

**NOTICE**

Notice is hereby given that the **40<sup>th</sup> Annual General Meeting** (“AGM” or “the Meeting”) of the members of **Hariyana Ship- Breakers Limited** will be held on **Thursday, September 30, 2021** at **09.00 a.m.** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact, with or without modification(s), as may be permissible, the following businesses:

**ORDINARY BUSINESS**

1. To receive, consider and adopt :
  - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss for the year ended on that date and Cash Flow Statement together with the Reports of the Board of Directors and Statutory Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss for the year ended on that date and Cash Flow Statement together with the Report of the Statutory Auditors thereon.
2. To appoint a Director in place of Mrs. Unnati Reniwal (DIN: 00041306), who retires by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS**

3. To approve revision in remuneration of Mr. Rakesh Shantisarup Reniwal (DIN: 00029332), Managing Director of the Company and in this regard, pass the following resolution as a **Special Resolution:**

**“RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board in its meeting held on August 14, 2021 and pursuant to the provisions of the Sections 197 and 198 read with Schedule V of the Companies Act, 2013 in the event of no profits/inadequate profits and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force, applicable provisions of Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded for revision in remuneration of Mr. Rakesh Shantisarup Reniwal (DIN: 00029332), Managing Director of the Company with effect from October 1, 2021 on the terms and conditions and stipulations, more particularly as set out in the explanatory statement annexed herewith.

**RESOLVED FURTHER THAT** except for the aforesaid revision in remuneration, all the other terms and conditions of appointment of Mr. Rakesh Shantisarup Reniwal, (DIN: 00029332) Managing Director of the Company as earlier approved by Board and shareholders of the Company shall remain unchanged.

**RESOLVED FURTHER THAT** the board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and for matters connected therewith or incidental thereto and to sign & execute any deed/ document/ undertaking/ agreement/ paper/ writing, as may be required in this regard and to delegate all or any of these powers to any of the Directors and/or Key Managerial Personnel and/or officers of the Company."

4. To approve revision in remuneration of Mr. Shantisarup Ramkumar Reniwal (DIN: 00040355), Chairman and Executive Director of the Company and in this regard, pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board in its meeting held on August 14, 2021 and pursuant to the provisions of the Sections 197 and 198 read with Schedule V of the Companies Act, 2013 in the event of no profits/inadequate profits and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force, applicable provisions of Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded for revision in remuneration of Mr. Shantisarup Ramkumar Reniwal (DIN: 00040355), Chairman and Executive Director of the Company with effect from October 1, 2021 on the terms and conditions and stipulations, more particularly as set out in the explanatory statement annexed herewith.

**RESOLVED FURTHER THAT** except for the aforesaid revision in remuneration, all the other terms and conditions of appointment of Mr. Shantisarup Ramkumar Reniwal (DIN: 00040355), Chairman and Executive Director of the Company as earlier approved by Board and shareholders of the Company shall remain unchanged.

**RESOLVED FURTHER THAT** the board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and for matters connected therewith or incidental thereto and to sign & execute any deed/ document/ undertaking/ agreement/ paper/ writing, as may be required in this regard and to delegate all or any of these powers to any of the Directors and/or Key Managerial Personnel and/or officers of the Company."

5. To approve the change in designation of Mrs. Unnati Reniwal (DIN: 00041306), Executive Director as the Whole-Time Director of the Company and in this regard, pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board in its meeting held on August 14, 2021 and subject to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other

applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the relevant provisions of the Articles of Association of the Company and subject to such other approvals, as may be necessary, the Company hereby approves the change in designation and terms of remuneration of Mrs. Unnati Reniwal (DIN: 00041306), as the Whole-Time Director of the Company for a period of 3 years w.e.f. October 1, 2021, liable to retire by rotation and upon the terms and conditions as detailed in the explanatory statement attached hereto including remuneration with further liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board) from time to time to alter the said terms and conditions of appointment and remuneration of Mrs. Unnati Reniwal in the best interests of the Company and as may be permissible at law.

**RESOLVED FURTHER THAT** the board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and for matters connected therewith or incidental thereto and to sign & execute any deed/ document/ undertaking/ agreement/ paper/ writing, as may be required in this regard and to delegate all or any of these powers to any of the Directors and/or Key Managerial Personnel and/or officers of the Company.”

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

“**RESOLVED THAT** pursuant to provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Kewlani & Associates, Cost Accountants (Firm Registration No. 003362), appointed by the Board of Directors to conduct the audit of the cost records of the Company be paid a remuneration for the financial year ending March 31, 2022 of Rs. 30,000/- plus applicable taxes and out of pocket expenses as may be incurred by them in connection with the aforesaid audit.

On behalf of the Board of Directors  
For **Hariyana Ship- Breakers Limited**

**Shantisarup Reniwal**  
Chairman  
(DIN: 00040355)

**Rakesh Reniwal**  
Managing Director  
(DIN: 00029332)

Date: August 14, 2021  
Place: Mumbai

**NOTES**

1. In view of the continuing COVID-19 pandemic, social distancing is a norm to be followed and the Ministry of Corporate Affairs (“MCA”) has vide its Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 (hereinafter collectively referred to as “MCA Circulars”) and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the SEBI (hereinafter collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM.
2. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”), relating to the Special Business to be transacted at the Annual General Meeting (“AGM/Meeting”) is annexed hereto. Further the details in pursuance of Regulation 26(4) and 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Clause 1.2.5 of Secretarial Standard on General Meetings (SS-2), in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting under Item No. 2, and 5 of the Notice, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment / re-appointment.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholder’s Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to 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 LODR (as amended, from time to time), and MCA circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) 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 voting on the date of the AGM will be provided by NSDL.

7. In line with the aforesaid MCA Circulars and SEBI Circular dated January 15, 2021, the Notice calling the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or CDSL / NSDL ("Depositories"). The Notice along with the Annual Report 2020-21 can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and at the website of the Company at [www.hariyanagroup.com](http://www.hariyanagroup.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at [dilipbcs@gmail.com](mailto:dilipbcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and the Company at [secretarial.hariyana@gmail.com](mailto:secretarial.hariyana@gmail.com).
9. In terms of the MCA Circulars and in the view of the Board of Directors, all matters included in this Notice are unavoidable and hence are proposed to be approved at this AGM. Relevant documents referred to in the accompanying Notice calling the AGM will be made available for electronic inspection by the Members upon sending the email to the Company at [secretarial.hariyana@gmail.com](mailto:secretarial.hariyana@gmail.com) upto the date of the AGM.
10. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
11. The Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, September 22, 2021 to Thursday, September 30, 2021 (both days inclusive)**.
12. Members holding shares in physical form are requested to furnish bank details, e-mail address, change of address, etc. to the Company's Registrar & Share Transfer Agents: Link Intime India Private Limited, C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400083, so as to reach them latest by **Thursday, September 23, 2021**, in order to take note of the same. In respect of Members holding shares in electronic mode, the details as would be furnished by the Depositories as at the close of the aforesaid date will be considered by the Company. Hence, Members holding shares in demat mode should update their records at the earliest.
13. SEBI has mandated securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. In view of the above and to avail various benefits of

dematerialisation, Members are advised to dematerialize shares that are held by them in physical form.

14. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
15. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection in electronic mode. Members can inspect the same by sending an e-mail to [secretarial.hariyana@gmail.com](mailto:secretarial.hariyana@gmail.com)
16. Pursuant to Section 124(5) of the Companies Act, 2013, unclaimed dividend upto the financial year 2012-13 has been transferred to Investor Education and Protection Fund in November, 2020.

Pursuant to Section 124(6) of the Companies Act, 2013 read with Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, the Company has transferred all the shares in respect of which dividend remained unclaimed or unpaid for a period of seven consecutive years or more to the demat account of IEPF Authority as per applicable Rules. Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link: <http://www.hariyanagroup.com/investor-relations-hsbl.html>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: [www.iepf.gov.in](http://www.iepf.gov.in).

Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned members/investors are advised to visit the weblink: <http://iepf.gov.in/IEPF/refund.html> or contact Link Intime India Private Limited for lodging claim for refund of shares and / or dividend from the IEPF Authority

17. **Process for those shareholders whose email ids are not registered with the Depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:**
  - In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the RTA at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) with a copy marked to the Company at [secretarial.hariyana@gmail.com](mailto:secretarial.hariyana@gmail.com).

- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the RTA at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) with a copy marked to the Company at [secretarial.hariyana@gmail.com](mailto:secretarial.hariyana@gmail.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) below i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
  - Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
18. The remote e-voting period begins on Monday, September 27, 2021 at 9:00 A.M. and ends on Wednesday, September 29, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. Thursday, September 23, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, September 23, 2021.
19. The Company has appointed Mr. Dilip Bharadiya, Practicing Company Secretary (Membership No. FCS 7956) of M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries to act as the Scrutinizer for conducting the voting and remote e-voting process in a fair and transparent manner.
20. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the AGM shall be announced by the Chairman or any other person authorized by him immediately after the results are declared.
21. Based on the report received from the Scrutinizer, the Company will submit within two working days of the conclusion of the Meeting to the stock exchange i.e BSE Limited, details of the voting results as required under Regulation 44(3) of the LODR.
22. The results declared along with the Scrutinizer's report, will be posted on the website of the Company at [www.hariyanagroup.com](http://www.hariyanagroup.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and will be displayed on the Notice Board of the Company at its Registered Office immediately after the declaration of the result by the Chairman or any person authorised by him in writing and will be communicated to the Stock Exchange.
23. **The details of the process and manner for remote e-voting are explained below:**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**





**A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App</li> </ol>



	<p>“NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> App Store     Google Play</p> <div style="display: flex; justify-content: space-around;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding**

**securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial

password’.

(ii) If your email ID is not registered, please follow steps mentioned below **in process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **How to cast your vote electronically during the AGM on NSDL e-Voting system?**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

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

<b>Login type</b>	<b>Helpdesk details</b>
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**Instructions for Members for E-voting and Attending the AGM through VC/OAVM are as under:**

- 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 of Thursday, September 23, 2021 shall be entitled to avail either the facility of remote e-voting prior to the AGM or voting at the AGM. Persons who are not members as on the cut-off date should treat this notice for information purposes only.
- Eligible members who have acquired shares after the dispatch of the Annual Report and holding shares as on the cut-off date i.e. of Thursday, September 23, 2021 may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means.
- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM link” placed under “Join General meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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 in the notice to avoid last minute rush.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Non-Resident Indian Members are requested to immediately inform the Company or Link Intime India Private Limited or to the concerned Depository Participant(s), regarding:
  - the change in the residential status on return to India for permanent settlement; and/or
  - the particulars of the NRE Account with a Bank in India, if not furnished earlier.
- Shareholders who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or Link Intime India Private Limited, quoting their Folio No. or DP ID-Client ID, as the case may be. In terms of the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website [www.hariyanagroup.com](http://www.hariyanagroup.com) Members holding shares in dematerialised form are requested to submit the said details to their Depository Participant(s) and the Members holding shares in physical form, are requested to submit the said details to the Company or Link Intime India Private Limited.
- All the Members are requested to intimate changes, if any, pertaining to their name, postal address, E-mail address, telephone/ mobile numbers, PAN, mandates, nominations, power of attorney, bank details (such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.), with necessary documentary evidence, to their Depository Participants - in case the shares are held by them in dematerialised form and to the Company in case the shares are held by them in physical form.
- SEBI has mandated submission of PAN by every participant in the Securities Market. Accordingly, Members holding shares in dematerialised form are requested to submit PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Link Intime India Private Limited.

- Also, in terms of the Circular dated April 20, 2018 issued by SEBI, Members holding securities in physical form are advised to register their PAN and Bank Account Details with the Company or Link Intime (India) Private Limited, by sending a duly signed letter alongwith self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. Alternatively, the Members may submit a copy of bank passbook/ statement, duly attested by the Bank. Members holding shares in dematerialised form are requested to ensure that the aforesaid information is submitted/ updated with their respective Depository Participant.
- Further, in terms of the SEBI Listing Regulations, it is mandatory to furnish a copy of PAN card to the Company or Link Intime (India) Private Limited with respect to all requests pertaining to transfer of shares, deletion of name, transmission of shares and transposition of shares.
- Shareholders who would like to express their views/ have questions may send their speaker registration/ questions atleast seven days prior to the date of AGM, mentioning their name demat account number/folio number, email id, mobile number at [secretarial.hariyana@gmail.com](mailto:secretarial.hariyana@gmail.com). Only those Members who register themselves as Speaker will be allowed to express views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Sagar Ghosalkar at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

On behalf of the Board of Directors  
For **Hariyana Ship- Breakers Limited**

**Shantisarup Reniwal**  
Chairman  
(DIN: 00040355)

**Rakesh Reniwal**  
Managing Director  
(DIN: 00029332)

Date: August 14, 2021  
Place: Mumbai

**EXPLANATORY STATEMENT**

**[Pursuant to Section 102 of The Companies Act, 2013 relating to the business set out in the accompanying Notice]**

**Item No. 3:**

The Board of Directors of the Company ("Board"), at its meeting held on August 14, 2021 has, subject to the approval of members, approved revision in remuneration payable to Mr. Rakesh Shantisarup Reniwal, Managing Director of the Company as recommended by the Nomination and Remuneration Committee ("NARC) of the Board.

It is proposed to seek members' approval for the remuneration payable to Mr. Rakesh Shantisarup Reniwal as Managing Director of the Company, for a period of 3 years with effect from October 1, 2021 in terms of the applicable provisions of the Act.

Broad particulars of the remuneration payable to, Mr. Rakesh Shantisarup Reniwal are as under:

**Salary & Perquisites:**

- a) Salary to the maximum: Rs. 5,00,000/- per month w.e.f. October 01,2021
- b) Increments: Such increments as may be fixed by the Board of Directors from time to time in the salary range of Rs. 1,00,000/- to Rs. 1,50,000/- per month
- c) Bonus for the financial year, at the discretion of the Company
- d) Commission: Not exceeding 1.5 (one and half) percent of net profit in an accounting year of the Company subject to availability of profit and applicable provisions of law.
- e) Provident Fund: Company's contribution not to exceed 12% of salary
- f) Housing: The Company to provide rent free partially furnished, air-conditioned, residential accommodation with telephone, gas and electricity, the monetary value of which may be evaluated as per the Income-tax Rules, 1962.
- g) Medical Aid: Medical aid benefits for self and family as applicable to the Officers of the Company, subject to the condition that the cost of medical benefits to the Company shall not exceed Rs. 1,00,000/- per year.
- h) Personal accidents and Mediclaim Insurance Policy, premium not to exceed Rs. 1,00,000/- per annum as per the Income-tax Rules, 1962
- i) Free use of the Company's car and fuel expenses for use on the Company's business as well as for own use. If car is leased from an external agency or from spouse, lease rental and fuel expenses will be paid as per rules of the Company.
- j) Reimbursement of salary of driver and his meal coupons as per rules of the Company.
- k) Reimbursement of medical expenses incurred in India or abroad including hospitalisation, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
- l) The Company to pay the premium for the Group Insurance Policy taken for Mr. Rakesh Reniwal as per rules of the Company.
- m) The Company to pay fees for one Club (including admission or entrance fees and monthly or annual subscriptions).

- n) Leave on full pay and allowances as per rules of the Company for such number of days of leave as may be granted to other employees of the Company
- o) Reimbursement of actual travelling and entertainment expenses incurred on behalf of the Company, subject to such ceiling on entertainment expenses as may be imposed as per Company policy from time to time.
- p) Reimbursement of expenses on mobile phone and landline phone at residence as per rules of the Company.
- q) Reimbursement of expenses incurred by him in purchase of newspapers, magazines, books and periodicals in accordance with the Company's policy.
- r) Reimbursement of expenses incurred by him on account of business of the Company in accordance with the Company's policy.
- s) Other benefits like Gratuity, Provident Fund, leave etc. as applicable to the employees of the Company.

All the above perquisites shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such Rule, perquisites shall be evaluated at actual cost.

**Other Terms and Conditions:**

Sitting fees, if any paid to the Managing Director for attending meeting of the Board of Directors or any committee thereof shall be as per the company rules and as permissible at law.

Mr. Rakesh Shantisarup Reniwal is interested in the resolution set out at Item No. 3 of the Notice. Mr. Shantisarup Ramkumar Reniwal and Mrs. Unnati Rakesh Reniwal, being related to Mr. Rakesh Shantisarup Ramkumar Reniwal may be deemed to be interested in the said resolution.

The other relatives of Mr. Rakesh Shantisarup Reniwal may be deemed to be interested in the said resolution of the Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the members

**Item No. 4:**

The Board of Directors of the Company ("Board"), at its meeting held on August 14, 2021 has, subject to the approval of members, approved revision in remuneration payable to Mr. Shantisarup Ramkumar Reniwal, Executive Director of the Company as recommended by the Nomination and Remuneration Committee ("NARC) of the Board.

It is proposed to seek members' approval for the remuneration payable to Mr. Shantisarup Ramkumar Reniwal as Executive Director of the Company, for a period of 3 years with effect from October 1, 2021 in terms of the applicable provisions of the Act.



Broad particulars of the remuneration payable to, Mr. Shantisarup Ramkumar Reniwal are as under:

**Remuneration:**

- a) Salary to the maximum : Rs. 5,00,000/- per month w.e.f October 1, 2021, with such increments as may be fixed by the Board of Directors from time to time in the salary range of Rs. 1,00,000/- to Rs. 1,50,000/- per month
- b) Special Allowance : Rs.50,000/- (Rupees Fifty Thousand only) per month, with such increments as the Board may decide from time to time, subject however to a ceiling of Rs. 30,000/- (Rupees Thirty Thousand only) per month. This allowance however, will not be taken into account for the calculation of benefits such as Provident Fund, Gratuity, Superannuation and leave encashment.
- c) Annual Incentive Pay: linked to the achievement of targets, as may be decided by the Board from time to time

**Perquisites:**

- a) Housing: Company provided (furnished/ unfurnished) accommodation and/or HRA in lieu of company provided accommodation as per the policy of the Company.
- b) Reimbursement of expenses: At actuals pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation as per Company policy.
- c) Medical Expenses Reimbursement: Reimbursement of all expenses incurred for self and family at actual (including domiciliary and medical expenses and insurance premium for medical and hospitalization policy as applicable), as per Company policy.
- d) Leave Travel Expenses: leave Travel Expenses for self and family in accordance with the policy of the Company.
- e) Club fees: Fees of One Corporate Club in India (including admission and annual membership fee).
- f) Car: Two cars for use of the Company's Business.
- g) Reimbursement of entertainment, travelling and all other expenses incurred for the business of the Company as per policy of the Company. Travelling expenses of Spouse accompanying on any official overseas or inland trip will be governed as per the rules of the Company.
- h) Leave and encashment of leave: As per the policy of the Company.
- i) Personal accident Insurance Premium: As per the policy of the Company.
- j) Contribution towards Provident Fund and Superannuation Fund or Annuity Fund, National Pension Scheme: As per the policy of the Company.
- k) Gratuity and/or contribution to the Gratuity Fund of Company: As per the policy of the Company.
- l) Other Allowances/ benefits, perquisites: Any other allowances, benefits and perquisites as per the Rules applicable to the Senior Executives of the Company and/or which may become applicable in the future and/ or any other allowance, perquisites as the Board from time to time decide.
- m) Any other one-time/ periodic retirement allowances/ benefits: As may be decided by the Board at the time of retirement.

- n) In case Mr. Shantisarup Reniwal is elevated to the higher level of the Company during the tenure of his appointment, the allowances, perquisites and benefits applicable to the level, will also apply to the executive.
- o) Annual remuneration review effective April 1st each year, as per policy of the Company.

For the purposes of Gratuity, Provident Fund, Superannuation and other like benefits, if any, the service of Mr. Shantisarup Reniwal, Director, will be considered as continuous service with the Company from the date of his joining the Company.

**Other Terms and Conditions:**

Sitting fees, if any paid to the Executive Director for attending meeting of the Board of Directors or any committee thereof shall be as per the company rules and as permissible at law.

Mr. Shantisarup Ramkumar Reniwal is interested in the resolution set out at Item No. 4 of the Notice. Mr. Rakesh Shantisarup Reniwal and Mrs. Unnati Rakesh Reniwal, being related to Mr. Shantisarup Ramkumar Reniwal may be deemed to be interested in the said resolution.

The other relatives of Mr. Shantisarup Ramkumar Reniwal may be deemed to be interested in the said resolution of the Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the members

**Item No. 5:**

The Board of Directors of the Company ("Board"), based on the recommendation of the Nomination and Remuneration Committee at its meeting held on August 14, 2021 has, subject to the approval of members, proposed to change the designation of Mrs. Unnati Rakesh Reniwal (DIN: 00041306) Executive Director as Whole Time Director of the Company for a term of 3 years with effect from October 1, 2021 till September 30, 2024 on the condition that Remuneration shall be paid to the Whole Time Director in consideration of the performance of her duties. The Details of Remuneration are as follows:

**Salary & Perquisites:**

- a) Salary to the maximum: Rs. 5,00,000/- per month w.e.f. October 1, 2021.
- b) Increments: Such increments as may be fixed by the Board of Directors from time to time in the salary range of Rs. 1,00,000/- to Rs. 1,50,000/- per month.
- c) Bonus for the financial year, at the discretion of the Company.
- d) Commission: Not exceeding 1.5 (one and half) percent of net profit in an accounting year of the Company subject to availability of profit and applicable provisions of law.
- e) Provident Fund: Company's contribution not to exceed 12% of salary.

- f) Housing: The Company to provide rent free partially furnished, air-conditioned, residential accommodation with telephone, gas and electricity, the monetary value of which may be evaluated as per the Income-tax Rules, 1962.
- g) Medical Aid: Medical aid benefits for self and family as applicable to the Officers of the Company, subject to the condition that the cost of medical benefits to the Company shall not exceed Rs. 1,00,000/- per year.
- h) Personal accidents and Mediclaim Insurance Policy, premium not to exceed Rs. 1,00,000/- per annum as per the Income-tax Rules, 1962.
- i) Free use of the Company's car and fuel expenses for use on the Company's business as well as for own use. If car is leased from an external agency or from spouse, lease rental and fuel expenses will be paid as per rules of the Company.
- j) Reimbursement of salary of driver and his meal coupons as per rules of the Company.
- k) Reimbursement of medical and hospitalization expenses of the Whole Time Director and her family subject to a ceiling of one month salary in a year.
- l) The Company to pay the premium for the Group Insurance Policy taken for Mrs. Unnati Rakesh Reniwal as per rules of the Company.
- m) The Company to pay fees for one Club (including admission or entrance fees and monthly or annual subscriptions).
- n) Leave on full pay and allowances as per rules of the Company for such number of days of leave as may be granted to other employees of the Company.
- o) Reimbursement of actual travelling and entertainment expenses incurred on behalf of the Company, subject to such ceiling on entertainment expenses as may be imposed as per Company policy from time to time.
- p) Reimbursement of expenses on mobile phone and landline phone at residence as per rules of the Company.
- q) Reimbursement of expenses incurred by her in purchase of newspapers, magazines, books and periodicals in accordance with the Company's policy.
- r) Reimbursement of expenses incurred by her on account of business of the Company in accordance with the Company's policy.
- s) Reimbursement of any other expenses properly incurred by her in accordance with the rules and policies of the Company.
- t) Other benefits like Gratuity, Provident Fund, Leave etc. as applicable to the employees of the Company.

All the above perquisites shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such Rule, perquisites shall be evaluated at actual cost.

**Other Terms and Conditions:**

Sitting fees, if any paid to the Whole Time Director for attending meeting of the Board of Directors or any committee thereof shall be as per the company rules and as permissible at law.

Keeping in view that Mrs. Unnati Rakesh Reniwal has rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time; it would be in the interest of the Company to designate her as the Whole Time Director of the Company.

In compliance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the terms of appointment and remuneration of the Whole Time Director as specified above are now being placed before the members for their approval.

Mrs. Unnati Rakesh Reniwal is interested in the resolution set out at Item No. 5 of the Notice. Mr. Rakesh Shantisarup Reniwal and Mr. Shantisarup Ramkumar Reniwal, being related to Mrs. Unnati Rakesh Reniwal may be deemed to be interested in the said resolution.

The other relatives of Mrs. Unnati Rakesh Reniwal may be deemed to be interested in the said resolution of the Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

**Item No. 6:**

The Board, on the recommendation of the Audit Committee, has approved the appointment of the Cost Auditor, M/s. Kewlani & Associates, Cost Accountants (Firm Registration No. 003362), to conduct the audit of the cost records of the Company at Rs. 30,000/- plus taxes as may be applicable to be paid as remuneration for the financial year ending March 31, 2022.

In terms of the provisions of Section 148 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any amendments thereto or any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to the Cost Auditors has to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 6 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2022.

None of the Directors / Key Managerial Personnel of the Company / their relatives is / are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

**DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT IN THE THIRTY NINTH ANNUAL GENERAL MEETING, AS SET OUT IN ITEM NO. 2 OF THIS NOTICE, IN TERMS OF REGULATIONS 26(4) AND 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS**

**A. Brief resume including qualification, experience and expertise in specific functional area:**

**a) Mrs. Unnati Rakesh Reniwal:**

Mrs. Unnati Rakesh Reniwal (DIN: 00041306), aged 42 years, has completed her B.A and Director of Hariyana Ship-Breakers Limited “(HSBL)”, is widely recognized for her visionary contributions. She is playing vital role in formulating business strategies and effective implementation of the same.

Further, she declared that he is not debarred from holding office of director by virtue of any SEBI order or any such authority.

**B. Other Details:**

<b>Name of Director</b>	Mrs. Unnati Rakesh Reniwal
<b>Director Identification Number (DIN)</b>	00041306
<b>Date of Birth</b>	06/04/1979
<b>Date of First Appointment</b>	02/06/2014
<b>Qualification and Experience</b>	B.A. Over 16 years’ experience in Business
<b>Terms and conditions of appointment/ re-appointment</b>	Change in Designation from Executive Director to Whole Time Director for a period of three years
<b>Past Remuneration drawn from the Company</b>	68,000 per month
<b>Remuneration sought to be paid</b>	Salary not exceeding Rs. 5,00,000/- per month
<b>Shareholding in the Company as on March 31, 2021</b>	4,00,000 Equity Shares 6.49%
<b>Relationship with the other Directors, Manager and Other Key Managerial Personnel of the Company</b>	(i) Rakesh Shantisarup Reniwal (Husband) (ii) Shantisarup Ramkumar Reniwal (Father-in-Law) and not related to any other Director / Key Managerial Personnel
<b>No. of Board Meetings attended during the Financial Year 2020-21</b>	7
<b>List of other Indian Public Limited Companies in which Directorships held<sup>(1)</sup></b>	NIL

<b>Chairperson/ Member of Committee(s) of Board of Directors of the Company<sup>(2)</sup></b>	NIL
<b>Chairperson/ Member of the Committee(s) of Board of Directors of other Companies in which he is a Member/ Chairperson<sup>(2)</sup></b>	NIL

**Notes:**

- (1) This excludes directorships in the Company, Foreign Companies, Private Companies, Companies incorporated under Section 25 of the erstwhile Companies Act, 1956 and Companies incorporated under Section 8 of the Act.
- (2) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, Memberships/ Chairmanships in only two committees' viz. Audit Committee and Stakeholders' Relationship and Share Transfer Committee of Public Limited Companies are considered.