

# NOTICE

Notice is hereby given that the Forty Sixth Annual General Meeting (e-AGM) of the Members of E.I.D.- Parry (India) Limited will be held on Thursday, September 16, 2021 at 3.30 PM Indian Standard Time ("IST") through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) to transact the following business:

## ORDINARY BUSINESS:

### 1. Adoption of Standalone Financial Statements

To consider and if deemed fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted."

### 2. Adoption of Consolidated Financial Statements

To consider and if deemed fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 and the report of the Auditors thereon be and are hereby received, considered and adopted."

### 3. Re-appointment of Director

To consider and if deemed fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. V. Ravichandran (DIN: 00110086) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

## SPECIAL BUSINESS:

### 4. Reappointment of Independent Director

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17 & 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. (Ms) Rcā Godbolé (DIN:07306268) who was appointed as an Independent Director of the Company by the Members for a term of five consecutive years from the Annual General Meeting held on August 5, 2016, who being eligible for re-appointment as an Independent Director has offered herself for re-

appointment and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years from August 5, 2021."

### 5. Appointment of Independent Director

To consider and if deemed fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17 & 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment thereof for the time being in force], Mr. T. Krishnakumar (DIN: 00079047), who was appointed as an Additional Director of the Company with effect from May 06, 2021 by the Board pursuant to Section 161(1) of the Act and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 (1) of the Act proposing his candidature for office of Director and who is eligible for appointment as an Independent Director be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from May 06, 2021."

### 6. Remuneration of Cost Auditors

To consider and if deemed fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of ₹ 8,50,000/- (Rupees Eight Lakh Fifty Thousand only) plus applicable taxes and reimbursement of out of pocket expenses payable to M/s. Narasimha Murthy & Co., Cost Accountants (Firm Registration Number: 000042) for conduct of audit of the cost records of the Company for the financial year ending March 31, 2022 as approved by the Board of Directors of the Company, be and is hereby ratified.

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

By Order of the Board  
For **E.I.D.-Parry (India) Limited**

Place : Chennai  
Date : June 29, 2021

Biswa Mohan Rath  
Company Secretary

**Registered Office:**

'Dare House', Parrys Corner, Chennai - 600 001.  
CIN: L24211TN1975PLC006989  
Tel. : +91-044-25306789  
Fax.: +91-044-25341609  
E-mail: investorservices@parry.murugappa.com  
Website: www.eidparry.com

**NOTES**

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") permitted for holding the Annual General Meeting through VC / OAVM without physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and MCA Circulars, the e-AGM of the Company is being held through VC / OAVM.
2. In compliance with the aforesaid MCA Circulars and SEBI Circulars dated May 12, 2020 and January 15, 2021, Notice of the e-AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depository Participant(s). Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website [www.eidparry.com](http://www.eidparry.com), website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of Company's Registrar and Transfer Agent (RTA), KFin Technologies Private Limited (KFIN) at <https://evoting.kfintech.com/>.
3. Company has appointed KFin Technologies Private Limited (KFin), Registrars and Transfer Agent, to provide Video Conferencing facility for the e-AGM and the attendant enablers for conducting of the e-AGM.
4. Pursuant to the provisions of the Companies Act, 2013 (the Act), a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this e-AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by

the Members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

5. Members attending the e-AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Corporate Members (i.e. other than individuals / HUF, NRI, etc.) intending to send their authorised representatives to attend the meeting are requested to send to the Company a scanned copy of the Board or governing body Resolution / Authorization etc., authorising their representatives to attend the e-AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer by email through registered email address to [rsaevoting@gmail.com](mailto:rsaevoting@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com).
7. Statement pursuant to Section 102 of the Act, in respect of the Item Nos. 4 to 6 to be transacted at the Annual General Meeting as set out in the Notice, is annexed hereto.
8. The Register of Members and Share Transfer Books of the Company will remain closed from September 10, 2021 to September 16, 2021 (both days inclusive).
9. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed under the Companies (Management and Administration) Rules, 2014 as presently in force and the businesses set out in the Notice will be transacted through such voting. Information and instructions relating to user id and password for e-voting are provided in the Notice.
10. As per Regulation 40 of the SEBI (LODR) Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or KFin for assistance in this regard.
11. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or KFin, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
12. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote through remote e-voting.
13. The Company has transferred the unpaid or unclaimed

dividends upto the financial year 2012-13 from time-to-time to the Investor Education and Protection Fund (IEPF) established by the Central Government. Details of dividends so far transferred to the IEPF Authority are available on the website of the IEPF Authority and same can be accessed through the link [www.iepf.gov.in](http://www.iepf.gov.in).

The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on March 31, 2021 on the website of the Company ([www.eidparry.com](http://www.eidparry.com)).

14. Information as required under the SEBI (LODR) Regulations and the Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, in respect of appointment / re-appointment of directors is furnished and forms part of the notice.
15. As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014, Shareholders holding shares in physical form may file nomination in the prescribed SH-13 with KFin. In respect of shares held in demat form, the nomination form may be filed with the concerned Depository Participant(s).
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their dematerialised accounts. Members holding shares in physical form can submit their PAN details to KFin.
17. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Act, certificate of Statutory Auditor under SEBI (Share Based Employee Benefits) Regulations, 2014 relating to Company ESOP Scheme / Plan and relevant documents referred to in the proposed resolutions will be available for inspection by the members electronically during the meeting. Members seeking to inspect such documents can send an email to [investorservices@parry.murugappa.com](mailto:investorservices@parry.murugappa.com).
18. The details of unclaimed fractional shares proceeds pursuant to the Scheme of Arrangement (Demerger) between Parrys Sugar Industries Limited and the Company and Scheme of Amalgamation of Parrys Sugar Industries Limited with the Company are provided in the General Shareholder Information forming part of this annual report.
19. Since the e-AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
20. **Procedure for registering the email addresses and obtaining the Annual Report, e-AGM notice and e-voting instructions by the shareholders whose email**

**addresses are not registered with the Depositories (in case of shareholders holding shares in Demat form) or with RTA (in case the shareholders holding shares in physical form):**

Members, 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 by following the procedure given below:

- a) Members holding shares in demat form can get their e-mail ID registered by contacting their respective Depository Participant.
  - b) Members holding shares in physical form and who have not registered their email address and mobile number, are requested to furnish a scanned signed copy of the request letter providing the name of the shareholder, Folio No., email address, mobile number and self-attested copy of PAN, Aadhaar to the Company's RTA, KFin Technologies Private Limited at the email address - [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or [sheetal.doba@kfintech.com](mailto:sheetal.doba@kfintech.com) or [investorservices@parry.murugappa.com](mailto:investorservices@parry.murugappa.com) for receiving the AGM documents electronically. The request with the above documents can also be sent to M/s. KFin Technologies Private Limited at Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032.
  - c) All Members whose email address are not registered with Company /DP may temporarily get their email address and mobile number registered with RTA by accessing the link <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> and follow the steps mentioned therein to enable receipt of the Annual Report, e-AGM Notice and e-voting instructions electronically.
  - d) In case of any queries, shareholder may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
  - e) Those members who have registered their e-mail address, mobile nos., postal address and bank account details are requested to validate/update their registered details by contacting the Depository Participant in case of shares held in electronic form. Members holding shares in physical mode are also requested to update their e-mail addresses, advise any change in their address, bank mandates by writing to KFin Technologies Private Limited, (KFin), Selenium, Tower B, Plot number 31 & 32, Financial District, Gachibowli, Hyderabad-500 032 quoting their folio number(s).
21. **Instructions to the Members for attending the e-AGM through Video Conference:**
- a) Attending the e-AGM: Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by KFin

Technologies Private Limited. Members may access the same at <https://emeetings.kfintech.com>. The link for e-AGM will be available in 'shareholders'/members' login where the EVENT and the Name of the Company can be selected. On login page enter the login credentials [i.e. User ID (in case of Demat Account enter - DP ID and Client ID / in case of physical mode enter Folio No.) and Existing Password]. After logging in, click on "Video Conference" option.

- b) The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting.
- c) 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 instructions provided in remote e-Voting in Note 22 below.
- d) Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.
- e) Further Members will be required to allow access to the Camera, if any, and are requested to use Internet with good speed to avoid any disturbance during the meeting.
- f) Please note that participants using Mobile Devices or Tablets or Laptops and are accessing the internet 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.
- g) Shareholders holding shares as on cut-off date may also visit <https://emeetings.kfintech.com> and click on the tab "Post Your Queries" to post their queries/views/questions in the window provided, by mentioning their name, demat account number/ folio number, email ID, mobile number. The posting of the questions by the shareholders/members shall commence from Wednesday, September 8, 2021 at 9.00 a.m. and shall close on Saturday, September 11, 2021 at 5.00 p.m. Please note that, members questions will be answered only if the shareholder continues to hold the shares as of cut-off date.
- h) **Speaker Registration before e-AGM:** Shareholder who wish to register as speakers are requested to visit <https://emeetings.kfintech.com/> and click on "Speaker Registration". Mention the demat account number / folio number, city, email id, mobile number and register yourself as speaker. The speaker registration shall commence from Wednesday, September 8, 2021 at 9.00 a.m. and shall close on Saturday, September 11, 2021 at 5.00 p.m. Shareholders shall be provided with a 'queue number' before the e-AGM. Shareholders are requested to remember the same and wait for their turn to be called by the moderator of the meeting

during the Question Answer Session. Due to limitations of transmission and coordination during the e-AGM, the Company may have to dispense with or curtail the Speaker Session, hence shareholders are encouraged to send their questions etc. in advance as mentioned above. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

## 22. Information on Remote e-voting and other information:

### Remote e-voting :

In compliance with the provisions of Section 108 of the Act and Rules made thereunder, Regulation 44 of the SEBI (LODR) Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Company is pleased to provide the members facility to exercise their right to vote through the e-Voting services provided by KFin, on all the resolutions set forth in this Notice.

In pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by 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. The details of the process and manner for remote e-Voting is explained herein below

### I. Individual shareholders holding shares of the Company in Demat mode:

#### The procedure to login and access remote e-Voting as devised by Depositories / Depository Participants are given below:

- A. Individual Shareholders holding shares in Demat mode with National Securities Depository Limited ("NSDL") :
  - 1. Users already registered for IDeAS e-Services facility of NSDL may follow the following procedure:
    - i. Type in the browser / Click on the following e-Services link: <https://eservices.nsdl.com>
    - ii. Click on the button "Beneficial Owner" available for login under 'IDeAS' section.
    - iii. A new page will open. Enter your User ID and Password for accessing IDeAS.
    - iv. On successful authentication, you will enter your IDeAS service login. Click on "Access to e-Voting" under Value Added Services on the panel available on the left hand side.
    - v. Click on "Active E-voting Cycles" option under E-voting.



- vi. You will see Company Name: "E.I.D.- Parry (India) Limited" on the next screen. Click on the e-Voting link available against E.I.D.- Parry (India) Limited or select e-Voting service provider "KFin" and you will be re-directed to the e-Voting page of KFin to cast your vote without any further authentication.
2. Users not registered for IDeAS e-Services facility of NSDL may follow the following procedure :
    - i. To register, type in the browser / Click on the following e-Services link:  
<https://eservices.nsdl.com>
    - ii. Select option "Register Online for IDeAS" available on the left hand side of the page
    - iii. Proceed to complete registration using your DP ID, Client ID, Mobile Number etc.
    - iv. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote
  3. Users may directly access the e-Voting module of NSDL as per the following procedure:
    - i. Type in the browser / Click on the following link: <https://www.evoting.nsdl.com/>
    - ii. Click on the button "Login" available under "Shareholder/ Member" section.
    - iii. On the login page, enter User ID (that is, 16-character demat account number held with NSDL, starting with IN), Login Type, that is, through typing Password (in case you are registered on NSDL's e-voting platform)/ through generation of OTP (in case your mobile/e-mail address is registered in your demat account) and Verification Code as shown on the screen.
    - iv. On successful authentication, you will enter the e-Voting module of NSDL. Click on "Active E-voting Cycles / VC or OAVMs" option under e-Voting. You will see Company Name: "E.I.D.- Parry (India) Limited" on the next screen. Click on the e-Voting link available against E.I.D.- Parry (India) Limited or select e-Voting service provider "KFin" and you will be re-directed to the e-Voting page of KFin to cast your vote without any further authentication.
- B. Individual Shareholders holding shares in Demat mode with Central Depository Services (India) Limited ("CDSL") :
1. Users already registered for Easi / Easiest facility of CDSL may follow the following procedure:
    - i. Type in the browser / Click on any of the following links: <https://web.cdslindia.com/myeasi/home/> login or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi / Login to My Easi option under Quick Login (best operational in Internet Explorer 10 or above and Mozilla Firefox)
    - ii. Enter your User ID and Password for accessing Easi / Easiest.
    - iii. You will see Company Name: "E.I.D.- Parry (India) Limited" on the next screen. Click on the e-Voting link available against E.I.D.- Parry (India) Limited or select e-Voting service provider "KFin" and you will be re-directed to the e-Voting page of KFin to cast your vote without any further authentication.
  2. Users not registered for Easi/Easiest facility of CDSL may follow the following procedure:
    - i. To register, type in the browser / Click on the following link: <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
    - ii. Proceed to complete registration using your DPID Client ID (BO ID), etc.
    - iii. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.
  3. Users may directly access the e-Voting module of CDSL as per the following procedure:
    - i. Type in the browser / Click on the following links: [www.cdslindia.com](http://www.cdslindia.com) / <https://www.evotingindia.com>
    - ii. Provide Demat Account Number and PAN
    - iii. System will authenticate user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account.
    - iv. On successful authentication, you will enter the e-voting module of CDSL. Click on the e-Voting link available against E.I.D.- Parry (India) Limited or select e-Voting service provider "KFin" and you will be re-directed to the e-Voting page of KFin.
- C. Individual shareholders holding shares in Demat mode - Procedure to login through their demat accounts / Website of Depository Participant:
- Individual shareholders holding shares of the Company in Demat mode can access e-Voting facility provided by the Company using login credentials of their demat accounts (online accounts) through their demat accounts / websites of Depository Participants registered with NSDL/ CDSL. An option for "e-Voting" will be available once they have successfully logged-in through their respective logins. Click on the option "e-Voting" and they will be redirected to e-Voting modules of

NSDL/ CDSL (as may be applicable). Click on the e-Voting link available against E.I.D. - Parry (India) Limited or select e-Voting service provider "KFin" and you will be redirected to the e-Voting page of KFinTech to cast your vote without any further authentication.

Members who are unable to retrieve User ID / Password are advised to use "Forgot User ID" / "Forgot Password" options available on the websites of Depositories / Depository Participants.

Contact details in case of any technical issue:

Securities held with NSDL

Members facing any technical issue during login can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free nos.: 1800 1020 990 / 1800 22 44 30

Securities held with CDSL

Members facing any technical issue during login can contact CDSL helpdesk by sending a request at [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or contact at 022- 23058738 or 022- 23058542-43

## II. Information and instructions for remote e-Voting by shareholders other than individuals holding shares of the Company in demat mode and all shareholders holding shares in physical mode:

- A. In case a Member receives an e-mail from the Company / KFin [for Members whose e-mail address is registered with the Company / Depository Participant(s)]:
  - i. Launch internet browser by typing the URL: <https://evoting.kfintech.com>
  - ii. Enter the login credentials. In case of physical folio, User ID will be EVEN followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. If you are already registered with KFin for e-Voting, you can use the existing password for logging-in. If required, please visit <https://evoting.kfintech.com> or contact toll-free number 1800-3094-001 (from 9:00 a.m. to 6:00 p.m. on all working days) for assistance on your existing password. Members who forgotten the Password are advised to use "Forgot Password" options available on the website.
  - 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 upon logging-in for the first time. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (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 address, 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 E-Voting Event Number (EVEN):  
6107 for E.I.D.- Parry (India) Limited.
  - vii. On the voting page, enter the number of shares as on the Cut-off Date under either "FOR" or "AGAINST" or alternatively, you may partially enter any number under "FOR" / "AGAINST", but the total number under "FOR" / "AGAINST" taken together should not exceed your total shareholding as on the Cut-off Date. You may also choose to "ABSTAIN" and vote will not be counted under either head.
  - viii. Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / 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.
  - xii. Once you confirm, you will not be allowed to modify your vote.
  - xiii. Corporate / Institutional Members (i.e., other than Individuals, HUF, NRI etc.,) are 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 Scrutiniser through email ID: [rsaevoting@gmail.com](mailto:rsaevoting@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the naming format "EID Parry- 46<sup>th</sup> "AGM".
- B. In case whose email address is not registered with the Company / Depository Participants, kindly follow the instruction in Serial No. 20.
  - C. In case of any query on e-voting, Members may refer to the "Help" and "FAQs" sections / E-voting user manual available through a dropdown menu in the "Downloads" section of KFin's website for e-voting: <https://evoting.kfintech.com> or contact KFin as per the details given below.

- D. Members are requested to note the following contact details for addressing e-voting related grievances:

Ms. Sheetal Doba, Manager - Corporate Registry,  
KFin Technologies Private Limited,  
"Selenium Tower-B", Plot No. 31 & 32,  
Financial District, Nanakramguda, Serilingampally,  
Hyderabad - 500032, Telangana.  
Toll-free No.: 1800 3094 001  
Email: einward.ris@kfintech.com

**Other Instructions :**

- I. The e-Voting period commences on Sunday, September 12, 2021 (9.00 a.m. IST) and ends on Wednesday, September 15, 2021 (5.00 p.m. IST). The e-Voting module shall be disabled for voting thereafter.
- II. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, September 09, 2021, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice, in the proportion of their shareholding of the paid-up capital of the equity shares of the Company. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- III. In case a person (individual holding shares in physical mode/ non individuals) has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password by writing to KFin at [evoting@kfintech.com](mailto:evoting@kfintech.com) or to the Company at [investorservices@parry.murugappa.com](mailto:investorservices@parry.murugappa.com) requesting for user ID and password. On receipt of user ID and password, the steps from Sl. Nos. (i) to (vii) mentioned in II (A) above should be followed for casting of vote.
- IV. Mr. R. Sridharan, M/s. R. Sridharan & Associates, Company Secretaries, Chennai is appointed as scrutinizer to scrutinise the remote e-voting and voting at the e-AGM venue in a fair and transparent manner.
- V. The scrutiniser's decision on the validity of the vote shall be final.
- VI. Once the vote on a resolution stated in this notice is cast by Member through remote e-voting, the Member shall not be allowed to change it subsequently and such e-vote shall be treated as final.
- VII. The scrutinizer after scrutinizing the votes cast at the meeting and through remote e-voting, will not later than 48 hours of conclusion of the meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the company [www.eidparry.com](http://www.eidparry.com) and on the website of KFin Technologies Private Limited, <https://emeetings.kfintech.com>. The results

shall simultaneously be communicated to the stock exchanges.

- VIII. Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting, viz., September 16, 2021.

**23. Instructions for members for Voting during the e-AGM session:**

- a) The e-voting window shall be activated upon instructions of the Chairman during the e-AGM.
- b) E-voting during the e-AGM is integrated with the VC platform and no separate login is required for the same. The shareholders shall be guided on the process during the e-AGM.
- c) Members / shareholders, attending the e-AGM through Video Conference and who have not cast their vote on resolutions through Remote e-Voting shall be eligible to cast their vote through e-voting system available during the e-AGM.
- d) Members who have voted through Remote e-Voting will be eligible to attend the e-AGM, however, they shall not be allowed to cast their vote again during the e-AGM.

**Statement pursuant to Section 102 of the Companies Act, 2013 ("Act")**

**Item No. 4**

Dr.(Ms) R̄cā Godbolé (DIN:07306268) was appointed as an Independent Director of the Company by the Members for a term of five consecutive years from the Annual General Meeting held on August 5, 2016. Notice have been received from a member proposing Dr.(Ms) R̄cā Godbolé (DIN:07306268) as a candidate for the office of Director of the Company. Dr.(Ms) R̄cā. Godbole has given a declaration to the Board that she meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, she fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the management. The Board, based on the performance evaluation and recommendation of the Nomination and Remuneration Committee considers that given her background, experience and contribution, the continued association of Dr. (Ms) R̄cā Godbolé would be beneficial to the Company and it is desirable to continue to avail her services as an Independent Director of the Company not liable to retire by rotation for a second term of five consecutive years from August 5, 2021. The terms and conditions of appointment of Dr. (Ms) R̄cā Godbolé as Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day excluding Saturday, Sunday and Public Holidays. The disclosure under Regulation 36 of the SEBI (LODR) Regulations and SS-2 is annexed to this Notice.

The Board recommends the Special resolution at Item No. 4 for approval by the Members.

Except Dr. (Ms) R̄cā Godbolé, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise in the resolution set out at Item No. 4 of the Notice.

#### **Brief Profile of Dr. (Ms) R̄cā Godbolé**

Dr. (Ms) R̄cā Godbolé is a trained plant molecular biologist. She has a postgraduate degree in Bio-Chemistry from the University of Bombay and a Ph.D. from Freiburg, Germany. She has held Post Doctoral positions at the Heidelberg Institute of Plant Sciences and TU Munich. She has worked as a Scientist with Syngenta Seeds (India) Limited, and was involved in various research aspects of the seed business. She is a co-founder of an Agtech firm SaliCrop in Israel, commercializing her technology which enables crops to cope with abiotic stresses better. She has authored many scientific publications and made poster presentations in various Symposia and Congresses, including the Gordon Conference on, 'Gravitational effects on the living systems' in 1996 at Boston.

#### **Item No. 5**

Mr. T. Krishnakumar (DIN: 00079047) was appointed as Independent Director by the Board of Directors on May 06, 2021. Pursuant to Section 161 of the Companies Act, 2013, he holds office up to the date of this annual general meeting. Notices have been received from a member proposing Mr. T. Krishnakumar as candidate for the office of Director of the Company. Mr. T. Krishnakumar has given declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the management. The Board based on the recommendation of the Nomination and Remuneration Committee, recommends the appointment of Mr. T. Krishnakumar as Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from the date of his appointment. The terms and conditions of the appointment of Mr. T. Krishnakumar as Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day excluding Saturday, Sunday and public holidays. The disclosure under Regulation 36 of the SEBI (LODR) Regulations and SS-2 is annexed to this Notice.

The Board recommends the Ordinary Resolution at Item No.5 for approval by the Members.

Except Mr. T. Krishnakumar, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 5 of the Notice.

#### **Brief Profile of Mr. T. Krishnakumar**

Mr. T. Krishnakumar is a Engineering Graduate and holds a Post Graduate Diploma in Management from IIM, Bangalore and did his Advanced Management Program from The Wharton Business School, USA. Mr. T. Krishnakumar has over 38 years of experience mainly in the field of General management, strategy, marketing, sales, distribution, supply chain, team building and governance. He has decade plus experience on board of reputed Companies like Hindustan Coca-Cola Beverages Private Limited.

#### **Item No. 6**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Narasimha Murthy & Co., Cost Accountants as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2022. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders 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.

The Board recommends the Ordinary Resolution at Item No.6 for approval by the Members.

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

By Order of the Board  
For **E.I.D. - Parry (India) Limited**

Place : Chennai  
Date : June 29, 2021

Biswa Mohan Rath  
Company Secretary



ANNEXURE TO THE NOTICE DATED JUNE 29, 2021

DETAILS PERTAINING TO DIRECTORS AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS

Particulars	Mr. V. Ravichandran	Ms. R.cā Godbolé	Mr. T. Krishnakumar
DIN	00110086	07306268	00079047
Age	65	52	62
Date of first appointment on the Board	30.10.2009	01.11.2015	06.05.2021
Qualifications	<ul style="list-style-type: none"> <li>Engineering Graduate and holds a Post Graduate Diploma in Management from IIM, Ahmedabad, a Cost Accountant and a Company Secretary.</li> </ul>	<ul style="list-style-type: none"> <li>A trained plant molecular biologist with a PHD from Freiburg, Germany</li> <li>Post Graduate in Biochemistry (MSc.) from University of Bombay</li> </ul>	<ul style="list-style-type: none"> <li>BE (Hons) from College of Engineering Guindy</li> <li>Post-Graduate Diploma in Management (MBA), IIM, Bangalore</li> <li>Advanced Management Program, The Wharton School, USA.</li> </ul>
Expertise (including expertise in specific functional area) / Brief Resume / Experience	<p>Mr. V. Ravichandran, has over 35 years of experience in Finance, Strategy, General management, operations and marketing.</p> <p>He has decade plus experience on board of reputed Companies</p>	<p>Dr. (Ms.) R.cā Godbolé has rich experience in Research field and Agbiotech Industry. She is a co-founder, of an Agtech firm, Salicrop, Israel.</p>	<p>Mr. T. Krishnakumar has over 38 years of experience in General management, strategy, marketing, sales, distribution, supply chain and team-building skills.</p> <p>He has decade plus experience on board of reputed Companies.</p>
Terms and Conditions of the Appointment / Re-appointment	Reappointed as Non-Executive Director, liable to retire by rotation.	As per the resolution at Item No.4 of the Notice convening the Annual General Meeting on September 16, 2021 read with explanatory statement thereto, Dr. (Ms.) R.cā Godbolé is proposed to be appointed as an Independent Director, for a second term, who is not liable to retire by rotation.	As per the resolution at Item No.5 of the Notice convening the Annual General Meeting on September 16, 2021 read with the explanatory statement there to, Mr. T. Krishnakumar is proposed to be appointed as an Independent Director for a term of five consecutive years, who is not liable to retire by rotation.
Remuneration last drawn (including sitting fees, if any)	₹ 16.50 Lakh*	₹ 17.60 Lakh*	NA
Remuneration proposed to be paid (except sitting fees and commission)	Nil	Nil	Nil
Shareholding in the Company as on March 31, 2021	Nil	Nil	Nil
No. of meetings of the Board attended during the year	7	7	NA
Directorship in other Board as on March 31, 2021	<ol style="list-style-type: none"> <li>Parry Sugars Refinery India Private Limited</li> <li>Parry Infrastructure Company Private limited</li> <li>US Nutraceuticals Inc</li> <li>Alimtec S.A.</li> </ol>	Nil	<ol style="list-style-type: none"> <li>KSL Media Limited</li> <li>Coca-cola Amatil Ltd. Australia</li> <li>Coca-cola India Foundation</li> <li>Coca-cola India Private Limited</li> </ol> <p>(As on date of appointment, May 6, 2021)</p>
Chairman/Member of the Committees of the Boards of which he is a Director	<p>Parry Sugars Refinery India Private Limited</p> <p>Loans and Investments Committee Member</p>	Nil	Nil
Inter-se relationship with any Director / Key Managerial Personnel	Nil	Nil	Nil

\*includes commission of ₹10 Lakh to be payable after approval of the financial statements at the ensuing eAGM.