

HARIG CRANKSHAFTS LIMITED

CIN:- L35999UP1983PLC026603, Website:www.harigcrankshafts.com

Regd office:- C-49, Noida Phase-II, Noida, Gautam Budh Nagar, Uttar Pradesh-201305

Email Id:- cs@greatvalueindia.com; GSTIN: 09AAACH1275R2Z2, Phone no.-9818105480

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

To,

The Member(s)

Harig Crankshafts Limited

NOTICE is hereby given that an Extra-Ordinary General Meeting ("EGM") of the members of **Harig Crankshafts Limited** (the "**Company**") will be held on **Saturday, December 7, 2024**, at **12:00 P.M.** at **Great Value Sharanam Club GH - 02, Sector 107, Noida-201301, Uttar Pradesh, India** to transact the following businesses as set out herein:

SPECIAL BUSINESS:

ITEM NO. 1: To sell/transfer/dispose of whole/substantial part of undertaking of the Company

To consider, and if thought fit, to pass, the following resolution(s) as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of the Section 180(1)(a) and such other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements),2015, and in terms of the Resolution plan as approved by the Hon'ble National Company Law Tribunal, Allahabad Bench, vide its order dated April 17,2024 and subject to the such other consents/approvals from the appropriate authority(ies) to the extent applicable, the consent of the members be and is hereby accorded to the Board of the Director (hereinafter referred to as "Board " which shall be deemed to include any Committee which the Board has constituted or hereinafter constitute from time to time to exercise its power including power conferred by this resolution) to sell/dispose- off the undertaking of the Company comprising of land and building situated at C-49,Noida Phase-II, Noida, Gautam Budh Nagar, Uttar Pradesh-201305 over a total area of 22,343.10 sq. meter along with Plant & machinery situated thereat, as a whole or in parts, for an aggregate consideration not exceeding Rs. 79 Crores (Rupees Seventy Nine Crores Only) on such terms and conditions and in such form and manner and to such person(s), as the Board may at its discretion thinks fit.

FURTHER RESOLVED THAT any Director or Key Managerial Personnel of the Company be and is hereby authorized and empowered to finalize and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other

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ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above Resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the Undertaking as they may in their absolute discretion deem fit.

By Order of the Board of Directors

For Harig Crankshafts Limited

Place: Noida

Date: 13.11.2024

Sd/-

Komal Agarwal

Company Secretary

Regd. Off.: C-49, Noida Phase-II, Gautam

Budh Nagar, Uttar Pradesh-20130

NOTES:

1. Pursuant to Section 102 of the Companies Act, 2013, as amended, Secretarial Standard on General Meetings and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended ("Listing Regulations"), an explanatory statement setting out the material facts concerning the special business as set out in Notice forms part of this notice.
2. ***A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA-ORDINARY GENERAL MEETING (EGM) IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.***

The instrument appointing the proxy (Proxy Form), in order to be effective, must be lodged/deposited, duly completed and signed, at the Registered Office of the Company not less than (48) Forty-Eight Hours before the commencement of the EGM. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% (Ten Percent) of the total share capital of the Company carrying voting rights. A member holding more than 10% (Ten Percent) of the total share capital

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of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT-11, which is annexed herewith.

The proxy holder shall prove his/ her identity at the time of attending the Meeting. When a member appoints a proxy and both the member and proxy attend the Meeting, the proxy stands automatically revoked.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of meeting, a member would be entitled to inspect the proxies lodged during the business hours of the Company, provided that not less than three days' notice in writing is given to the Company.

3. Corporate Members intending to send their authorized representatives to attend the EGM pursuant to section 113 of the Companies Act, 2013 are requested to submit a Certified True Copy of the Board Resolution/Power of Attorney together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the EGM or through email at harig@harigcrankshafts.com
4. In case of joint holders attending the meeting, only such joint holder who is higher in the order of their names as mentioned in the register of members will be entitled to vote.
5. In terms of Section 72 of the Companies Act, 2013, a member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form SH-13 (available on the website of the Company i.e. www.harigcrankshafts.com to the Company/RTA in case shares are held in physical form and to their respective depository participant, if held in electronic form.
6. (a) This Notice is being sent to all the members whose name appears as on **Wednesday, November 13, 2024** in the Register of Members or beneficial owner as received from the Registrar and Share Transfer Agent of the Company or the Depositories, respectively.

(b) The voting rights of shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the closing time of **Saturday, November 30, 2024, being the cut-off date**. Members are eligible to cast vote electronically only if they are holding shares as on that date. A person who is not a member as on the cut-

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off date shall treat this notice for information purpose only. All the members as on the cut-off date as well as date of EGM shall have right to attend the EGM.

7. To prevent fraudulent transactions, the shareholders are advised to exercise due diligence and notify the Company of any change in address or demise of any shareholder as soon as possible. Shareholders are also advised to not leave their Demat account(s) dormant for a long time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
8. Members whose email addresses are not registered can register the same in the following manner:
 - a. Members holding share(s) in physical mode, can send KYC forms - ISR-1, ISR-2 and SH-13 (please download the form from Company's website-www.harigcrankshafts.com along with request letter mentioning your folio number, to be registered along with copy of self-attested PAN, Aadhaar and supporting the registered address/Bank details/E-mail and Mobile no. of the member, by post to Company's Registrar and Transfer Agent (RTA).
 - b. Members holding share(s) in electronic mode are requested to register/ update their e-mail address with their respective Depository Participants ("DPs") for receiving all communications from the Company electronically.
9. In terms of SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, as amended from time to time, forms for updating the PAN, Nomination, Contact details, Bank A/c details and Specimen signature by physical shareholders are available on the website of the Company at www.harigcrankshafts.com.
10. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz. Issue of duplicate securities certificate; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022 has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, members are requested to make service

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requests by submitting a duly filled and signed Form ISR-4 & ISR-5, as the case may be. The said form can be downloaded from the website of the Company.

11. With a view to safeguard the interests of the investors and to streamline the resolution mechanism in the Indian Securities Market, SEBI mandated establishment of common Online Dispute Resolution Portal ("ODR Portal"), by Market Infrastructure Institutions, which harnesses online conciliation and online arbitration for resolution of disputes arising in Indian Securities Market.

The ODR Portal allows the investors/shareholders to enrol themselves, file unresolved grievance, upload documents and get status updates pertaining to the unresolved grievances filed against listed entities/ its RTA.

The process for initiation of Dispute Resolution process is enumerated below:

- An investor/client shall first take up his/her grievance with the Market Participant by lodging a complaint directly with the concerned Market Participant.
- If the grievance is not redressed satisfactorily the investor/shareholder may escalate the same through the SCORES Portal (www.scores.gov.in) in accordance with SCORES Guidelines.
- If the investor/client is still not satisfied with the outcome, he/she can initiate dispute resolution through the ODR Portal. Alternatively, the investor/client can initiate dispute resolution through the ODR Portal if the grievance lodged with the concerned Market Participant was not satisfactorily resolved or at any stage of the subsequent escalations (prior to or at the end of such escalation/s). For more information shareholders are requested to visit the weblink www.harigcrankshafts.com.

12. Member(s) holding shares in physical form are requested to notify the Company at its head office or Company's Registrar and Transfer Agent (RTA) of any change in their addresses/Bank Mandates, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), nominations, power of attorney, contact numbers and e-mail ids.

13. Members holding shares in electronic form are requested to intimate all changes pertaining to their bank mandates, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), nominations, power of attorney, contact numbers, change in address and e-mail addresses to their respective Depository Participants with whom they are maintaining their demat accounts. Changes intimated to the Depository

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Participants will be automatically reflected in the Company's record which will help the Company and RTA to provide efficient and better services.

14. All relevant documents, if any, referred to in the accompanying Notice are open for inspection at the Registered Office of the Company, during the office hours, on all working days between 10:00 A.M. to 1:00 P.M. upto the date of EGM as well as at the venue of EGM.
15. Electronic copy of the this notice is being sent to members whose email addresses are registered with the Company/ depository participants for communication purpose unless any member has requested for a hard copy of the same. The members who have not registered their email addresses, physical copies of the same are being sent in the permitted mode.
16. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively), has undertaken a '**Green Initiative in Corporate Governance**' and allowed companies to share documents with its shareholders through electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agents.
17. Members are requested to send their queries at least 10 days before the date of EGM to the Company Secretary at its Registered Office by sending an email to harig@harigcrankshafts.com so that information can be made available at the meeting.
18. Members holding shares in Physical form, in identical order of names, in more than one folio are requested to send to the Company, the details of such folio together with the share certificates for consolidating their shareholding in one folio.
19. Member(s) may also note that in line with the MCA Circulars and SEBI Circular, the Notice of the EGM will be available on the website of the Company at www.harigcrankshafts.com. The EGM Notice can also be accessed from the website of Stock Exchange i.e BSE Limited at www.bseindia.com. And the EGM Notice is also available on the website of NSDL (agency for providing the remote e-Voting facility) i.e. <https://www.evoting.nsdl.com/>

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20. Attendance slip, proxy form and the route map showing directions to reach the venue of EGM is enclosed as per the requirements of Secretarial Standard-2 of "General Meetings."

21. Voting by Members:

The voting for the agenda items as set forth in the Notice shall be done in the following manner:

- a) Members may cast their votes through electronic means by using an electronic voting system from a place other than the venue of EGM (Remote E-voting) in the manner provided below.
- b) At the venue of EGM, voting shall be done through Ballot Paper and the members attending the EGM, who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper.
- c) A member may participate in the EGM even after exercising his right to vote through Remote E-voting but shall not be allowed to vote again at the venue of the EGM. If a member casts vote through Remote E-voting and also at the EGM, then voting done through Remote E-voting shall prevail and voting done at the EGM shall be treated as invalid.

(I) Voting through Electronic means

In accordance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) issued by Institute of Company Secretaries of India, the Company is pleased to provide the facility to members to exercise their right to vote on resolution set forth in this notice by electronic means from a place other than venue of the EGM ("remote e-voting"). The Company has engaged the services of National Securities Depository Limited (NSDL) in respect of all the business to be transacted at the aforesaid EGM of the Company. However, it may be noted that E-voting is optional.

Members holding shares in either physical or dematerialized form as on **Saturday, November 30, 2024**, being the cut-off date, may cast their votes electronically. The

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remote e-voting period will commence on **Wednesday, December 4, 2024 (9:00 a.m.) and end on Friday, December 6, 2024 (5:00 p.m.)**. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter:

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 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 available at https://eservices.nsdl.com .

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	<p>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. <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;"></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 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

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	<p>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.co.in or call at 022 - 4886 7000 and 022 - 2499 7000

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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 22 55 33
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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.

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.

4. 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*****

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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***
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5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - 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.
 - How to retrieve your 'initial password'?
 - 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'.
 - 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:
- Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on .
 - Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting

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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 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 resolution 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), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to harig@harigcrankshafts.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), AADHAAR (self-attested scanned copy of Aadhaar Card) to harig@harigcrankshafts.com. If you are an

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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.co.in 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.

Other Important Instructions

General Guidelines for shareholders

1. 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 abhinav@chronicleadvisors.in 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.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in

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4. The member can also update your mobile number and e-mail Id in the user profile details of the folio which may be used for sending future communications(s).

(II) Voting Through Ballot Paper

Members who have not exercised the option of Remote E-voting shall be entitled to participate and vote at the venue of the EGM on the date of EGM. The voting at the venue of the EGM shall be done through the Ballot Papers and Members attending the EGM shall be able to exercise their voting right at the meeting through Ballot Papers. After the agenda items have been discussed, the Chairman will instruct the scrutinizer to initiate the process of voting on the all resolution through Ballot Papers. The Ballot Papers will be issued to the Shareholders/Proxy holders/ authorised Representatives present at the EGM. The shareholder may exercise their right of vote by tick marking as (√) against 'FOR' and 'AGAINST' as his/her choice may be, on the agenda item in the Ballot Paper and drop the same in the Ballot Box(es) kept at the meeting hall for this purpose.

In such an event, votes cast under Poll taken together with the votes cast through remote e-voting shall be counted for the purpose of passing of resolution.

22. General Instructions / information for members for voting on the Resolution:

- i. Facility of voting through Ballot paper shall be made available at the meeting. 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.
- ii. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting, but shall not be entitled to vote again at the EGM.
- iii. The voting rights of the shareholders (for voting through remote e-voting or by Ballot paper at the Meeting) shall be in proportion to their share in the paid-up equity share capital of the Company as on cut-off Date. A person whose name is recorded in the Register of Members or in the Register of Beneficial owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM.
- iv. Any person, who acquires shares and become the member of the Company after dispatch of the Notice of EGM and holding shares as on the closing of cut-off date, may obtain their login/user ID and password for e-voting from National Securities Depository Limited (NSDL) by sending a request at evoting@nsdl.co.in. However, if

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you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you have forgotten your password, you may reset your password by using "Forgot user Details / password" option available on www.evoting.nsdl.com.

- v. CS Abhinav Agarwal (COP No. 17590), the Practicing Company Secretary, has been appointed by the Board of Directors of the Company to act as the Scrutinizer to scrutinize the remote e-voting process as well as voting at EGM, in a fair and transparent manner.
23. The Scrutinizer shall after the conclusion of voting at the EGM, first count the votes cast at the meeting thereafter unblock the votes cast through remote e-voting in the presence of atleast two persons not in the employment of the Company and shall make, not later than 2 working days of conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, and submit the same to the chairman or a person so authorized by him in writing who shall countersign the same and declare the results of the voting forthwith.
 24. The results declared along with the Scrutinizer's Report shall displayed on the Notice Board of the Company at its Registered Office and its Head Office and same shall be placed on the Company's website www.harigcrankshafts.com and on the website of NSDL <https://www.evoting.nsdl.com/> immediately after the results are declared by the Chairman or a person authorized by him and the same shall also be simultaneously communicated to BSE Limited, the Stock Exchange, where the equity shares of the Company are listed.
 25. Subject to receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of the EGM i.e. **December 7, 2024**.
 26. Members/Proxies/authorised representative are requested to bring their duly filled Attendance Slip/Proxy form.

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EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 01

This is to inform the members that due to financial distress, the Company went into the Corporate Insolvency Resolution Process (CIRP) under the provisions of Section 7 of the IBC Code in the year 2023 and accordingly the Resolution Plan(s) were invited by the Resolution Professional.

The Resolution Plan submitted by the Palika Towns LLP(hereinafter referred to as "Resolution Applicant") was approved by the majority members of Committee of creditors and Hon'ble NCLT, Allahabad Bench, on October 20, 2023 and April 17,2024 respectively .The said Resolution plan provided that in case the Resolution Applicant, after carrying out Techno Economic Viability (TEV), finds that old plant and machinery could not be put to economic use or overall acquisition/business strategy is not translating as envisaged ,the old existing plant and machinery could be sold. It is also been provided where post TEV Resolution applicant did not find investment viable, as an alternate strategy, it may dilute the equity in favour of some existing organised player in Auto Ancillary sector or may sell part of Assets (old plant and Machinery) or entire assets on "As as whereas as it is basis".

In furtherance of the Resolution Plan as discussed above and after the TEV study report dated May 13, 2024 undertaken by Mr. Vishal Kanwar, Registered Valuer (Regn No. CAT-VII/127/341/2017-18) , the Board of Director in its meeting held on dated June 21, 2024 inter alia, has considered and approved to sell the undertaking of the Company comprising of land and building situated at C-49,Noida Phase-II, Noida, Gautam Budh Nagar, Uttar Pradesh-201305 over a total area of 22,343.10 sq. meter along with Plant & machinery situated thereat, either as a whole or in part for the consideration not exceeding Rs. 79 crores , subject to the requisite approval of the members.

For the purpose of above, in terms of Section 180(1)(a) of the Companies Act,2013 read with Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations ,2015 by way of Special Resolution.

Accordingly, the Board of Directors recommends the passing of the aforesaid Resolution as a Special Resolution. The said resolution shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceeds the votes cast by such public shareholders against the resolution.

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None of the Directors and Key Managerial Personnel of the Company, or their relatives (to the extent of their shareholding in the Company, if any), is interested in this Resolution.

The documents referred to in this resolution are open from public inspection from the date of dispatch of the notice until the date of the meeting at the registered office of the Company on all working days from 11:am to 1:00 pm. Prior notice is required for availing the inspection.

By Order of the Board of Directors

For Harig Crankshafts Limited

Place: Noida

Date: 13.11.2024

Sd/-

Komal Agarwal

Company Secretary

Regd. Off.: C-49, Noida Phase-II, Gautam

Budh Nagar, Uttar Pradesh-20130

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ATTENDANCE SLIP Extra-Ordinary General Meeting

Regd. Folio/DP & Client No	
No. of Shares Held	
Name and Address of Shareholders	

I hereby record my presence at the Extra-Ordinary General Meeting of the Shareholders of the Company at the Great Value Sharanam Club GH - 02, Sector 107, Noida-201301, Uttar Pradesh, India on Saturday, 7th December, 2024.

Signature of Shareholder/ Proxy Present

Note :

1. Please fill this attendance slip and hand it over at the entrance of the Hall.
2. This attendance is valid for shares held on date of meeting.
3. Members /Proxy Holders/Authorized Representatives are requested to show their Photo ID Proof forattending the Meeting.
- 4.Authorized Representatives of Corporate Members shall produce proper authorization issued in their favour

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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]

CIN:	L35999UP1983PLC026603
Name of the company	HARIG CRANKSHAFTS LIMITED
Registered Office:	C-49, Noida Phase-II, Noida, Gautam Budh Nagar, Uttar Pradesh-201301

Name of the member(s)		E-mail id	
Registered address		Member's Folio No/DP-ID-Client Id	

I/We, being the member(s) of _____ shares of the above named company, hereby appoint:

1. Name: _____
E-mail Id: _____
Address: _____
Signature: _____ or failing him/her
2. Name: _____
E-mail Id: _____
Address: _____
Signature: _____ or failing him/her
3. Name: _____
E-mail Id: _____
Address: _____
Signature: _____ as my/our proxy

to act as my/our proxy and to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on **Saturday, December 7, 2024 at 12:00 P.M.** at **Great Value Sharanam Club GH - 02, Sector 107, Noida-201301, Uttar Pradesh, India** and at any adjournment thereof in respect of such resolution as are indicated below:

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Res. No.	Resolution	Vote (optional, see the note)	
		For	Against
Special Business			
1.	To sell/transfer/dispose of whole/substantial part of undertaking of the Company (Special Resolution)		

Signed this _____ day of _____ of 2024.

Signature of the Shareholder: _____

Signature of the Proxy holder(s) _____

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 less 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 the resolution, your proxy will be entitled to vote in the manner as He/She may deem appropriate.**

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HOW TO REACH EGM VENUE

LOCATION MAP

