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## NOTICE

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**NOTICE** is hereby given that the 22<sup>nd</sup> (Twenty Second) Annual General Meeting of the Company O. P. Chains Limited will be held on Tuesday, 8<sup>th</sup> day of August, 2023 at 11:00 A.M. at 8/16 A, Seth Gali Agra Uttar Pradesh-282003 to transact the following business:

### **ORDINARY BUSINESS:**

#### **1. ADOPTION OF ANNUAL FINANCIAL STATEMENTS:**

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors ('the Board') and auditors thereon.

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

**"RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended as on March 31, 2023 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered, approved and adopted."

#### **2. RE-APPOINTMENT OF MR. ASHOK KUMAR GOYAL, LIABLE TO RETIRE BY ROTATION:**

To appoint a Director in place of Mr. Ashok Kumar Goyal (DIN: 00095313), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, of the Companies Act, 2013 (the "Act") read with provisions of Schedule V of the Act and the rules made there under (including any statutory modification(s) or reenactment thereof or any of the provisions of the Companies Act, 2013, for the time being in force), and applicable clauses of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of shareholders be and is hereby accorded for re-appointment of Mr. Ashok Kumar Goyal (DIN: 00095313) as Whole-Time Director of the Company being liable to retire by rotation, upon the terms and conditions as recommended by the Board of Directors in its meeting.

**RESOLVED FURTHER THAT** the shareholders have approved the terms and conditions as recommended by Board of Directors."

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Mr. Satish Kumar Goyal (DIN: 00095295), Managing Director of the Company be and is hereby authorized, to do all the acts, deeds, matters and things as he may in his absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute and file all necessary documents, applications, returns, forms and writings as may be necessary, proper, desirable or expedient to give effect of this resolution."

**SPECIAL BUSINESS:****3. DISCONTINUATION OF PARTNERSHIP FROM PARTNERSHIP FIRM WHERE THE COMPANY HAS INVESTED MORE THAN 20% OF ITS NETWORTH:**

To seek approval under Section 180(1) (a) (i) of the Companies Act, 2013 inter alia for sale, lease or otherwise dispose of the whole or substantially the whole of undertaking of the Company:

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

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a)(i) of the Companies Act, 2013 (the “Act”) and any other applicable provisions, if any of the Act, or any amendment or statutory modifications thereof for the time being in force and pursuant to the provisions of the Memorandum of Association and Articles of Association of the Company and subject to the consents, permissions, sanctions, approvals as and where required, consent of the members of the Company be and is hereby accorded to the Board of Directors to discontinue partnership as a partner from the firm Ashok Housing (Partnership Firm) in which the total investment of the Company exceeds twenty percent of the Net Worth of the Company as per Audited Balance Sheet as on 31<sup>st</sup> of March 2023 being considered as sale or disposal of undertaking under section 180(1)(a)(i) of the Companies Act, 2013.

**RESOLVED FURTHER THAT** Mr. Satish Kumar Goyal (**DIN: 00095295**), Managing Director and Mr. Ashok Kumar Goyal (**DIN: 00095313**), Whole Time Director of the company be and are hereby jointly and severally authorized to execute agreement(s), document(s), deed(s) and/or any other document(s)/writing(s) that may be required, on behalf of the Company in relation to discontinuation of partnership as a partner from the firm Ashok Housing in which the total investment of the Company exceeds twenty percent of the Net Worth of the Company as per Audited Balance Sheet as on 31<sup>st</sup> of March 2023 and to do all other acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**RESOLVED FURTHER THAT** Mr. R. C. SHARMA, Practicing Company Secretary be and is hereby authorized to verify, certify and submit e-form MGT-14 or such other forms as may be required to give effect of this resolution in the process of filing with the concerned Registrar of Companies, through portal of Ministry of Corporate Affairs in electronic mode on the basis of documents submitted by the directors of the company in the ordinary course of business”

**4. DISCONTINUATION AS PARTNER FROM PARTNERSHIP FIRM:**

To seek approval for discontinue partnership as partner from the firm O.P. Chains Housing (Partnership Firm):

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

“**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 (the “Act”) and any other applicable provisions, if any of the Act, or any amendment or modifications thereof and pursuant to the provisions of the Memorandum of Association and Articles of Association of the Company and subject to the consents, permissions, sanctions, approvals as and where required, consent of



the members of the Company be and is hereby accorded to the Board of Directors to discontinue partnership as a partner from the firm O. P. Chains Housing (Partnership Firm) in which the total investment of the Company is 2.16% of the Net Worth of the Company as per Audited Balance Sheet as on 31<sup>st</sup> of March 2023.

**RESOLVED FURTHER THAT** Mr. Satish Kumar Goyal (**DIN: 00095295**), Managing Director and Mr. Ashok Kumar Goyal (**DIN: 00095313**), Whole Time Director of the company be and are hereby jointly and severally authorized to execute agreement(s), document(s), deed(s) and/or any other document(s)/writing(s) that may be required, on behalf of the Company in relation to discontinuation of partnership as a partner from the firm O. P. Chains Housing and to do all other acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**RESOLVED FURTHER THAT** Mr. R. C. SHARMA, Practicing Company Secretary be and is hereby authorized to verify, certify and submit e-form MGT-14 or such other forms as may be required to give effect of this resolution in the process of filing with the concerned Registrar of Companies, through portal of Ministry of Corporate Affairs in electronic mode on the basis of documents submitted by the directors of the company in the ordinary course of business”

#### 5. APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTIONS:

To seek approval for related party transactions in the ordinary course of business at arms' length price

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

“**RESOLVED THAT** pursuant to provisions of Section 188 of the Companies Act, 2013 (the “Act”) and any other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), consent of the members of the Company be and is hereby accorded for the related party transactions to be entered by the Company at arms length basis with the below mentioned related parties to the extent of the maximum amounts in any financial year, as provided below:

Name of the Related Party	Nature of Transactions as per Section 188 of the Companies Act, 2013	Name of the Director or Key Managerial Personnel (“KMP”) who is related, if any or their relatives	Nature of Relationship	Nature, Material terms and particulars of the Contract or arrangement	Monetary Value (in Rs.)	Any other information relevant or important for the members to take decision on the proposed resolution
Ashok Housing	Disposal of Undertaking	Mr. Satish Kumar Goyal, Mr.Shobhik	Firm in which director or his relative is	As per terms of the respective contracts or	18,07,71,241.94	None



		Goyyal, Mr. Mohit Goyal	partner	arrangements entered into or to be entered into from time to time and on arms length basis		
O. P. Chains Housing	Withdrawal as partner from partnership firm	Mr. Shobhik Goyyal, Mr. Mohit Goyal	Firm in which director or his relative is partner	As per terms of the respective contracts or arrangements entered into or to be entered into from time to time and on arms length basis	70,27,387.64	None

**RESOLVED FURTHER THAT** Mr. Satish Kumar Goyal (**DIN: 00095295**), Managing Director and Mr. Ashok Kumar Goyal (**DIN: 00095313**), Whole Time Director of the company be and are hereby jointly and severally authorized to execute agreement(s), document(s), deed(s) and/or any other document(s)/writing(s) that may be required, on behalf of the Company and to do all other acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**RESOLVED FURTHER THAT** Mr. R. C. SHARMA, Practicing Company Secretary be and is hereby authorized to verify, certify and submit e-form MGT-14 or such other forms as may be required to give effect of this resolution in the process of filing with the concerned Registrar of Companies, through portal of Ministry of Corporate Affairs in electronic mode on the basis of documents submitted by the directors of the company in the ordinary course of business”

Place: Agra  
Date: 15.07.2023

By Order of the Board  
For **O.P. Chains Limited**

Sd/-  
**ASHOK KUMAR GOYAL**  
Chairman cum Whole Time Director  
DIN: 00095313

**NOTES:**

1. The company is providing facility for voting by electronic means and the business may be transacted through such voting, however, the company has adopted physical mode for convening its 22<sup>nd</sup> Annual General Meeting. Therefore, members can also opt to physically attend the Annual General Meeting of the company.
2. A statement pursuant to the provisions of Section 102 (1) of the Act, relating to the Special Business to be transacted at the Annual General Meeting (“AGM”), is annexed hereto. Further, information as required under Listing Regulations are also annexed.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the Annual General Meeting. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting on the date of the Annual General Meeting will be provided by CDSL
4. The facility for voting either through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
5. The members who have cast their vote by remote-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
6. A member entitled to attend and vote at the meeting is entitled to appoint another person (whether a shareholder or not) as his/her proxy to attend and vote instead of himself/ herself, and the proxy need not be a member but a proxy so appointed shall not have any right to speak at the meeting and can vote only on a poll. The proxies in order to be effective must be duly signed and received at the registered office of the Company not less than 48 hours before the commencement of the meeting. Proxy form is annexed to the notice as **ANNEXURE-C**.
7. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10%) percent of the total share capital of the company carrying voting rights. A member holding more than ten (10%) percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
8. An instrument appointing proxy is valid only if it is properly stamped as per the applicable law. Blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamp not been cancelled, will be considered as invalid. If the Company receives multiple proxies for



the same holdings of a Member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such proxies shall be considered as invalid.

9. Members/ proxies should bring the attendance slip duly filled in for attending the meeting.
10. Proxies Holder shall prove his identity at the time of attending Meeting.
11. Members are requested to bring their Original photo ID (like PAN Card, Aadhar Card, Voter Identity Card, etc, having photo identity) while attending the meeting.
12. Only bona-fide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
13. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to bring your folio number/demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the meeting.
14. Members are requested to quote their DP ID / Client ID, in all correspondence with the Company / Registrar and Share Transfer Agent
15. The Body Corporates are entitled to appoint authorised representatives and required to send a scanned copy (PDF/JPG format) of their respective Board or governing body resolution/ Authorisation etc., authorising their representative for the purpose of voting through e-voting or to participate and voting in the Annual General Meeting to the company on their email ID [opchains@rediffmail.com](mailto:opchains@rediffmail.com).
16. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
17. Members of the Company holding shares either in physical form or in Dematerialized forms as on Benpos date will receive Annual Report for the financial year 2022-23 through electronic mode.
18. The details of the directors seeking appointment/ reappointment as required by Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Secretarial Standards-2 issued by the Institute of Company Secretaries of India are given in **ANNEXURE-A** to the notice. The Board of Directors recommends all the appointments / reappointments as proposed. The director have furnished consent/ declaration for their appointment/re-appointment as required under the Companies Act, 2013 and the Rules there under.





19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their respective PAN details to their respective Depository Participants with whom they have their demat account(s).
20. Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination details, bank details such as name of the bank and branch, bank account number, IFSC Code etc., as per instructions set out below:  
  
Members holding the shares in electronic form should furnish the above details to their Depository Participant ("DP") in the prescribed form provided by the DP.
21. The Company has appointed Bigshare Services Private Limited, as its Registrars and Share Transfer Agents ("RTA") for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic form should be addressed to the RTA directly quoting Folio No./Demat Account, full name and name of the Company as O.P. Chains Limited.
22. Non Resident Indian members are requested to inform the Company's RTA, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable, if such details were not furnished earlier.
23. The Company's Securities are listed on BSE Limited (SME Platform) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001.
24. The Company has set Tuesday, 1<sup>st</sup> day of August, 2023 as the "Cut-off Date" for taking record of the shareholders of the Company who will be eligible for casting their vote on the resolution to be passed in the ensuing Annual General Meeting.
25. Mr. Ramesh Chandra Sharma, Company Secretaries in practice (Mem. No.FCS5524) and proprietor of R. C. Sharma & Associates, Agra appointed as the Scrutinizer of the Company for the purpose of scrutinizing the process of voting through electronic means ("e-voting")
26. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 Hours of the conclusion of the Annual General Meeting, a Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.



27. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at <http://www.opchainsltd.com>. The results shall also be uploaded to the Stock Exchange where the shares of the company are listed within 48 hours of the conclusion of the Annual General Meeting.
28. The Registers under the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
29. The Annual Report of the Company for the year 2022-2023, circulated to the Members of the Company and is available on the Company's website viz. <http://www.opchainsltd.com>. The Annual Report is also available at the website of RTA Bigshare Services Private Limited viz. <https://www.bigshareonline.com>. The Company does not have Subsidiary Company.
30. MCA, Government of India, through its Circulars Nos. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April, 2011, respectively, has allowed companies to send documents viz. Notices of meetings, Annual Reports and other shareholder communication to their shareholders electronically as part of its Green Initiatives in corporate governance.
31. Shareholders intending to require information about accounts to be explained in the meeting are requested to inform the Company at following email id [opchains@rediffmail.com](mailto:opchains@rediffmail.com) at least seven days in advance of the Annual General Meeting. Also, Members who require e-communication and in case of any queries regarding the Annual Report, Members may write to [opchains@rediffmail.com](mailto:opchains@rediffmail.com).
32. Shareholders are requested to bring their copy of Annual Report to the Meeting as the practice of handing out copies of the Annual Report at the Annual General Meeting has been discontinued in view of the green initiative and environmental cause.
33. Members may also note that the Annual Report for the financial year 2022-23 together with the Notice of 22<sup>nd</sup> Annual General Meeting, Attendance Slip, Proxy Form, Ballot Paper and Route Map will also be available on the website of the Company viz. <http://www.opchainsltd.com> for their download.
34. Attendance Slip (Annexure-B), Proxy Form (Annexure-C), Ballot Paper (Annexure-D) have been enclosed herein. Route Map giving directions to the venue of the meeting is also annexed to the Annual Report.
35. The Annual Listing Fees for the year 2023-2024 have been paid by the Company to the BSE Limited where the shares of the Company are listed.
36. The Independent Directors of the company has furnished the requisite declaration for independence as per Section 149 of the Companies Act, 2013.





37. Electronic copy of the Annual Report for 2023 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.
38. Members may also note that the Notice of the 22<sup>nd</sup> Annual General Meeting and the Annual Report for 2023 will also be available on the Company's website [www.opchainsltd.com](http://www.opchainsltd.com), website of CDSL [www.evotingindia.com](http://www.evotingindia.com) or [www.cdslindia.com](http://www.cdslindia.com) and website of Bigshare Services Private Limited [www.bigshareonline.com](http://www.bigshareonline.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office located in Agra for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: [opchains@rediffmail.com](mailto:opchains@rediffmail.com).
39. As per the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020; SEBI Circular No. SEBI/ HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022; and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 ("SEBI Circulars"), the Annual Report will be sent through electronic mode to those Members whose email IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository participant and shareholders may submit request to send full annual report to the company on the email id [opchains@rediffmail.com](mailto:opchains@rediffmail.com)
40. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Tuesday, 8<sup>th</sup> August, 2023, the date of the Annual General Meeting of the Company.
41. Only registered members carrying the attendance slips and the holders of valid proxies registered with the Company will be permitted to attend the meeting.
42. The facility for voting through Ballot / Polling Paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
43. In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit nomination in Form no. SH-13.
44. The Company has entered into agreements with Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL") to offer depository services to the Shareholders. Shareholders can open account with any of the depository participant registered with CDSL and NSDL.
45. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to the Company Secretary of the company by 1<sup>st</sup> August, 2023.

**OTHER INFORMATION**

46. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Shares Transfer Agents, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrars and Share Transfer Agents, members are requested to quote their account/folio numbers or DP ID and Client ID for physical or electronic holdings respectively.
47. The Securities and Exchange Board of India vide its circular no. CIR/CFD/DIL/10/2010 dated 16 December 2010, amended clause 5A of the Equity Listing Agreement for dealing with unclaimed shares in physical form. In compliance with this amendment, the Company has sent all three reminders to such shareholders whose share certificates are in undelivered form and requesting them to update their correct details viz. postal addresses, PAN details etc. registered with the Company. The Company has transferred all the shares into the folio in the name of "Unclaimed Suspense Account.", if applicable.
48. As a part of "Green initiative in the Corporate Governance", The Ministry of Corporate Affairs vide its circular nos. 17/2011 and 1/2011 dated 21.04.2011 and 29.04.2011, respectively, has permitted the companies to serve the documents, namely, Notice of General Meeting, Balance Sheet, Statement of Profit & Loss, Auditor's Report, Director's Report, etc., to the members through e-mail.
49. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the Annual General Meeting has been uploaded on the website of the Company at [www.opchainsltd.com](http://www.opchainsltd.com). The Notice can also be accessed from the websites of the Stock Exchange i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com). The 22<sup>nd</sup> Annual General Meeting Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the Annual General Meeting ) i.e. [www.evotingindia.com](http://www.evotingindia.com)
50. Pursuant to Section 91 of the Companies Act, 2013, The Register of Members and Share Transfer Books of the company will remain closed **from Wednesday, 2<sup>nd</sup> of August, 2023 to Tuesday, 8<sup>th</sup> of August, 2023** (both days inclusive).

Place: Agra  
Date: 15.07.2023

By Order of the Board  
For **O.P. Chains Limited**

Sd/-  
**ASHOK KUMAR GOYAL**  
Chairman Cum Whole Time Director  
DIN: 00095313



## THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 5<sup>th</sup> August, 2023 at 09:00 a.m. and ends on 7<sup>th</sup> August, 2023 at 05:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 1<sup>st</sup> August, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:



Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and New System Myeasi tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login and New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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 ID and Forget Password option available at abovementioned website.



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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no: 1800 1020 990 and 1800 22 44 30 and 022-48867000/022-24997000

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) **The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).**
  - 2) **Click on “Shareholders” module.**
  - 3) **Now enter your User ID**
    - a. **For CDSL: 16 digits beneficiary ID,**
    - b. **For NSDL: 8 Character DP ID followed by 8 Digits Client ID,**
    - c. **Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.**
  - 4) **Next enter the Image Verification as displayed and Click on Login.**
  - 5) **If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.**
  - 6) **If you are a first-time user follow the steps given below:**

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
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PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on “**SUBMIT**” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant “O.P. CHAINS LIMITED” on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.





- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically and can be delink in case of any wrong mapping
  - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [opchains@rediffmail.com](mailto:opchains@rediffmail.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

*If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33.*



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*All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33.*

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item Nos. 3 to 5 of the accompanying Notice.

**ITEM NO. 3 and 4**

The Company had invested in the partnership firms Ashok Housing and O. P. Chains Housing. As per the provision of Section 180(1)(a)(i) of the Companies Act, 2013, which inter alia, provides that sale, lease or otherwise dispose off the whole or substantially the whole of an undertaking of a Company requires approval of the shareholders by way of Special Resolution, the Company is desirous of seeking your consent for such proposal contained in the Special Resolution appended. After obtaining the approval from shareholders, the Company will retire from these Partnership Firms and plough back its invested amount in the business of the Company and in this respect the following disclosures are being given-

- a) In the last Financial Year ending on 31<sup>st</sup> of March 2023 the following changes took place-
  - i) Reduction of total corpus from 20,21,46,752.41 to Rs. 18,07,71,241.94 in case of M/s Ashok Housing (The Partnership Firm)
  - ii) Reduction of total corpus from 7,12,42,000 to Rs. 70,27,387.64 in case of M/s O.P. Chains Housing (The Partnership Firm)
- b) There is no sale is required, the Company shall retire from both the Partnership Firms as partner ;
- c) A fresh Deed for retirement of partner shall be drafted after obtaining approval from the shareholders within a stipulated time not more that 3 months ;
- d) No consideration is involved in this retirement proposal but the amount outstanding in the partners' capital account as on date of retirement shall be given to the Company ;
- e) There is no buyers involved as no other person is being inducted in place of retiring partner so far (the Company) ;
- f) There is no transact involved as no sale or purchase will take place at the time of retirement ;
- g) No slump sale is involved only retirement from both the Partnership Firms shall take place.

The Board of Directors recommends the resolution for the approval of members of the Company as Special Resolution.

None of the directors or key Managerial Personnel of the Company or their relatives are interested in the said resolution except to the extent of their shareholding and act as partner in the partnership firm.

**ITEM NO. 5**

The company has listed its equity shares on SME exchange and is eligible for exemption mentioned in regulation 15(2) of the Securities and Exchange board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Therefore, the provisions mentioned in Regulation 23 of the



Securities and Exchange board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Related Party Transactions are not applicable on the company.

Further, in terms of the provisions of section 188 (1) of the Companies Act, 2013 read with the rules framed thereunder, for entering into related party transactions where the transaction value exceeds the thresholds prescribed, prior approval of members by way of an Ordinary Resolution is required.

The related party transactions proposed to be entered on arms' length basis and in the ordinary business of the company with related parties. Accordingly, in terms of the provisions of the Companies Act, 2013, approval of the members of the Company is being sought by way of an Ordinary Resolution set out at Item No. 5 of this Notice.

Pursuant to the requirements prescribed under the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, the details in relation to the transactions with related parties, is as under:

<b>Name of the Related Party</b>	<b>Nature of Transactions as per Section 188 of the Companies Act, 2013</b>	<b>Name of the Director or Key Managerial Personnel ("KMP") who is related, if any or their relatives</b>	<b>Nature of Relationship</b>	<b>Nature, Material terms and particulars of the Contract or arrangement</b>	<b>Monetary Value (in Rs.)</b>	<b>Any other information relevant or important for the members to take decision on the proposed resolution</b>
Ashok Housing	Disposal of Undertaking	Mr. Satish Kumar Goyal, Mr. Shobhik Goyal, Mr. Mohit Goyal	Firm in which director or his relative is partner	As per terms of the respective contracts or arrangements entered into or to be entered into from time to time and on arms length basis	18,07,71,241.94	None
O. P. Chains Housing	Withdrawal as partner from partnership firm	Mr. Shobhik Goyal, Mr. Mohit Goyal	Firm in which director or his relative is partner	As per terms of the respective contracts or arrangements entered into or to be entered into from time to time and on arms length basis	70,27,387.64	None



Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

The Board of Directors recommends the resolution for the approval of members of the Company as an Ordinary Resolution.

None of the directors or key Managerial Personnel of the Company or their relatives are interested in the said resolution except to the extent of their shareholding and act as partner in the partnership firm.

Place: Agra  
Date: 15.07.2023

By Order of the Board  
For **O.P. Chains Limited**

Sd/-  
**ASHOK KUMAR GOYAL**  
Chairman cum Whole Time Director  
DIN:00095313



### ANNEXURE-A

**Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2**

#### IN RESPECT OF ITEM NO. 2

Name of the Director	Ashok Kumar Goyal
DIN	00095313
Nationality	Indian
Date of Appointment on Board	04/12/2001
Qualification	Graduate
Date of Birth	03/04/1963
No. of Shares Held and Shareholding (%) in company	13,82,000 equity shares held and <b>20.18</b> % of the Paid-Up Share Capital of the company
List of Directorships held in other Companies	N.A.
Chairman/Member of the committee of the other Companies	N.A.
Chairman/Member of the committee of the Board of Directors of this Company	Member of Audit Committee and Stakeholder Relationship Committee of O. P. Chains Limited
Remuneration paid or sought to be paid	<b>Rs. 132000/-</b>
Relationship with other Directors/KMP/Manager	Mr. Ashok Kumar Goyal is brother of Mr. Satish Kumar Goyal and cousing brother of Mr. Moon Goyal
Nature of Expertise in specific functional areas	Having experience in Managing Business, leadership, organizational development.
Brief Resume	Mr. Ashok Kumar Goyal (DIN: 00095313) aged about 60 years is a Graduate having experience of 10 years in Managing Business. He is having in-depth knowledge and having an ability to guide in several crucial matters to the Board of the company. Mr. Ashok Kumar Goyal is well versed in management. He is keenly engaged into the business development and controls key strategic aspects of the business at Agra, India.
Skills and Capabilities of an Independent Director required for the role and the manner in which the person meets such requirements	N.A.
Companies from which the director has resigned in the past three years	N.A.
Terms and conditions for appointment/re-appointment	Executive Director liable to retire by rotation
Number of meetings of the Board attended during the year	<b>6</b>

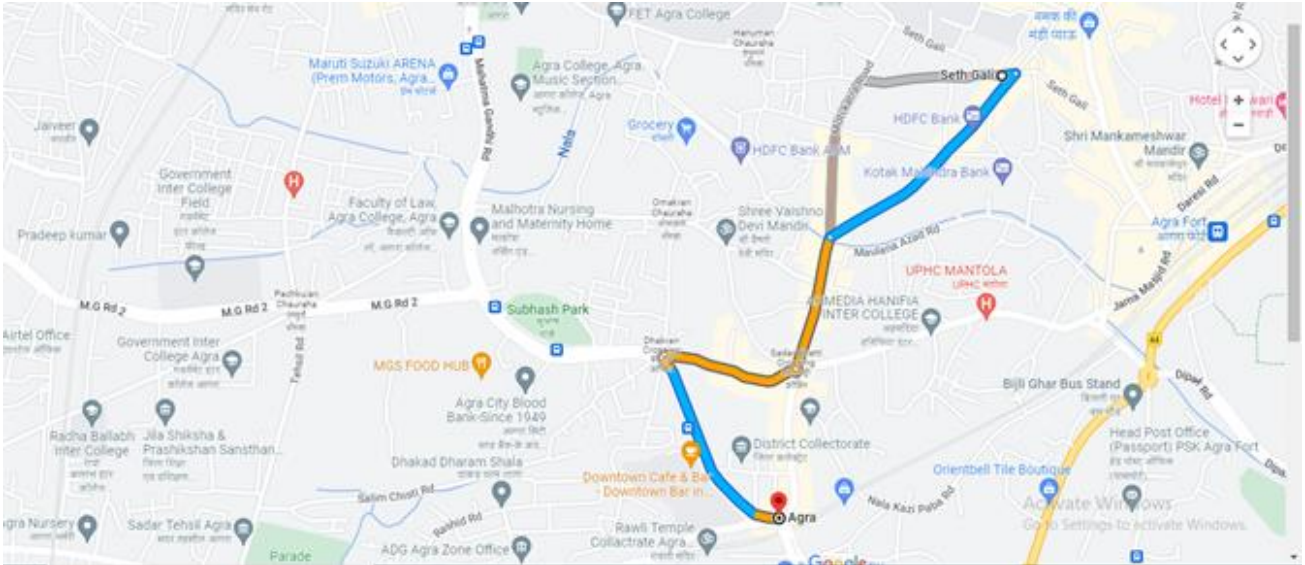




**ANNEXURES TO THE NOTICE**

**ROUTE MAP FOR VENUE OF 22<sup>ND</sup> ANNUAL GENERAL MEETING**

**AT “8/16 A, Seth Gali Agra Uttar Pradesh-282003”**





**ANNEXURE-B**

**O. P. CHAINS LIMITED**

CIN: L27205UP2001PLC026372

Regd Off: 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh

**ATTENDANCE SLIP**

(To be presented at the entrance)

**22<sup>nd</sup> Annual General Meeting on Tuesday on 8<sup>th</sup> August, 2023**

Name of the Member attending meeting	
Registered Address	
Reg. Folio/DP & Client No.	
No. of Shares Held	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 22<sup>nd</sup> Annual General Meeting of the Company at 8/16 A, Seth Gali Agra Uttar Pradesh-282003 at 11.00 AM on Tuesday, 8<sup>th</sup> August, 2023.

Members' Name \_\_\_\_\_

Proxy's Name \_\_\_\_\_

Members'/Proxy Signatures \_\_\_\_\_

Note:

- 1) Please fill this attendance slip and hand it over at the entrance of the premises.
- 2) Only Member/ Proxy holder can attend the meeting.
- 3) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the commencement of the meeting.
- 4) A Proxy need not be a member of the Company.
- 5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 6) Member/ Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.



**ANNEXURE-C**

**O. P. CHAINS LIMITED**

CIN: L27205UP2001PLC026372

Regd Off: 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh

**Form No. MGT-11**

**Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) holding \_\_\_\_\_ shares of the above named Company, hereby appoint:

1. Name :	E-mail Id:
Address:	
Signature: _____, or failing him	

2. Name :	E-mail Id:
Address:	
Signature: _____, or failing him	

3. Name :	E-mail Id:
Address:	
Signature: _____, or failing him	

as my/ our proxy to attend and vote for me/us and on my/our behalf at the 22<sup>nd</sup> Annual General Meeting of the Company to be held at 8/16 A, Seth Gali Agra Uttar Pradesh-282003 at 11.00 AM on Tuesday, the 8<sup>th</sup> August, 2023 and at any adjournment thereof in respect of such resolutions as are indicated below:



Resolution No.	Particulars	Vote	
		For	Against
Ordinary Business and Special Business			
1.	To Receive, consider and adopt the Audited Financial Statements of the company for the financial year ended 31 <sup>st</sup> March, 2023 together with the reports of the Board of Directors (“the Board”) and Auditors thereon.		
2.	To appoint a Director in place of Mr. Ashok Kumar Goyal (DIN: 00095313), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.		
3.	To seek approval under Section 180(1) (a) (i) of the Companies Act, 2013 inter alia for sale, lease or otherwise dispose of the whole or substantially the whole of undertaking of the Company:		
4.	To seek approval for discontinue partnership as partner from the firm O.P. Chains Housing (Partnership Firm)		
5.	To seek approval for related party transactions in the ordinary course of business at arms’ length price		

Signed this \_\_\_\_ day of \_\_\_\_ 2023

Signature of Shareholder \_\_\_\_\_

Affix Revenue Stamp
---------------------------

Signature of Proxy holder(s) \_\_\_\_\_ Signature of the shareholder  
across Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company.
- 3) The holder/proxy may vote either for or against each resolution.



**ANNEXURE- D**

**O. P. CHAINS LIMITED**

CIN: L27205UP2001PLC026372

Regd Off: 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh

**BALLOT FORM**

1) Name of the first named Shareholder (In block letters): \_\_\_\_\_

2) Name(s) of the Joint Holder(s),  
if any: \_\_\_\_\_

3) Postal Address: \_\_\_\_\_

4) Registered Folio No. / Client ID No.: \_\_\_\_\_

5) Class of Share: \_\_\_\_\_

6) No. of Shares: \_\_\_\_\_

I/we hereby exercise my/our vote(s) in respect of Ordinary/ Special Resolutions enumerated below to be passed through ballot form for the businesses stated in the notice of the Company dated \_\_\_\_\_ by recording, my/our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below:

Resolution No.	Resolutions	Type of Resolution	No. of Shares Held	FOR I/We assent to the resolution	AGAINST I/We dissent to the resolution
1.	To Receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with Reports of the Board of Directors ("the Board") and Auditors thereon.	Ordinary			
2.	To appoint a Director in place of Mr. Ashok Kumar Goyal (DIN: 00095313), who retires by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary			
3.	To seek approval under Section 180(1) (a) (i) of the Companies Act, 2013 inter alia for sale, lease or otherwise dispose of	Special			



	the whole or substantially the whole of undertaking of the Company				
4.	To seek approval for discontinue partnership as partner from the firm O.P. Chains Housing (Partnership Firm)	Special			
5.	To seek approval for related party transactions in the ordinary course of business at arms' length price	Ordinary			

Place:

Date:

(Signature of the Shareholder)

Note: Please read the instructions printed overleaf carefully before exercising your vote.





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## INSTRUCTIONS

1. This Ballot Form will be provided to the Members who will physically present at the 22<sup>nd</sup> Annual General Meeting for the purpose of voting and who have not cast their vote through remote e-voting process.
3. Voting rights are reckoned on the basis of the shares registered in the name of the Members as on 1<sup>st</sup> August, 2023.
4. The form should be signed by the member as per the specimen signature registered with the Company/Depository.
5. A member can request for a duplicate ballot form, if so required.
6. In case the shares are held by companies, trusts, societies, etc., the duly completed Ballot form should be accompanied by a certified true copy of the relevant Board Resolution together with their specimen signatures authorizing their representative.
7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot forms will be rejected. The form will also be rejected, if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
8. The decision of the scrutinizer on the validity of the ballot form and any other related matter shall be final.



**UPDATION OF SHAREHOLDER INFORMATION**

To,  
O. P. Chains Limited  
8/16 A, Seth Gali, Agra  
Uttar Pradesh-282003

Updation of Shareholder Information

I / We request you to record the following information against my / our Folio No.:

**General Information:**

Folio No.:	
Name of the first named Shareholder:	
PAN: *	
CIN / Registration No.: * (applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

\*Self-attested copy of the document(s) enclosed

**Bank Details:**

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank::	
Bank Branch Address:	

\* A blank cancelled cheque is enclosed to enable verification of bank details.

I / We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I / we would not hold the Company / RTA responsible. I / We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I / We understand that the above details shall be maintained till I / we hold the securities under the above mentioned Folio No. / beneficiary account.

**Place:**

**Date:**

**Signature of Sole / First holder**