

NOTICE

Notice is hereby given that the Forty Eighth Annual General Meeting ("AGM") of the Members of E.I.D.- Parry (India) Limited will be held on Wednesday, August 9, 2023 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, 2023 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, 2023 and the report of the Auditors thereon be and are hereby received, considered and adopted."

3. Confirmation of Dividend

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

"RESOLVED THAT the first interim dividend of ₹ 5.50/- and second interim dividend of ₹ 4/- on the outstanding equity shares of Re.1/ each, declared by board of directors on November 11, 2022 and April 10, 2023 respectively for the financial year 2022-23, and paid to those equity shareholders whose names appeared in the register of members and to the beneficial holders of the dematerialised shares as per the details provided by National Securities Depository Limited and Central Depository Services (India) Limited, as on November 23, 2022 and April 21, 2023 being the record dates fixed for this purpose be and are hereby confirmed."

4. 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. MM Venkatachalam (DIN: 00152619), who retires by rotation and being eligible for re-appointment, be and is hereby reappointed as a Director of the Company liable to retire by rotation."

SPECIAL BUSINESS:

5. 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, 2024 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**

Biswa Mohan Rath
Company Secretary

Registered Office:
'Dare House', 234, N.S.C Bose Road, Parrings Corner,
Chennai - 600 001.
CIN: L24211TN1975PLC006989
Tel.: +91-044-25306789
Fax.: +91-044-25306930
E-mail: investorservices@parry.murugappa.com
Website: <https://www.eidparry.com/>

Place: Chennai
Date: May 30, 2023

NOTES

1. The Ministry of Corporate Affairs ("MCA") vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022 and December 28, 2022 (collectively referred to as "MCA Circulars" and Securities and Exchange Board of India (SEBI) vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (collectively referred to as "SEBI Circulars") has permitted for the 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 (Listing Regulations), MCA circulars and SEBI circulars, AGM of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depository Participant(s) unless any member has requested for a physical copy of the same. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website at <https://www.eidparry.com> website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Company's Registrar and Transfer Agent (RTA), KFin Technologies Limited (Kfintech) at <https://evoting.kfintech.com/>.
3. Company has appointed Kfintech, Registrars and Transfer Agent, to provide Video Conferencing facility for the AGM and the attendant enablers for conducting the AGM.
4. Generally, 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 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 AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. As per the provisions under the MCA Circular, 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 / 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 with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "EID Parry-48th AGM". They can also upload their board resolution / authorisation etc., by clicking on "Upload Board Resolution / Authority letter" displayed under e-voting tab in their login. Corporate Members are encouraged to attend the meeting through VC.
7. Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Item No. 5 to be transacted at the AGM 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 Thursday, August 3, 2023 to Wednesday, August 9, 2023 (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 by 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 including details of user id and password relating to e-voting are provided in the Notice.
10. 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.
11. Members may please note that SEBI vide its Circular No.SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal / exchange of securities certificate; endorsement; sub-division / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4 / ISR - 5, the format of which is available on the Company's website at <https://www.eidparry.com> and Kfintech's website https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd. It may be noted that any service request can be processed only after the folio is KYC Compliant.
12. The Company has transferred the unpaid or unclaimed dividends upto the financial year 2014-15 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. The members whose

unclaimed dividends / shares have been transferred to IEPF, may claim the same by making an online application to the IEPF authority in web Form No. IEPF-5 available on www.iepf.gov.in.

13. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on March 31, 2023 on the website of the Company (www.eidparry.com).
14. Information as required under the Listing Regulations and the Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, in respect of reappointment of director is furnished and forms part of the notice.
15. As per the provisions of Section 72 of the Companies Act, 2013 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 Kfintech. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website <https://www.eidparry.com/shareholder-assistance/> and Kfintech's website https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd. In respect of shares held in demat form, the nomination form may be filed with the concerned Depository Participant(s).
16. Dispute Resolution Mechanism at Stock Exchanges SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/76 dated May 30, 2022, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Transfer Agent on delay or default in processing any investor services related request. In compliance with SEBI guidelines, the Company had sent communication intimating the said Dispute Resolution Mechanism to all the Members holding shares in physical form.
17. 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 Kfintech.
18. In case a holder of physical securities fails to furnish PAN, nomination, contact details, bank account details and specimen signature by October 1, 2023, Kfintech will be obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the Registrar/the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/or the Prevention of Money Laundering Act, 2002. In compliance with SEBI guidelines, the Company had sent communication intimating submission of above details to all the Members holding shares in physical form.
19. 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 and Sweat Equity) Regulations, 2021 relating to Company's 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.
20. The details of unclaimed fractional share 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.
21. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
22. Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For details regarding prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their valid PAN with the DPs (if shares held in dematerialised form) and the Company / Kfintech (if shares are held in physical form).
23. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by submitting the documents in accordance with the provisions of the Income Tax Act, 1961 at <https://ris.kfintech.com/form15>. Shareholders are requested to note that in case their PAN is not registered or having invalid PAN or a Specified Person as defined under section 206AB of the Income-tax Act, 1961 the tax will be deducted at a higher rate prescribed under section 206AA or 206AB of the Income-tax Act, 1961, as applicable.

24. Procedure for registering the email addresses and obtaining the Annual Report, 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 update by sending from their e-mail ID to be registered, Form ISR-1 duly filled (Form for registering PAN, KYC details, Mobile Number or changes / updation thereof) to the Company's RTA, KFin Technologies Limited at Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500 032. or by e-mail to - einward.ris@kfintech.com or investorservices@parry.murugappa.com for receiving the AGM documents electronically.
- c) In case of any queries, shareholder may write to einward.ris@kfintech.com.
- d) 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 Limited, (Kfintech), Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500 032. quoting their folio number(s).

25. Instructions to the Members for attending the AGM through Video Conference:

- a) Attending the AGM: Member will be provided with a facility to attend the AGM through video conferencing platform provided by Kfintech. Members may access the same at <https://emeetings.kfintech.com>. The link for 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) Members will be permitted to participate in the AGM on first come first serve basis (FCFS), as the participation through video conferencing is limited to 1,000 members only. The members can login and join 15 minutes prior to the scheduled time of the AGM on FCFS basis and the window for joining will be kept open till expiry of 15 minutes after the scheduled time of AGM.
- c) Members who have forgotten the Password are advised to use "Forgot Password" options available on the website..
- d) Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.
- e) Further Members 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 Friday, August 4, 2023 at 9.00 a.m. and shall close on Sunday, August 6, 2023 at 5.00 p.m.
- h) **Speaker Registration before 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 Friday, August 4, 2023 at 9.00 a.m. and shall close on Sunday, August 6, 2023 at 5.00 p.m. Shareholders shall be provided with a 'queue number' before the 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 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.
- i) Members who need technical assistance before or during the AGM can contact Kfintech at emeetings@kfintech.com or Helpline : 1800 309 4001

26. 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 Listing 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 Kfintech, on all the resolutions set forth in this Notice.

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.nsd.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 Kfintech and you will be re-directed to the e-Voting page of Kfintech 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.nsd.com>
 - ii. Select option "Register Online for IDeAS" Portal or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
 - 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. After successful registration, type in the browser / Click on the following link: <https://www.evoting.nsd.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 "Kfintech" and you will be re-directed to the e-Voting page of Kfintech 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/myeasinew/home/login/> or 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 "Kfintech" and you will be re-directed to the e-Voting page of Kfintech 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/myeasinew/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 / <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 Kfintec hand you will be re-directed to the e-Voting page of Kfintech.
- 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 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 Technologies Limited" and you will be redirected to the e-Voting page of KFin Technologies Limited to cast your vote during the remote e-voting period 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 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 or contact at 022- 2305 8763/ 8738/ 8542/ 8543 or Toll free no. - 1800 22 55 33 or Toll free no.- 1800 22 55 33

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 / Kfintech [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](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 Kfintech 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):
7396 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 with a copy marked to evoting@kfintech.com and may also upload the same in the e-voting module in their login. The scanned image of the above-mentioned documents should be in the naming format "EID Parry- 48th AGM".
- B. In case whose email address is not registered with the Company / Depository Participants, kindly follow the instruction in Serial No. 25.
- 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 Kfintech's website for e-voting: <https://evoting.kfintech.com> or contact Kfintech 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 Limited,
Selenium Building, Tower-B, Plot No 31 & 32,
Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500 032.
Toll-free No.: 1800 3094 001
Email: einward.ris@kfintech.com

27. OTP BASED LOGIN

Along with the User ID and Password option, shareholders can also use the "Registered Mobile with Folio" to login on the eMeeting webpage. If mobile number is not registered with folio, you are requested to follow the instructions below.

1. For shareholders in demat mode, please reach out to your respective DP.
2. For Physical shareholders, kindly submit the ISR 1 form with the required documents to Kfintech.

28. Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

KFIN Technologies Limited

Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500 032.

- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx>.

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the Demat account is being held.

Other Instructions:

- I. The e-Voting period commences on Saturday, August 5, 2023 (9.00 a.m. IST) and ends on Tuesday, August 8, 2023 (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 Wednesday, August 2, 2023, 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.
- 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 Kfintech at evoting@kfintech.com or to the Company at 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 Note 27 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 AGM 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, within 2 working days of conclusion of the meeting, shall make a consolidated scrutinizer's report and submit the same to the Chairman / Director / Company Secretary / or to any person authorised by the Chairman.. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the company <https://www.eidparry.com> and on the website of KFin Technologies 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., August 09, 2023.

29. Instructions for members for Voting during the AGM session:

- a) The e-voting window shall be activated upon instructions of the Chairman during the AGM.
- b) E-voting during the 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 AGM.

- c) 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 AGM.
- d) A video guide assisting the members attending AGM either as a speaker or participant is available for quick reference at <https://emeetings.kfintech.com/>, under the "How It Works" tab placed on top of the page.
- e) Members who need technical assistance before or during the AGM can contact Kfintech at emeetings@kfintech.com or Helpline: 1800 309 4001.

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

Item No. 5

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 audit of the cost records of the Company for the financial year ending March 31, 2024. 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.5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

The Board recommends the Ordinary Resolution at Item No.5 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. 5 of the Notice.

By Order of the Board
For **E.I.D.- PARRY (INDIA) LIMITED**

Biswa Mohan Rath
Company Secretary

Place : Chennai
Date : May 30, 2023

Registered Office:
'Dare House', 234, N.S.C Bose Road, Parrys Corner, Chennai - 600 001.
CIN: L24211TN1975PLC006989
Tel. : +91-044-25306789
Fax: +91-044-25306930
E-mail: investorservices@parry.murugappa.com
Website: <https://www.eidparry.com/>

ANNEXURE TO THE NOTICE DATED MAY 30, 2023

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

Name of the Director	Mr. M.M. Venkatachalam
DIN	00152619
Age	64 Years
Date of first appointment on the Board :	07/02/2018
Qualifications	Graduate from The University of Agricultural Sciences, Bangalore, MBA from the George Washington University, USA
Brief Resume / Experience	Mr. MM Venkatachalam serves on the Board of several Companies including the Board of E.I.D. – Parry (India) Ltd., Parry Agro Industries Limited, Coromandel International Limited, Ramco Cements Limited, Ramco Systems Limited and USV Private Limited. He has a keen interest in conservation and volunteers time to The Nature Conservation Foundation and to the Madras Crocodile Bank Trust.
Expertise (Including expert in specific functional area)	<p>He has expertise in the following areas:</p> <ol style="list-style-type: none"> 1. Corporate Strategy, Business Strategy 2. Marketing, Sales, Supply Chain Management, Product Development and Branding 3. Operations 4. Leadership experience and understanding of significant organisations, their process, strategies, planning etc. 5. Governance Practices & Compliance 6. Agriculture <p>He also serves on the Board of M/s Parry Agro Industries Ltd., Coromandel International Ltd., Ramco Cements Ltd., Ramco Systems Ltd., and USV Ltd.</p>
Terms and conditions of the appointment / reappointment	As per the resolution at Item No. 4 of the Notice convening Annual General Meeting on August 9, 2023 read with explanatory statement thereto, Mr. M M Venkatachalam is proposed to be appointed as Non-Executive Director and Non – Independent Director liable to retire by rotation.
Remuneration last drawn (including sitting fee, if any)	₹19,50,000/-*
Remuneration proposed to be paid (except sitting fees and commission)	Nil
Shareholding in the Company as on May 30, 2023	Nil
No of Meetings of the Board attended during the year	8
Directorship in other companies as on May 30, 2023	<ol style="list-style-type: none"> 1. Ramco Systems Limited (Listed Entity) 2. The Ramco Cements Limited (Listed Entity) 3. Coromandel International Limited (Listed Entity) 4. Coromandel Engineering Company Limited (Listed Entity) 5. Parry Sugars Refinery India Private Limited 6. Parry Agro Industries Limited 7. Ootacamund Club – Sec 8 Company 8. M M Muthiah Research Foundation – Sec 8 Company 9. Ambadi Investments Limited 10. M M Muthiah Sons Private Limited 11. New Ambadi Estates Private Limited 12. Alampara Hotels And Resorts Private Limited 13. USV Private Limited

Chairman / Member of the Committees of the Boards of which he is a Director	<p>The Ramco Cements Limited</p> <ol style="list-style-type: none"> 1. Member – Audit Committee 2. Member – Nomination & Remuneration Committee 3. Member - Risk Management Committee 4. Chairman - Stakeholders Relationship Committee 5. Chairman – Corporate Social Responsibility Committee <p>Ramco Systems Limited</p> <ol style="list-style-type: none"> 1. Member – Audit Committee 2. Chairman – Nomination & Remuneration Committee 3. Member – Corporate Social Responsibility Committee 4. Member - Risk Management Committee 5. Chairman – Allotment Committee 6. Member – Fund Raising Committee <p>Coromandel Engineering Company Limited</p> <ol style="list-style-type: none"> 1. Member – Nomination & Remuneration Committee 2. Member - Risk Management Committee <p>Parry Agro Industries Limited</p> <ol style="list-style-type: none"> 1. Chairman - Stakeholders Relationship Committee 2. Member – Nomination & Remuneration Committee 3. Chairman – Corporate Social Responsibility Committee <p>USV Private Limited</p> <ol style="list-style-type: none"> 1. Member – Audit Committee 2. Member – Corporate Social Responsibility Committee <p>Parry Sugars Refinery India Private Limited</p> <ol style="list-style-type: none"> 1. Member – Loans & Investments Committee
Listed Company from which he resigned the directorship during the past three years	Nil
Inter-se relationship with any Director / Key Managerial personnel	He is not related to any Director or KMP of the Company within the meaning of Companies Act, 2013. He is the Uncle (Father's brother) of the Whole-time Director & Chief Executive Officer Mr. Muthiah Murugappan

*includes commission to be payable after approval of the financial statements at the ensuing AGM.