on Ministry of Corporate Affairs website i.e. [www.mca.gov.in](http://www.mca.gov.in) – workspace – upload e-form and send a copy of the same, duly signed by him/her along with requisite documents as enumerated in Form IEPF- 5, for verification of his/her claim, to the IEPF Nodal Officer, Punj Lloyd Ltd, NBCC Plaza, Tower 2, Second Floor, Pushp Vihar, Sector-5, Delhi - 110017, for onward submission with IEPF Authority in order to process the application.

## **12. General Information**

- A. Members are requested to read the 'Shareholder Information' section of the Annual Report for useful information.
- B. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs, and those holding shares in physical form are requested to submit their PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers to the RTA.
- C. If there is any change in the e-mail address already registered with the Company, Members are requested to immediately notify such change to the Company's RTA, in respect of shares held in physical form, and to their DPs in respect of shares held in electronic form.
- D. In terms of the amendments to the SEBI Listing Regulations, with effect from 1<sup>st</sup> April 2019, requests for Effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialised Form with the depository, i.e. NSDL and CDSL. Members are, Therefore, requested to demat their physical holding for any Further transfer. Members can, however, continue to make Request for various services other than transfer for securities held in physical form but the processing will be done in demat form.
- E. Members who hold shares in the dematerialised form and desire a change / correction in the bank account details, should intimate the same to their concerned DPs and not to the Company's RTA. Members are also requested to give the MICR Code of their banks to their DPs. The Company /

Company's RTA will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. The said details will be considered as will be furnished by the DPs to the Company.

- F. Members may utilise the facility extended by the RTA for redressal of queries. Members may visit <http://karisma.kfintech.com> and click on INVESTOR option for query registration through free identity registration process.
- G. KPRISM — Mobile service application by KFinTech: Members are requested to note that KFinTech has launched a mobile application — KPRISM and website <https://kprism.kfintech.com/signin.aspx> online service to Members. Members can download the mobile application, register themselves (one time) for availing host of services viz., consolidated portfolio view serviced by KFinTech, dividend status and send requests for change of address, change / update bank mandate. Through the mobile application, Members can download annual reports, standard forms and keep track of upcoming general meetings and dividend disbursements. The mobile application is available for download from Android Play Store.
- H. Members holding shares in physical form need to ensure that before submitting any service request their folios are KYC compliant. If the folios of physical security holders are not KYC compliant then the security holders need to comply with SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7<sup>th</sup> May 2024, without which any investor service requests will not be processed. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.
- I. Non-resident Indian Members are requested to inform the Company or RTA or to the concerned DPs, as the case may be, immediately:
- a) the change in the residential status on return to India for permanent settlement.
  - b) the particulars of the NRE Account with a Bank in India, if not furnished earlier.
  - c) Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or KFinTech quoting their Folio number or their Client ID with DP ID, as the case may be.

#### **J. Dispute Resolution Mechanism (SMART ODR)**

In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated 30<sup>th</sup> May 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated 31<sup>st</sup> July 2023 (updated as on 20<sup>th</sup> December 2023), introduced the Online Dispute Resolution (ODR) Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System (SCORES) platform. The Company has complied with the above circulars and the same are available at the website of the Company: <https://www.punjilloyd.com>.

**For ease of participation by Members, provided below are key details regarding the AGM for reference:**

Sr. No	Particulars	Details of access
1	Link for live webcast of the AGM and for participation through VC/OAVM	<a href="https://emeetings.kfintech.com">https://emeetings.kfintech.com</a> by using e-voting credentials and clicking on video conference

2	Link for posting AGM queries and speaker registration and period of registration	<a href="https://emeetings.kfintech.com">https://emeetings.kfintech.com</a> by using e-voting credentials and clicking on 'Speaker registration'. Period of registration: Sunday, 26 <sup>th</sup> October 2025 (9.00 a.m. IST) to Monday, 27 <sup>th</sup> October 2025 (5.00 p.m. IST) <a href="https://emeetings.kfintech.com">https://emeetings.kfintech.com</a> by using e-voting credentials and clicking on 'Post Your Queries'. The window will close on Monday, 27 <sup>th</sup> October 2025 (5.00 p.m. IST)
3	Link for remote e-voting	<a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>
4	Username and password for VC	Members may attend the AGM through VC by accessing the link <a href="https://emeetings.kfintech.com">https://emeetings.kfintech.com</a> by using the remote e-voting credentials. Please refer the instructions provided in the Notice.
5	Helpline number for VC participation and e-voting	Contact KFin Technologies Limited at 1800-3454-001 or write to them at <a href="mailto:evoting@kfintech.com">evoting@kfintech.com</a>  Contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact on 022- 23058738 or 022-23058542-43 Contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call on toll free number: 1800 1020 990 and 1800 224 430
6	Cut-off date for e-voting	Friday, October 24, 2025
7	Time period for remote e-voting	Sunday, October 26, 2025 (9.00 a.m. IST) and ends on Tuesday, October 28, 2025 (5.30 p.m. IST).
8	Book closure dates	Wednesday, October 22, 2025 to Wednesday, October 29, 2025 (both days inclusive)
9	Link for Members to update email ID (for physical Members)	<a href="https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx">https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx</a> or send email on <a href="mailto:inward.ris@kfintech.com">inward.ris@kfintech.com</a>
10	Registrar and Transfer Agent - Contact details	KFin Technologies Limited Selenium Building, Tower-B Plot No. 31 & 32, Financial District Nanakramguda, Serilingampally Hyderabad, Rangareddy, Telangana India - 500 032 Email ID: <a href="mailto:inward.ris@kfintech.com">inward.ris@kfintech.com</a> Toll Free/Phone Number: 1800 309 4001 WhatsApp Number: (91) 910 009 4099 RTA Website: <a href="https://ris.kfintech.com">https://ris.kfintech.com</a>
11	Punj Lloyd Limited – Contact details	NBCC Plaza, Tower-2, Second Floor, Pushp Vihar, Sector-V, Delhi – 110017 Email: <a href="mailto:info@punjlloyd.com">info@punjlloyd.com</a>

**NOTE-1: STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND DISCLOSURES PURSUANT TO SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**ITEM NO. 2**

M/s. BGJC & Associates LLP, Chartered Accountant was appointed statutory auditor of the Company by the members at their AGM held on 10<sup>th</sup> August, 2016 for a period of 5 years to hold office from the conclusion of 28<sup>th</sup> AGM until the conclusion of 33<sup>rd</sup> AGM of the Company to be held in calendar year 2021.

M/s. BGJC & Associates LLP has resigned from the office of Statutory Auditor vide their letter dated 28<sup>th</sup> November, 2024 before completion of its term citing reasons as unwillingness to carry out the services henceforth, there is a need to have an audit firm with resources across geographies to best service the Company's requirement". There is no other reason for their resignation.

The resignation of M/s. BGJC & Associates LLP has caused a casual vacancy in the office of Statutory Auditors as envisaged by section 139(8) of the Companies Act, 2013 and casual vacancy so caused by the resignation of auditors can only be filled up by the Company after taking consent of the members.

M/s. Kashyap Sikdar & Co., Chartered Accountants, (Firm Registration Number 016253N], appointed by the Liquidator as the Statutory Auditors of the Company to hold office upto the ensuing Annual General Meeting of the Company. M/s. Kashyap Sikdar & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

The Liquidator recommends Ordinary Resolution set out at Item No. 2 for approval by the shareholders of the Company.

#### **ITEM NO. 3**

The term of M/s. Kashyap Sikdar & Co., Chartered Accountants, (Firm Registration Number 016253N] is expiring at the conclusion of the ensuing Annual General Meeting of the Company, there is proposal to appoint them for next five years i.e. conclusion of 31<sup>st</sup> Annual general Meeting until the conclusion of 36<sup>th</sup> Annual general Meeting of the Company.

M/s. Kashyap Sikdar & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

The Liquidator recommends Ordinary Resolution set out at Item No. 3 for approval by the shareholders of the Company.

#### **ITEM NO. 4**

The Company has branches in overseas jurisdiction. It may be necessary to appoint branch auditors for carrying out the audit of the accounts of such branches. The members are requested to authorize the Company to appoint branch auditors in consultation with the Company's Statutory Auditors and fix their remuneration.

The Liquidator recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the members.

#### **ITEM NO. 5**

The Liquidator of the Company has appointed M/s. SGTC and Associates, Cost Accountants, Delhi as Cost Auditors of the Company in order to fill the casual vacancy caused due to unwillingness of M/s. Amit Singhal & Associates, Cost Auditors, to perform the cost audit of the company for the Financial Year 2018-19, at a remuneration of Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand Only) plus reimbursement of actual travel and out of pocket expenses (earlier Rs. 66,000 plus reimbursement of actual travel and out of pocket expenses was approved), and also appointed M/s. SGTC and Associates, Cost Accountants, Delhi as Cost Auditors of the Company for the Financial Year 2019-2020.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Companies ("Audit and Auditors") Rules, 2014, the remuneration payable to the Cost Auditor has to be amended & ratified by the Shareholders of the Company for the Financial Year 2018-19 and appointment has to be ratified by the shareholders for the Financial Year 2019-20.

Accordingly, the consent of the members is being sought for passing of an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable for the Financial Year 2018-19 and ratification of appointment of the Cost Auditors for the Financial Year 2019-20.

The Liquidator recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the members.

**For PUNJ LLOYD LIMITED – in Liquidation**

**Sd/-  
Ashwini Mehra  
Liquidator**

**(Regn No: IBBI/IPA-001/IP-P00388/2017-18/10706)  
Punj Lloyd Limited - in Liquidation  
Authorisation for Assignment valid till -28 April 2025**

**Correspondence Address:**  
**Mr. Ashwini Mehra, Liquidator**  
**Punj Lloyd Limited**  
**NBCC Plaza, Tower 2, Second Floor,**  
**Sector 5, Pushp Vihar, New Delhi - 110017**  
**E: LQ.Punj@in.gt.com**

**Place: Delhi**  
**Date: 06.10.2025**