

Date: 31.08.2024

Dear Member,

You are cordially invited to attend the **49th (Forty Ninth) Annual General Meeting ("AGM")** of the Members of **Auto Pins (India) Limited ("the Company")** which is scheduled to be held on **Wednesday, 25th day of September, 2024 at 12:30 p.m.**

The Notice for the AGM containing the business to be transacted is enclosed herewith. As per Section 108 of the Companies Act, 2013 read with the related Rules and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all Resolutions set forth in the Notice. The instructions for e-voting are enclosed herewith.

Very truly yours,

For and on behalf of Auto Pins (India) Limited

Somya Chaurasia
(Company Secretary & Compliance officer)

Encl.:

1. Notice to the 49th Annual General Meeting
2. Instructions for remote e-voting.

AUTO PINS (INDIA) LIMITED

**REGISTERED OFFICE: Premise No. 40, 1st Floor, India Mall, New Friends Colony,
New Delhi-110025**

Tel.: (91)- 7827937904 CIN: L34300DL1975PLC007994

Email Id: autopinsdelhi@gmail.com Website: www.autopinsindia.com

NOTICE

Notice is hereby given that the **49th (Forty Ninth)** Annual General Meeting of members of **Auto Pins (India) Limited** will be held on **Wednesday, the 25th day of September, 2024 at 12:30 P.M** at its Registered Office at Premise No. 40, 1st Floor, India Mall, New Friends Colony, New Delhi -110025 to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Standalone Audited financial statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.
2. Re-appointment of Mr. Rajbir Singh (DIN: 00176574) as a Director, who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Regularization of Ms. Shilpy Chopra (DIN: 07161915) as a Director (Non-Executive) of the Company.**

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

“RESOLVED THAT, pursuant to provision of Section 152,160 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification or re-enactment thereof) and applicable provisions of Article of Association of the Company, Ms. Shilpy Chopra (DIN: 07161915), who was appointed as an Additional Director with effect from October 13, 2023 and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who is eligible for re-appointment and has consented to act as Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

4. Regularization of Ms Priyanka Pathak (DIN: 10601570) as a director and appointment as an Independent Director for a term of 5 years:

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

“RESOLVED THAT, pursuant to provision of Section 149,150,152 read with Schedule IV of the Companies Act, 2013, and all other applicable provisions of the Companies Act, 2013, if any and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and upon the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company; **Ms Priyanka Pathak (DIN:10601570)** who was appointed as an Additional Director of the Company in Independent Category w.e.f **24th August, 2024** by the Board of directors vide circular resolution dated **24th August,2024**, in terms of Section 161(1) of the Companies Act, 2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting or the last date on which general meeting is to be held whichever is earlier and from whom the Company has received a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of Listing Regulations and who is eligible for appointment , as a Non-Executive, Independent Director be and hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for five (5) consecutive years for the period **from August 24th, 2024 to August 23rd, 2029 (both dates inclusive).**”

5. Regularization of Ms. Sonia Mendiratta (DIN: 10237932) as a director and appointment as an Independent Director for a term of 5 years:

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

“RESOLVED THAT, pursuant to provision of Section 149,150,152 read with Schedule IV of the Companies Act, 2013, and all other applicable provisions of the Companies Act, 2013, if any and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and upon the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company; **Ms. Sonia Mendiratta (DIN: 10237932)** who was appointed as an Additional Director of the Company in Independent Category w.e.f **24th August, 2024** by the Board of directors **vide circular resolution dated 24th August,2024**, in terms of Section 161(1) of the Companies Act, 2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting or the last date on which general meeting is to be held whichever is earlier and from whom the Company has received a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of Listing Regulations and who is eligible for appointment , as a Non-Executive, Independent Director be and hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for five (5) consecutive years for the period **from August 24th, 2024 to August 23rd, 2029 (both dates**

inclusive).”

By order of the Board of Directors
For **AUTO PINS (INDIA) LIMITED**

Date: 30.08.2024
Place: New Delhi

Sd/-
Somya Chaurasia
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') in respect of the business under item no. 3,4,& 5 set out above and the relevant details of the Directors seeking re-appointment/appointment at this Annual General Meeting ('AGM'/ 'the meeting') as required under Regulations 26 (4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard') are annexed hereto. **(Annexure 1A).**
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY /PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED (IF APPLICABLE) AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**
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 SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.
4. A person can act as a proxy for only fifty members and holding in aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of total share capital of the company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other member. A proxy form is appended with attendance slip.
5. A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, during the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, provided that not less than 3 days of notice in writing is to be given to the Company.
In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members are requested to:-
 - a) Note that copies of Annual Report will not be distributed at the Annual General Meeting.

- b) Bring their copies of Annual Report, Notice and Attendance Slip duly completed and signed at the meeting.
 - c) Deliver duly completed and signed Attendance Slip at the entrance of the venue of the meeting and obtain entry slips, as entry to the hall will be strictly on the basis of the entry slip available at the counter at the venue of the Annual general meeting. Photocopies of Attendance Slip will not be entertained for issuing entry slip for attending Annual General Meeting.
 - d) Quote their Folio/Client ID & DP ID Nos. in all correspondence.
 - e) Note that due to strict security reasons mobile phones, brief cases, eatables and other belongings will not be allowed inside the venue of AGM.
 - f) Note that no gifts/coupons will be distributed at the Annual General Meeting.
7. At the 47th (Forty Seventh) AGM held on September 28, 2022 M/S Sanjay Rawal & Co., Chartered Accountants, (Firm Registration No. 012820N) were appointed as Statutory Auditors of the Company to hold office for a term of five consecutive financial year, from the conclusion of (Forty-Seventh) Annual General Meeting of the Company till the conclusion of the (Fifty Second) Annual General Meeting.
8. Institutional/ Corporate Members (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG format) of its Board Resolution/Authorization etc., authorizing its representative to attend the AGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address to rastogifcs3@gmail.com.
9. Members having any question on Financial Statements or on any Agenda item proposed in the notice of AGM are requested to send their queries at least seven days prior at the date of AGM of the company at its registered office address to enable the company to collect the relevant information.
10. Pursuant to Section 91 of the Companies Act, 2013 and regulation 42 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, September 19th, 2024 to Wednesday, September 25th, 2024 (both days inclusive)**.
11. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on **Wednesday, September 18th, 2024 (the “cut-off date”)** only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the company as on the Cut-off date.
12. Members holding shares in physical form are requested to immediately notify change in their address, if any 10 days before the date of AGM to the Registrar and Transfer Agent of the Company, viz., Link Intime India Pvt. Ltd, Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi - 110058., quoting their Folio Number(s).

13. Members are requested to bring the Annual Report for their reference at the meeting. Admission Slip duly filled in shall be handed over at the entrance to the meeting hall, and duly signed in accordance with their specimen signature(s) registered with the Company/Registrar and Share Transfer Agent (RTA).
14. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so that the information is made available by the management at the day of the meeting.
15. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for Transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, for assistance in this regard.
16. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant provisions of the Companies (Management and Administration) Rules, 2014, the copy of Annual Report, Notice of the 49th Annual General Meeting, notice of E-Voting Attendance Slip and proxy form etc. are being sent to the members whose Email Ids are registered with the Company/Depository Participants (DP)/ Registrar and Transfer Agent (RTA) for communication purposes.
17. Members who have not registered their email addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circular, etc. From the Company in electronic mode.
18. Pursuant to the prohibition imposed vide Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.
19. In compliance with the aforesaid MCA Circular and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2024 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the **Notice of AGM and Annual Report 2024** will also be available on the Company's website i.e. at <http://www.autopinsindia.com>, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. For any communications, the shareholders may also send requests to the company's designated email id: autopinsdelhi@gmail.com. The Notice of AGM shall also be available on the website of Linkintime viz. <https://instavote.linkintime.co.in>.
20. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Share Transfer Agents, for consolidation into single folio.

21. In terms of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their respective Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agents.
22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and related rules thereunder will be available for inspection by the members of the Company at the Registered Office of the company on all working days (Monday to Saturday) between 11 A.M. and 2 P.M. upto the date of AGM and will also be available for inspection at the venue of the AGM.
23. The complete particulars of the venue of the Meeting including route map and prominent land mark for easy location are enclosed herewith. The route map of the Venue of the Meeting is also hosted along with the Notice on the website of the Company i.e. www.autopinsindia.com.

24. E-VOTING PROCESS

- I. In Compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide Members a facility to exercise their right electronically through electronic voting service facility arranged by **National Securities Depository Limited (NSDL)**. The facility for voting through ballot paper will also be made available at AGM and members attending the AGM, who have not already cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the notice.
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend and participate in the AGM but shall not be entitled to cast their vote.
- IV. Mr. Parveen Rastogi, Practicing Company Secretary (COP No. 26583), has consented to act as Scrutinizer and appointed as Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- V. E-voting period begins on Sunday **22.09.2024 (9:00 A.M. IST)** and ends on Tuesday **24.09.2024 (5:00 P.M. IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module

shall be disabled by **National Securities Depository Limited (NSDL)** for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

VI. The manner and process of remote e-Voting are as under:

The remote e-voting period begins on Sunday, 22nd September 2024, at 09:00 A.M. and ends on Tuesday, 24th September 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, 18th September 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, 18th September 2024.

How do I vote electronically using NSDL e-Voting system?

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





Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “ Beneficial Owner ” icon under “ Login ” which is available under ‘ IDeAS ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is

	<p>available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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 i.e. 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. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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

	<p>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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911, 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 typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
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.*

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 folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

- a) If you are already registered for e-Voting, then you can 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. Once you retrieve your ‘initial

password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- 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, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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.
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. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (autopinsdelhi@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (autopinsdelhi@gmail.com). If you are an Individual shareholders holding securities in demat 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 demat 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.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility

❖ **General Guidelines for shareholders:**

- Institutional 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 to rastogifcs3@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- 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.

- 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 or send a request to (Ms. Pallavi Mhatre – Senior Manager, NSDL) at evoting@nsdl.com.
- The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. **18th September, 2024**.
- Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., **18th September, 2024**, may obtain the login ID and password by sending a request at <https://www.evoting.nsdl.com>.
- Scrutinizer will submit his report to the Chairman of the Company or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer’s report shall be communicated to the stock exchanges.
- The results shall be declared by **27th September, 2024 after the AGM** of the Company. The results declared along with the Scrutinizer’s report shall be placed on the Company’s website and on the website of **National Securities Depository Limited (NSDL)** within Two (2) days of passing of the resolutions at the AGM of the Company and also communicated to the BSE Limited.

By order of the Board of Directors
For **AUTO PINS (INDIA) LIMITED**

Date: 30.08.2024
Place: New Delhi

Sd/-
Somya Chaurasia
Company Secretary

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No. 3:

Ms. Shilpy Chopra (DIN: 07161915) was appointed as an Additional Director of the company with effect from 13th October, 2023, in the category of ‘Non-Executive Director’ and in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuing Annual General Meeting of the Company or the last date on which annual general meeting should have been held, whichever is earlier.

The Board is of the view that the appointment of **Ms. Shilpy Chopra (DIN: 07161915)** on the Company Board is desirable and would be beneficial to the Company.

A brief profile of **Ms. Shilpy Chopra** including the information as required under applicable provisions of Companies Act, 2013, SEBI Listing Regulations and Secretarial Standards SS-2 is annexed with this Notice in annexure A.

Ms. Shilpy Chopra (DIN: 07161915) is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given her consent to act as Director.

Accordingly, The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the members.

None of the Director or Key Managing Personnel of the Company and their relative are, except Ms. Shilpy Chopra, in any way Concerned or interested, financially or otherwise in this resolution.

Item No. 4:

Ms Priyanka Pathak (DIN:10601570) was appointed as an Additional Director of the company with effect from 24th August, 2024 by the Board vide circular resolution dated 24th August, 2024, in the category of ‘Non-Executive Independent’ and in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuing Annual General Meeting of the Company or the last date on which annual general meeting should have been held, whichever is earlier.

The Board is of the view that the appointment of **Ms Priyanka Pathak (DIN:10601570)** on the Company Board as an Independent Director is desirable and would be beneficial to the Company.

A brief profile of **Ms. Priyanka Pathak** including the information as required under applicable provisions of Companies Act, 2013, SEBI Listing Regulations and Secretarial Standards SS-2 is annexed with this Notice in annexure A.

Ms Priyanka Pathak (DIN:10601570) is not disqualified from being appointed as an Independent Director in terms of Section 164 of Companies Act, 2013 and has given her consent to act as Director (in the category of Independent Director).

In order to ensure compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under and Schedule IV of the Act, it is proposed that approval of the shareholders be accorded for the appointment of **Ms Priyanka Pathak** as 'Non-executive Independent Director' for a term up to 5 (five) consecutive years commencing from 24.08.2024 to 23.08.2029 (both inclusive).

Accordingly, The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the members.

None of the Director or Key Managing Personnel of the Company and their relative are, except Ms. Priyanka Pathak, in any way concerned or interested, financially or otherwise in this resolution.

Item No. 5:

Ms. Sonia Mendiratta (DIN: 10237932) was appointed as an Additional Director of the company with effect from 24th August, 2024, by the Board vide circular resolution dated 24th August, 2024, in the category of 'Non-Executive Independent' and in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuing Annual General Meeting of the Company or the last date on which annual general meeting should have been held, whichever is earlier.

The Board is of the view that the appointment of **Ms. Sonia Mendiratta (DIN: 10237932)** on the Company Board as an Independent Director is desirable and would be beneficial to the Company.

A brief profile of **Ms. Sonia Mendiratta** including the information as required under applicable provisions of Companies Act, 2013, SEBI Listing Regulations and Secretarial Standards SS-2 is annexed with this Notice in annexure A.

Ms. Sonia Mendiratta (DIN: 10237932) is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given her consent to act as an Independent Director.

In order to ensure compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under and Schedule IV of the Act, it is proposed that approval of the shareholders be accorded for the appointment of **Ms Sonia Mendiratta** as 'Non-executive Independent Director' for a term up to 5 (five) consecutive years commencing from 24.08.2024 to 23.08.2029 (both inclusive).

Accordingly, The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the members.

None of the Director or Key Managing Personnel of the Company and their relative are, except Ms. Sonia Mendiratta, in any way concerned or interested, financially or otherwise in this resolution.

By order of the Board of Directors
For **AUTO PINS (INDIA) LIMITED**

Date: 30.08.2024
Place: New Delhi

Sd/-
Somya Chaurasia
Company Secretary

ANNEXURE 1A

Brief Profile of the Directors seeking appointment or re-appointment in the 49TH AGM in pursuance of Regulation 36 of SEBI Listing Regulations 2015 read with Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

S NO.	Name of the Director	MR. RAJBIR SINGH
1.	DIN	00176574
2.	Date of Birth	07/12/1963
3.	Age	60
4.	Date of First Appointment on the Board of the Company	10/08/1989
5.	Qualification	Post-Graduation
6.	Terms and conditions of appointment	As per the resolution at Item no. 2 of this Notice, re- appointment by rotation
7.	Brief Profile and Expertise in Specific Functional Area	Mr. Rajbir Singh gained experience as head of the enterprises more particularly in the areas of production, marketing, purchases , automation & MIS
8.	Disclosure of relationships between Directors inter-se	No Relationship with other Directors of the company
9.	Directorship held in other Companies	1.Almora Tourism Private Limited. 2.Mystic Woodart Private Limited. 3.Blue Pine Exports Private Limited 4.Munsiyari Steel Works Private Limited. 5.Sirocco Pressing Private Limited.
10.	Chairman/Member of the Committee(s) of the Board of Directors of the Company and other listed entities	NIL
11.	Number of Equity shares held in the Company	838928
12.	Number of Meetings of the Board attended during the financial year	14
13.	Last Salary Drawn (in Rs.)	Rs. 74 lakh per annum

14.	Name of the listed entities from which the person Name has resigned in the past three years	None
15	Details of remuneration sought to be paid	Same as last drawn salary

S NO.	Name of the Director	MS. SHILPY CHOPRA
1.	DIN	07161915
2.	Date of Birth	11/12/1980
3.	Age	43
4.	Date of First Appointment on the Board of the Company	31/12/2015
5.	Qualification	Company Secretary, MBA (Finance), M.com & LLB
6.	Experience and Expertise and functional area	14+ years of Experience in Corporate Law
7.	Terms and conditions of appointment	As per the resolution at Item no. 3 of this Notice
8.	Number of Meetings of the Board attended during the financial year	13
9.	Disclosure of relationships between Directors inter-se	No Relationship with other Directors of the company
10.	Directorship held in other Companies	1. Intec Capital Limited. 2. Dynemech Systems Private Limited 3. Cranex Limited.
11.	Name of the listed entities from which the person Name has resigned in the past three years	Moulin Commercial Limited(Cessation w.e.f 09.11.2023
12	Chairman/Member of the Committee(s) of the Board of Directors of the other listed entities	1. Intec Capital Limited. 2. Cranex Limited

		3. Moulin Commercial Limited(Cessation w.e.f 09.11.2023)
13.	Number of Equity shares held in the Company	Nil
14.	Remuneration	Ms. Shilpy Chopra would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committee(s) thereof.
15	Last Salary Drawn (in Rs.)	Not applicable

S NO.	Name of the Director	MS. PRIYANKA PATHAK
1.	DIN	10601570
2.	Date of Birth	23.12.1989
3.	Age	34
4.	Date of First Appointment on the Board of the Company	24/08/2024
5.	Qualification	Company Secretary, PGDM (Finance), B.com honours
6.	Experience and Expertise and functional area	8+ years of experience in Corporate Law
7.	Terms and conditions of appointment	As per the resolution at Item no. 4 of this Notice
8.	Number of Meetings of the Board attended during the financial year	Not applicable
9.	Disclosure of relationships between Directors inter-se	No Relationship with other Directors of the company

10.	Directorship held in other Companies	Dynemech Systems Private Limited
11.	Chairman/Member of the Committee(s) of the Board of Directors of the Company and other listed entities	Nil
12.	Name of the listed entities from which the person Name has resigned in the past three years	None
13.	Number of Equity shares held in the Company	Nil
14.	Remuneration	Ms. Priyanka Pathak would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committee(s) thereof.
15.	Last Salary Drawn (in Rs.)	Not applicable
16.	Skills and Capabilities required for the role and the manner in which the proposed person meets such requirements	Ms. Priyanka Pathak fulfils the conditions for independence specified in the Act, the Rules made thereunder and the LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and she is independent of the Management and her Expertise and experience in the areas of corporate laws and business finance justify her role as an Independent Director.

S NO.	Name of the Director	MS. SONIA MENDIRATTA
1.	DIN	10237932
2.	Date of Birth	14/03/1989
3.	Age	34
4.	Date of First Appointment on the Board of the Company	24/08/2024

5.	Qualification	Company Secretary, MBA (Finance), M.com & LLB
6.	Experience and Expertise and functional area	7+ years of experience Corporate Law
7.	Terms and conditions of appointment	As per the resolution at Item no. 4 of this Notice
8.	Number of Meetings of the Board attended during the financial year	Not applicable
9.	Disclosure of relationships between Directors inter-se	No Relationship with other Directors of the company
10.	Directorship held in other Companies	1. India International House Limited 2. Kanodia Cement Limited, wef 25.05.2024
11.	Chairman/Member of the Committee(s) of the Board of Directors of the Company and other listed entities	1. India International House Limited 2. Kanodia Cement Limited, wef 25.05.2024
12.	Name of the listed entities from which the person Name has resigned in the past three years	None
13.	Number of Equity shares held in the Company	Nil
14.	Remuneration	Ms. Sonia Mendiratta would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committee(s) thereof.
15	Last Salary Drawn (in Rs.)	Not applicable
16.	Skills and Capabilities required for the role and the manner in which the proposed person meets such requirements	Ms. Sonia Mendiratta fulfils the conditions for independence specified in the Act, the Rules made thereunder and the LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and she is independent of the Management and her Expertise and experience in the areas of

		corporate laws justify her role as an Independent Director.
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By order of the Board of Directors
For **AUTO PINS (INDIA) LIMITED**

Date: 30.08.2024
Place: New Delhi

Sd/-
Somya Chaurasia
Company Secretary

FORM MGT-11

PROXY FORM

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

49th ANNUAL GENERAL MEETING, WEDNESDAY, SEPTEMBER 25, 2024

Name of the member(s)	:
Registered Address	:
E-mail id	:
Folio/DP ID-Client ID	:

I/We being the member(s) ofshares of the above named Company, hereby appoint:

- | | |
|------------------|-------------------------------------|
| 1. Name: | Address: |
| E-mail ID: | Signature:..... or failing him/her. |
| 2. Name: | Address: |
| E-mail ID: | Signature:..... or failing him/her. |
| 3. Name: | Address: |
| E-mail ID: | Signature:..... or failing him/her. |
| 4. Name: | Address: |
| E-mail ID: | Signature:..... or failing him/her. |

As my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 49th Annual General Meeting of the Company to be held on Wednesday, 25th September, 2024 at 12:30 P.M. at registered office at **Premise No. 40, 1st Floor, India Mall, New Friends Colony, New Delhi -1100 25** or at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	For	Against
Ordinary Business			
Ordinary Resolution			
1.	To receive, consider and adopt the Audited Financial Statements as at 31st March, 2024 together with the reports of the Board of Directors and the Auditors thereon.		
2.	Re-appointment of Mr. Rajbir Singh (DIN: 00176574) as a Director, who retires by rotation and being eligible offers himself for re-appointment.		
Special Business			
3.	Regularization of Ms. Shilpy Chopra (DIN: 07161915) as Director of the Company		
4.	Regularization of Ms Priyanka Pathak (DIN:10601570) as director and appointment as an Independent Director for a term of 5 years		
5.	Regularization of Ms. Sonia Mendiratta (DIN: 10237932) as director and appointment as an Independent Director for a term of 5 years		

Signed thisday.....2024

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Signature of shareholder

Signature of proxy

Affix
Revenue
Stamp of
Rs. 1/-

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 later than 48 hours before the commencement of the meeting.

2. It is optional to indicate your preference. If you leave the for or against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ATTENDANCE SLIP

49TH ANNUAL GENERAL MEETING, WEDNESDAY, SEPTEMBER 25TH, 2024

I/we certify that I am member/proxy/authorized representative for the member of the Company.

I/we hereby confirm and record my/our presence at the **49th Annual General Meeting of AUTO PINS (INDIA) LIMITED** to be held on **Wednesday, September 25th, 2024 at 12:30 P.M.** at the Registered Office of the Company at Premise No. 40, 1st Floor, India Mall, New Friends Colony, New Delhi -110025.

Folio No.:	DP ID*:	Client ID*:
Full name and address of the Shareholder/Proxy Holder (in block letters)		
Joint Holder 1		
Joint Holder 2		
No. of Shares Held		

Signature of Shareholder/Proxy

Note: Shareholders attending the Meeting in person or by proxy are requested to complete the attendance slip and hand over at the entrance of the premise.

Physical copy of the Annual Report for March 31st, 2024 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

*Applicable for shareholders holding shares in electronic form.

ROUTE MAP

