

NOTICE TO THE MEMBERS

NOTICE IS HEREBY GIVEN THAT THE EXTRA - ORDINARY GENERAL MEETING (“the EGM”) OF THE MEMBERS OF M/S. AHLADA ENGINEERS LIMITED WILL BE HELD ON WEDNESDAY THE 30TH DAY OF AUGUST, 2023 AT 11.00 A.M THROUGH VIDEO CONFERENCE (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”), TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

1. REGULARIZATION OF APPOINTMENT OF MR. SRIDHAR PENTELE (DIN: 10182432) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and, if thought fit, to pass the following Resolution with or without any modifications as a special Resolution.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), Shri. Sridhar Pentela (DIN: 10182432), who was appointed as an Additional Director (Independent) with effect from May 30th, 2023 in terms of Sections 149 and 150, of the Companies Act, 2013, be and is hereby appointed as Independent Director of the Company for a term of 5 (Five) consecutive years with effect from May 30th, 2023 to May 29th, 2028.

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company be and are hereby authorized severally to file relevant forms with the Registrar of companies, Hyderabad, and to do such other acts, deeds and things as may be considered necessary in connection with the above appointment”.

By Order of the Board of Directors
For M/s. Ahlada Engineers Limited

Sd/-
Pusuluru Kodanda Rami Reddy
Company Secretary & Compliance Officer

Hyderabad, August 07, 2023

Registered Office:

Door No: 4-56, Survey No: 62/1/A & 67,
Tech Mahindra Road, Bahadurpally,
Dundigal-Gandimaisamma Mandal,
Medchal-Malkajgiri Dist Hyderabad - 500 043
CIN: L24239TG2005PLC047102
Tel. + 91 9866500811 / 9866500822
E-mail: engineers@ahlada.com

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NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ('the Act') relating to the Special Business to be transacted at the Extra Ordinary General Meeting ('EGM') is annexed hereto. The Board of Directors have considered and decided to include the Item No. 1 given above as Special Business in the forthcoming EGM, as they are unavoidable in nature.
2. Ministry of Corporate Affairs (MCA), Government of India, vide circular Nos. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021 and 10/2022 dated December 28, 2022 ('MCA Circulars'), has allowed companies to hold their EGM through Video Conferencing (VC) or other Audio Visual Means (OAVMs) on or before September 30, 2023 through video conferencing (VC) or other Audio Visual Means (OAVMs) In compliance with the provisions of the Companies Act, 2013 ("Act"), and MCA Circulars and in accordance with the requirements laid down in Para 3 and Para 4 of the general circular No.20/2020 dated 05.05.2020.
3. The Company has enabled the Members to participate at the Extra Ordinary General Meeting (EGM) through the VC facility provided by **Bigshare Services Pvt Ltd.** (Bigshare) Registrar and Share Transfer Agents. The instructions for participation by Members are given in the subsequent pages. Participation at the EGM through VC shall be allowed on a first-come-first-served basis for first 1,000 members. This will not include large Members (Members holding 2% or more equity shares), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first-come-first-served basis. The members can visit <https://ivote.bigshareonline.com> and login through existing user id and password to attend the live proceedings of the EGM of the Company.
4. As the EGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this EGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
5. The Company is providing a facility to the members as on the cut-off date, being August 23, 2023 ("the cut-off date") to exercise their right to vote on the matters listed in the Notice by electronic voting systems (Remote e-voting). Additionally, the members can also exercise their right to vote by e-voting during the EGM. The process and manner of remote e-voting with necessary User ID and password is given below. Such remote e-voting facility is in addition to voting that will take place at the EGM being held through VC. Any person who acquires shares of the company and becomes a member of the company after the dispatch of the Notice, and holding shares as on the Cut-Off Date, may obtain the User ID and Password by sending a request to ivote@bigshareonline.com or call us at: 1800 22 54 22. Voting by electronic mode is a convenient means of exercising voting rights and may help to increase the member's participation in the decision-making process.

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Regd. Office: Door No. 4-56, Sy. #62/1/A & 67, Tech Mahindra Road, Bahadurpally, Dundigal (Gandimaisamma) Mandal, Medchal - Malkajgiri Dist., Hyderabad – 500 043. Telangana, India. Phone: +91 98665 00811 / 98665 00822, Toll free No: 1800102 5892, E-mail: engineers@ahlada.com.

6. Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorising its representatives to attend and vote at the EGM, pursuant to Section 113 of the Act, at kodanda.cs@ahlada.com and may send a copy to the Scrutinizer through email at chveeru@gmail.com authorising their representatives to attend and vote through remote e-voting on their behalf at the said Meeting.
7. The members attending the meeting through VC shall be counted for the purpose of reckoning the quorum of the meeting under Section 103 of the Companies Act, 2013.
8. The Company has appointed “M/s. VCSR & Associates” Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

ELECTRONIC DISPATCH OF EGM NOTICE AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF EGM NOTICE:

9. In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 issued by MCA and Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the Notice of EGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
10. The Notice of EGM is available on the website of the Company at www.ahlada.com , on the website of Stock Exchange i.e National Stock Exchange of India i.e, www.nseindia.com respectively and on the website of *Bigshare Services Pvt Ltd* at <https://ivote.bigshareonline.com>.
11. As per the Circulars mentioned above, the Members may also note that the Company would not be sending EGM notice by post to the members whose email address is not registered with the Company or depository participants/depository.

Bigshare i-Vote E-Voting System

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on 26.08.2023 at 9.00 a.m and ends on 29.08.2023 at 5.00 p.m During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.08.2023 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

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Commencement of e-voting	End of e-voting
26.08.2023 at 9.00 a.m	29.08.2023 at 5.00 p.m

- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- v Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in De-mat mode with CDSL</p>	<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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4). Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the De-mat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period. [Type a quote from the document or the summary of an interesting point. You can position the text box anywhere in the document. Use the Text Box Tools tab to change the formatting of the pull quote text box.]

<p>Individual Shareholders holding securities in de-mat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” “Portal” or “click” at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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 name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in de-mat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in De-mat 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 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in De-mat 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 toll free no.: 1800 1020 990 and 1800 22 44 30

1. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’(User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

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Note: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**INFAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

2. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

 - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

3. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions (‘FAQs’) available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the Event ID No.82 of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at kodanda.cs@ahlada.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at kodanda.cs@ahlada.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

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3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

GENERAL INFORMATION:

1. 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 to reset the password.
2. The voting rights shall be as per the number of equity shares held by the Member(s) as on Wednesday, 23rd August, 2023, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.
3. The Company has appointed M/s. VCSR & Associates, Practising Company Secretaries, vide firm registration No: P2014AP034200 to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter
4. The results of the electronic voting shall be declared to the Stock Exchange after the conclusion of EGM. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company at www.ahlada.com

PROCEDURE FOR INSPECTION OF DOCUMENTS:

1. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent on kodanda.cs@ahlada.com
2. During the EGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act shall be available for inspection.
3. Those persons, who have acquired shares and have become members of the Company after the dispatch of Notice of the EGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on the cut-off date i.e. Wednesday, 23rd August, 2023 shall view the Notice of the EGM on the Company’s website or on the website of Bigshare. Such persons may obtain the login ID and password by sending a request at ivote@bigshareonline.com . However, if he/ she is already registered with Bigshare for remote e-voting then he/ she can cast his/her vote by using existing User ID and password and by following the procedure as mentioned above or by voting at the EGM.

4. Voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, 23rd August, 2023. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
5. Every Client ID No/ Folio No. will have one vote, irrespective of number of joint holders.
6. Since the AGM will be held through Video Conferencing or Other Audio Visual Means, route map of venue of the AGM and admission slip is not attached to this Notice.

SCRUTINIZER’S REPORT AND DECLARATION OF RESULTS:

1. The Company has appointed M/s. VCSR & Associates, Practising Company Secretaries, vide firm registration No: P2014AP034200, as the Scrutinizer to scrutinize the remote e-voting and the e-voting at the EGM in a fair and transparent manner.
2. The Scrutinizer shall, after the conclusion of e-voting at the EGM, first count the votes cast vide e-voting at the EGM and thereafter shall, unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company. He shall submit a Consolidated Scrutinizer’s Report of the total votes cast in favour or against, not later than 48 (forty eight) hours of the conclusion of the EGM, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
3. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.ahlada.com and on the website of Bigshare Services i.e. <https://ivote.bigshareonline.com>. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the shares of the Company are listed.

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

Item No. 1

REGULARIZATION OF APPOINTMENT OF MR. SRIDHAR PENTELA (DIN: 10182432) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Pursuant to the provisions of section 149, 150, 152, 161 read with Schedule IV Companies Act, 2013 and the Articles of Association of the Company and Regulation 17 of SEBI (Listing Obligations & Disclosures Requirements) Regulations 2015, Shri. Sridhar Pentala, (DIN:10182432) was appointed as an additional Director of the Company in the category of 'Non-Executive Independent' the board of Directors in their meeting held on May 30th, 2023. The Board hereby recommends your approval by way of special resolution for regularization of the same Director as Independent Director in the ensuing EGM respectively w.e.f. May 30th, 2023 who is not liable to retire by rotation subject to his election as an Independent Director by the members at this Extra Ordinary General Meeting.

Based on the recommendations of Nomination and Remuneration Committee, the Board considers that keeping in view of his vast expertise and knowledge; it will be in the interest of the Company to appoint him as an Independent Director. Accordingly, the Board recommends the resolution in relation to his appointment as an Independent Director pursuant to provisions of Section 149,150,152 and read with Schedule IV of the Act for the approval by the shareholders of the Company.

Shri. Sridhar Pentela, aged 42 years. He holds a bachelor's degree in MBA, FRM, LLB and is also a fellow member of the Institute of Company Secretaries of India. He has experience of over 20 years in Defense, Auditing in Defense accounts department, DRDO, and Company Secretarial work. Mr. Sridhar Pentela started his career in 1999 with the Indian Navy. Apart from routine work of Indian Navy, he has worked in Project Brahmos (Joint Venture of India and Russia) and DRDO, Hyderabad. He then joined in Defense Accounts Department as Auditor and has exposure of final settlement of soldiers retiring, TDS, PF etc. As a Company Secretary, he has over 05 years experience in corporate and individual practice.

Shri. Sridhar Pentela, is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given his consent of Director in the form of DIR-2 along with declarations received from the proposed Director pursuant to Section 164(2) of the Companies Act, 2013 read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 vide Form DIR-8 and general notice of disclosure received from all the Directors pursuant to Section 184 of the Companies Act, 2013 indicating their Directorships and shareholdings held in other companies/body corporate/firms/other associations as on date in Form MBP-1.

Save and except Shri. Sridhar Pentela, Independent Director, being an appointee, none of the Directors/Key Managerial Personnel of the Company/their relatives is in any way concerned or interested financially or otherwise, in the resolution set out in the Notice.

The Board recommends the Special Resolution set out at Item No.1 of the Notice for approval by the shareholders.

By Order of the Board of Directors
For M/s. **Ahlada Engineers Limited**

Place: Hyderabad
Date: 07.08.2023

Sd/-
Pusuluru Kodanda Rami Reddy
Company Secretary & Compliance Officer

ANNEXURE TO ITEM NO: 1 OF THE NOTICE

Details of Directors seeking appointment/re-appointment at the Extra-Ordinary General Meeting of the Company to be held on Wednesday August 30, 2023

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings]

Name of the Director	Shri. Sridhar Pentela,
Director Identification Number (DIN)	10182432
Date of Birth	15.08.1980
Nationality	Indian
Date of appointment on Board	30.05.2023
Qualification	Shri. Sridhar Pentela, aged 42 years. He holds a bachelor's degree in MBA, FRM, LLB and is also a fellow member of the Institute of Company Secretaries of India. has experience of over 20 years in Defense, Auditing in Defense accounts department, DRDO, and Company Secretarial work. Mr. Sridhar Pentela started his career in 1999 with the Indian Navy. Apart from routine work of Indian Navy, he has worked in Project Brahmos (Joint Venture of India and Russia) and DRDO, Hyderabad. He then joined in Defense Accounts Department as Auditor and has exposure of final settlement of soldiers retiring, TDS, PF etc. As a Company Secretary, he has over 05 years experience in corporate and individual practice
Shareholding in the company	Nil
List of Directorships held in other listed Companies.	Nil
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	Nil
Relationship	Nil