

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time]

Dear Member(s),

NOTICE is hereby given to the Shareholders of Perfectpac Limited ("**Company**"), pursuant to the provisions of section 108, 110 and all the other applicable provisions of the Companies Act, 2013, (the '**Act**') read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (the '**Rules**'), Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 issued by the Institute of Company Secretaries of India, as amended from time to time, General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December 2022 and 09/2023 dated 25 September 2023 issued by the Ministry of Corporate Affairs (including any statutory modifications, amendments or re-enactments thereto) (the '**MCA Circulars**') read with SEBI Circular Nos. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, (hereinafter collectively referred to as '**SEBI Circulars**') including any statutory modifications and re-enactment thereof and other applicable laws and regulations for the time being in force and as amended from time to time, that the Resolution as set out in this Notice is proposed for consideration by the Shareholders of the Company for passing by means of Postal Ballot by way of voting through electronic means ("**remote e-voting**").

The remote e-voting period commences from **09:00 A.M. (IST) on Thursday, April 25, 2024**, and ends at **05:00 P.M. (IST) on Friday, May 24, 2024**.

In compliance with the aforesaid MCA Circulars and SEBI Circulars, this Notice of Postal Ballot (the '**Notice**') is being sent only through electronic mode to those Shareholders whose e-mail addresses are registered with the Company/ Depositories/Registrar and Share Transfer Agent ("**RTA**") as on the cut-off date, i.e., **Friday, April 19, 2024**. If e-mail address of any Equity Shareholder is not registered with the Company/Depositories/RTA, they should follow the process provided in the Notes to receive this Postal Ballot Notice, login ID and password for remote e-voting. The communication of the assent or dissent by the shareholders would take place through remote e-voting only.

The explanatory statement pertaining to the Resolution setting out the material facts and the reasons thereof is appended to this Notice.

The Board of Directors of the Company at its meeting held on Thursday, March 28, 2024, has appointed Mr. Ravi Sharma (FCS No.: 4468, C.P. No.: 3666), Partner of M/s RSM & Co., Practicing Company Secretaries, as Scrutinizer for conducting this Postal Ballot process through remote e-voting, in a fair and transparent manner and he has also communicated his willingness to be appointed as such. Further, the Company has engaged the services of National Securities Depository Limited ("**NSDL**") as an agency to provide remote e-voting facility to the Shareholders of the Company to enable them to cast their votes electronically.

In accordance with the provisions of the MCA Circulars and SEBI Circulars, manner of voting on the proposed resolution is restricted only to remote e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Shareholders are requested to read the instructions carefully that form part of this Postal Ballot Notice to cast their votes electronically from their respective locations. Shareholders are also requested to cast their votes through the remote e-voting process not later than **Friday, May 24, 2024, 05:00 P.M. (IST)**, post which e-voting module shall be disabled by the NSDL.

Upon completion of the votes cast through remote e-voting, the Scrutinizer shall submit his report to the Chairman of the Company or person authorised by the Chairman. The results of the Postal Ballot along with the Scrutinizer's Report shall be announced by the Chairman or a person authorised by the Chairman within 2 (two) working days of the conclusion of the Postal Ballot process through remote e-voting at the Registered Office of the Company at 910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019. The results along with the Scrutinizer's Report shall also be simultaneously intimated to the BSE Limited (hereinafter referred to as '**Stock Exchange**') where the Equity Shares of the Company are listed and will also be displayed on the Company's website at www.perfectpac.com as well as on the website of NSDL at www.evoting.nsdl.com.

Item of businesses requiring approval of the Shareholders through Postal Ballot by 'remote e-voting' is mentioned below:-

SPECIAL BUSINESS

1. To Appoint Shri Ajay Rajgarhia (DIN: 01065833) as Non-Executive, Non Independent Director on the Board of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 17(1C) and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, Nomination and Remuneration Policy of the Company and on recommendation of Nomination and Remuneration Committee of the Company and approval of the Board of Directors of the Company, Shri Ajay Rajgarhia (DIN: 01065833), who was appointed pursuant to Section 161 of the Act as an Additional Director (Non-Executive Director) of the Company with effect from March 28, 2024 and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non-Executive, Non Independent Director of the Company with effect from March 28, 2024, liable to be retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the Company and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

2. To Appoint Shri Ravindra Nath Chaturvedi (DIN: 00006300) as an Independent Director on the Board of the Company.

To consider and if thought fit to pass with or without modification(s) as may deem fit, the following Resolution as a **Special Resolution**:-

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 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 16, 17, 25 and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, Nomination and Remuneration Policy of the Company and on recommendation of Nomination and Remuneration Committee of the Company and approval of the Board of Directors of the Company, Shri Ravindra Nath Chaturvedi (DIN: 00006300), who was appointed pursuant to section 161 of the Act as an Additional Director (Independent Director) of the Company with effect from March 28, 2024 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of an Independent Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to be retire by rotation, to hold office for a term of 5 (Five) consecutive years with effect from March 28, 2024 to March 27, 2029.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the Company and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

Registered Office:-

910, Chiranjiv Tower, 43,
Nehru Place, New Delhi-110019
CIN: L72100DL1972PLC005971
Tel:- 011-26441015-18
Email: complianceofficer@perfectpac.com
Website: www.perfectpac.com

By Order of the Board

Perfectpac Limited

Nidhi

Company Secretary
M. No.: 49524

Place: New Delhi

Dated: March 28, 2024

NOTES:-

1. The following is annexed with the Notice:-
 - (i) Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 read with the relevant Rules made thereunder and Secretarial Standard on General Meetings (SS – 2) issued by the Institute of Company Secretaries of India in respect of the special business.
 - (ii) Instructions for e-voting.
2. In compliance with the provisions of Section 108 and 110 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-Voting facility to its Members, holding equity shares in physical or dematerialized form, as on the cut-off date, being **Friday, April 19, 2024** to exercise their right to vote by electronic means on the businesses specified in the accompanying Notice through the electronic voting service facility arranged by NSDL.

The e-Voting period commences on **09:00 A.M. (IST)** on **Thursday, April 25, 2024** and ends at **05:00 P.M. (IST)** on **Friday, May 24, 2024**. The e-Voting module shall be disabled by NSDL after the prescribed date and time for voting. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

3. As per the applicable MCA Circulars and SEBI Circulars, physical copies of the Postal Ballot Notice, Postal Ballot form and pre-paid business reply envelope are not being sent to shareholders for this Postal Ballot. The Company is sending this Notice to the Shareholders in electronic form only. Kindly note that the Communication of the assent/dissent to the Resolution proposed in the Notice of Postal Ballot would take place only through Remote E-voting only.
4. Relevant documents referred to in this Notice and the Explanatory Statement pursuant to Section 102 of the Act are available for inspection through electronic mode. Members are requested to write to the Company at complianceofficer@perfectpac.com for inspection of the said documents.
5. Notice is being sent to all Shareholders/ beneficiaries, whose names appear on the Register of Members/ Record of Depositories as on Cut-off Date i.e. **Friday, April 19, 2024**, and a person whose name is not appearing on the Register of Members / Record of Depositories as on Cut-off Date should treat this Notice for information purposes only. Voting rights shall be reckoned on the shares registered in the name of members as on that date. The Postal Ballot Notice is being sent only by an e-mail to the shareholders who have registered their email addresses for receipt of documents in electronic form with their Depository Participants (in case of electronic shareholding)/ the Company's RTA (in case of physical shareholding).
6. Those shareholders who have not yet registered their email addresses and consequently, have not received the Notice, are requested to get their email addresses and mobile numbers registered by following the guidelines mentioned below:-
 - Members holding shares in physical mode are hereby notified that pursuant to SEBI's general circular no. SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2023/37 dated March 16, 2023, all holders of physical shares can update/ register their contact details including the details of e-mail address by submitting the requisite Form ISR-1 along with the supporting documents with RTA of the Company. Form ISR-1 can be downloaded <https://perfectpac.com/updationofkyc.aspx>.
 - Members holding shares in dematerialized form are requested to register/ update their e-mail addresses with their respective DPs.
 - In order to participate in the Corporate Governance green initiative, members are requested to register their email addresses in respect of shares held in electronic form with their DPs permanently for sending the Annual Reports, Notice of General Meetings and other shareholders' communications. In case of queries with respect to the above, members are requested to write to parveen@skylinerta.com or call at 011-40450193-96.
7. Based on the consent received from Mr. Ravi Sharma (FCS No.: 4468, C.P. No.: 3666), Partner of M/s RSM & Co., Practicing Company Secretaries, the Board has appointed him as the Scrutinizer to scrutinize the e-voting/postal ballot process in a fair and transparent manner.
8. A copy of this Notice is also available on the Company's website at www.perfectpac.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.
9. The voting rights of members for remote e-voting shall be in proportion to the paid-up value of their shares in the equity share capital of the Company as at close of business hours on the Cut-off date.
10. The Scrutinizer shall, after the conclusion of the remote e-voting on **Friday, May 24, 2024 at 05:00 p.m. (IST)**, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make Scrutinizer's report within the prescribed time. Such report shall contain details of the total votes cast in favour of or against, if any, and submit the report to the Chairman or any person authorised by Chairman, who shall countersign the same and declare the result of the e-voting of the Postal Ballot forthwith.

11. Results of voting shall be declared within 2 working days from the time of conclusion of the remote e-voting and will be displayed at the Registered Office of the Company. The result of the Postal Ballot shall also be communicated to Stock Exchange and the same along with Scrutinizer's Report will be displayed on the website of the Company www.perfectpac.com as well as on the website of NSDL <https://www.evoting.nsdl.com>. The Scrutinizer's decision on the validity of the E-Voting will be final and binding.
12. In case of any queries or grievances relating to e-Voting, you may contact Ms. Sarita Motte, Authorised Person, NSDL, Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, India through e-mail at SaritaM@nsdl.com / evoting@nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000 OR Mr. Sarbesh Singh, Skyline Financial Services Private Limited, D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020, India through email at admin@skylinerta.com or on Telephone No.: 011-40450193-96.
13. The Resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date specified for e-voting i.e. **Friday, May 24, 2024**. Also, the resolution passed by Shareholders with requisite majority shall be deemed to have been passed at a general meeting of shareholders convened on that behalf.

INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING:-

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

- **Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**
- **Step 2: Cast your vote electronically on NSDL e-Voting system.**

Step 1:- Access to NSDL e-Voting system

(A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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 to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs 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	<p>1. NSDL IDEAS facility</p> <p>If you are already registered, follow the below steps:-</p> <p>(a) Visit the e-Services website of NSDL. Open web browser and type the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile.</p> <p>(b) Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section.</p> <p>(c) A new screen will open. You will need to enter your User ID and Password. After successful authentication, you will be able to see e-voting services.</p> <p>(d) Click on "Access to e-Voting" appearing on the left-hand side</p>

under e-voting services and you will be able to see e-voting page.

(e) Click on options available against Company name or e-voting service provider-NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period.

If you are not registered, follow the below steps:-

(a) Option to register is available at <https://eservices.nsdl.com>.

(b) Select “Register Online for IDeAS” Portal or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

(c) Please follow steps given above in points (a) to (e).

2. E-voting website of NSDL

(a) Open web browser and type the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile phone.

(b) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

(c) 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.

(d) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against Company name or e-voting service provider-NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

3. Shareholders/Members can also download NSDL Mobile app “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. CDSL Easi/Easiest facility

If you are already registered, follow the below steps:-

(a) Users can login through their existing User ID and Password. An option will be made available to reach the e-voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use the existing Easi username & password.

(b) After successful login of Easi/Easiest the user will be also able to see the e-Voting option for eligible companies where the e-voting is in

	<p>progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the ESP for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all ESP's, so that the user can visit the ESP's website directly.</p> <p>If you are not registered, follow the below steps:-</p> <p>(a) If the user is not registered for Easi/Easiest, option to register is available at CDSL at website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>(b) Alternatively, the user can directly access e-voting page by providing demat account number and PAN from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and e-mail as recorded in the demat Account.</p> <p>2. E-voting website of CDSL</p> <p>After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-voting is in progress and also will be able to directly access the system of all ESP's.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their DPs</p>	<p>1. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility.</p> <p>2. Once logged-in, you will be able to see e-voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>3. Click on options available against Company name or ESP-NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.</p>

Important Note:- Members who are unable to retrieve User ID/ Password are advised to use Forget User details/Password option available at above mentioned websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33

(B) Login Method for e-Voting 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 clicking the URL:-

<https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile phone.

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, Password/OTP and a Verification Code as shown on the screen.

4. 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.

5. Your User ID details are given below:-

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:-
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 EVEN is 123456 and folio number is 001*** then User ID is 123456001***

6. Password details for shareholders other than Individual shareholders are given below:-

(a) If you are already registered for e-Voting, then you can use 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 by NSDL. 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 from evoting@nsdl.com. 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) In case you have not registered your e-mail address with the Company/ Depository, please follow instructions mentioned in this Notice.

7. 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.

(b) “[Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on 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.com mentioning your demat account number/folio number, PAN, name and registered address.

(d) Members can also use the OTP based login for casting the votes on the e-Voting system of NSDL.

8. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

9. Now, you will have to click on “Login” button.

10. After you click on the “Login” button, Home page of e-Voting will open.

Step 2:- Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically 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 is in active status.

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.

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 and you will receive a confirmation by way of a SMS on your registered mobile number.

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.

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:-

1. Shareholders whose shares are held in physical mode, are requested to 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 admin@skylinerta.com.

2. Members whose shares are held in demat mode, are requested to 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) to complianceofficer@perfectpac.com or admin@skylinerta.com. If you are an Individual shareholders holding securities in dematerialized mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in dematerialised mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring User ID and password for e-voting by providing above mentioned documents.

General Guidelines for Shareholders

1. Institutional Shareholders/Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.)

are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter, etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail at contact@csrrsm.com or complianceofficer@perfectpac.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolutions / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolutions / Authority Letter" displayed under "e-Voting" tab in their login.

2. 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 to reset the password.

3. 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 or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.com.

ANNEXURE TO THE NOTICE
DETAILS OF DIRECTORS SEEKING APPOINTMENT

[In pursuance of Secretarial Standard on General Meetings (SS-2) & Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Particulars	Item No. 1	Item No. 2
Name of the Director	Shri Ajay Rajgarhia	Shri Ravindra Nath Chaturvedi
Director Identification Number (DIN)	01065833	00006300
Date of Birth	August 20, 1967	December 02, 1969
Age	56 Years	54 Years
Nationality	Indian	Indian
Date of first Appointment on Board	March 28, 2024	March 28, 2024
Qualifications	M.B.A	B.Com, LLB and Practicing Chartered Accountant
Brief resume including experience, expertise in specific functional areas/ Nature of expertise in specific functional areas	He has done his M.B.A. from William E Simon Graduate School of Business Management, University of Rochester, USA. He is having specialization in the field of finance. Overall, he is having around 30 years of work experience in the field of finance and textile industry.	He is a qualified Information System Auditor (DISA), Forensic Auditor (FAFD) and Anti Money Laundering (AML) Expert from the Institute of Chartered Accountants of India (ICAI). He is specialized in Audit and Assurance, Internal Control over Financial Reporting, Financial Reporting and Implementation of SOPs in respect of IFC and Financial Reporting and Accounting Process. He has professional experience of over 25 Years in successfully managing the Professional Firm with over 100 clients including over 10 listed entities, 60 professional staff and trainees.

		Developed the profile and strength of the Firm, Staff and their skills. Organized and encouraged the teams and individuals to achieve the professional goals.
Terms & Conditions for appointment	He is appointed as Non-Executive, Non Independent Director on the Board of the Company with effect from March 28, 2024 subject to the approval of members and shall be liable to retire by rotation.	He is appointed as Independent Director on the Board of the Company for a period of 5 consecutive years from March 28, 2024 to March 27, 2029 subject to the approval of members and shall not be liable to retire by rotation.
Last drawn remuneration (F.Y. 2022-23)	Not Applicable as the proposed appointment will be first time in the Company.	Not Applicable as the proposed appointment will be first time in the Company.
Remuneration Proposed to be Paid	He is eligible to receive sitting fee for attending the Board and Committee Meetings.	He is eligible to receive sitting fee for attending the Board and Committee Meetings.
Shareholding in Perfectpac Limited (No. & %)	Nil	Nil
List of Directorships held in other Companies	- Shivian Tech Private Limited - Rajgarhia Leasing and Financial Services Private Limited - Hsquare Sports Private Limited - Akar Properties LLP	Nil
Members / Chairman of Committees in Perfectpac Limited	- Member of Nomination and Remuneration Committee	- Member of Audit Committee - Chairman of Nomination and Remuneration Committee - Chairman of Stakeholders Relationship Committee
Members / Chairman of Committees in other Public Companies	Nil	Nil
Listed Companies from which Director has resigned in the past three years	Mufin Green Finance Limited (Formerly known as APM Finvest Limited) [Resigned on March 09, 2022]	Nil
Relationship with other Directors and KMP	Shri Ajay Rajgarhia being brother of Shri Sanjay Rajgarhia, is related to him. He is not related to any other Director and KMP of the Company	No inter-se relationship with other Directors or KMPs.
Board Meetings attended/ held from the date of appointment until date of postal ballot	Nil	Nil

Skills and capabilities required for the role and the manner in which the director meets the requirements	N.A.	Nomination and Remuneration Committee and Board of Directors considering his qualification, vast & rich experience noted that his appointment will enhance the skills matrix of the Board and will be in the best interest of the Company. He inter alia brings in skills and experience of governance, legal, regulatory, leadership and strategy.
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EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 1

Shri Ajay Rajgarhia (DIN: 01065833) was appointed by the Board of Directors, on recommendation of the Nomination and Remuneration Committee ("NRC"), as an Additional Director (Non-Executive Director) effective from March 28, 2024.

As per the provisions contained under section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office up to the date of next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. However, pursuant to the provisions of the Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, the approval of the shareholder is sought for the appointment Shri Ajay Rajgarhia, as a Non-Executive Director of the Company w.e.f. March 28, 2024, liable to retire by rotation.

The Company has received a Notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director.

The Company has also received all statutory disclosures / declarations from him, including:-

- (i) Consent in writing to act as Director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act;
- (iii) Notice of Interest in Form MBP-1, under sub-section (1) of Section 184 of the Act;
- (iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/ 24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

Copy of Appointment Letter setting out terms and conditions of his appointment is available for inspection by Members as per details mentioned in the Notes.

The Company follows a robust process for Director appointment, the Board deliberates on various factors including the present composition of the Board to ensure optimum combination of executive and Non-Executive directors including Independent Directors, tenure of the Board Member, skill matrix including skill gaps, diversity, time-commitment and statutory requirement etc. Pursuant to Regulation 36(3) of the Listing Regulations, as amended read with the provisions of

the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, brief profile and other details of Shri Ajay Rajgarhia are provided in Annexure to this Notice.

Except Shri Ajay Rajgarhia and Shri Sanjay Rajgarhia and their relatives, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested (financially or otherwise) in the proposed resolution mentioned at Item No. 1.

The Board of Directors recommends the Ordinary Resolution as set out at Item No. 1 of the Notice of the Postal Ballot for approval of the members. Further, the proposed resolution should be treated as recommendation for appointment of Shri Ajay Rajgarhia as a Director in the category of Non-Executive Director of the Company.

Item No. 2

Shri Ravindra Nath Chaturvedi (DIN: 00006300) was appointed by the Board of Directors, on recommendation of the Nomination and Remuneration Committee ("NRC"), as an Additional Director (Non-Executive Independent Director) effective from March 28, 2024.

As per the provisions contained under section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office up to the date of next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. However, pursuant to the provisions of the Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, the approval of the shareholder is sought for the appointment of Shri Ravindra Nath Chaturvedi, as a Non-Executive Independent Director of the Company w.e.f. March 28, 2024 to March 27, 2029, not liable to retire by rotation.

The Company has received a Notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director.

The Company has also received all statutory disclosures / declarations from him, including:-

- (i) Consent in writing to act as Director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act;
- (iii) Notice of Interest in Form MBP-1, under sub-section (1) of Section 184 of the Act.;
- (iv) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (v) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/ 24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

He has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. Shri Ravindra Nath Chaturvedi, has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Nomination and Remuneration Committee and the Board is of the opinion that Shri Ravindra Nath Chaturvedi possess appropriate skills, acumen, integrity, experience, expertise & knowledge and fulfils the conditions for appointment as an Independent Director as specified in the Act read with Rules made thereunder and the Listing Regulations and that he is independent of the management and his association as an Independent Director will immensely benefit the Company.

Copy of Appointment Letter setting out terms and conditions of his appointment is available for inspection by Members as per details mentioned in the Notes.

The Company follows a robust process for Director appointment, the Board deliberates on various factors including the present composition of the Board to ensure optimum combination of executive and Non-Executive directors including Independent Directors, tenure of the Board Member, skill matrix including skill gaps, diversity, time-commitment and statutory requirement etc. Pursuant to Regulation 36(3) of the Listing Regulations, as amended read with the provisions of the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, brief profile and other details of Shri Ravindra Nath Chaturvedi are provided in Annexure to this Notice.

Shri Ravindra Nath Chaturvedi, being appointee, may be deemed to be concerned or interested in the resolution for his appointment. None of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested (financially or otherwise) in the proposed resolution mentioned at Item No. 2.

The Board of Directors recommends the Special Resolution as set out at Item No. 2 of the Notice of the Postal Ballot for approval of the members. Further, the proposed resolution should be treated as recommendation for appointment of Shri Ravindra Nath Chaturvedi as a Director as well as Independent Director of the Company.

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Website: www.perfectpac.com

By Order of the Board

Perfectpac Limited

Nidhi

Company Secretary
M. No.: 49524

Place: New Delhi

Dated: March 28, 2024