

## RIGHT ISSUE

### SCHEDULE OF WORKS RELATED TO EVERY DEPARTMENT

#### Secretarial Department (Company Secretary)

| S. No. | Descriptions                                                                                                                                                                                                                                                                                                                                                                          |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1      | Copy of the Memorandum and Articles of Association and amendments thereof                                                                                                                                                                                                                                                                                                             |
| 2      | Details of changes in the name of the company, certificates for the same                                                                                                                                                                                                                                                                                                              |
| 3      | Soft copy of Articles of Association                                                                                                                                                                                                                                                                                                                                                  |
| 4      | <b>Major Events, in the "History of the Company"</b><br>-Raising capital in the form of equity or debt                                                                                                                                                                                                                                                                                |
| 5      | Copy of the Offer Document of last Public / Rights Issue                                                                                                                                                                                                                                                                                                                              |
| 6      | Write-up on history and present business of the company                                                                                                                                                                                                                                                                                                                               |
| 7      | Details regarding the activities of such companies, Board of Directors, Date of Incorporation and <b>last 3 years audited Balance Sheets</b> and Annual Returns, details of sale and purchase between companies in the promoter group if the value of such transactions exceeds 10% of the total sale or purchases of the issuer is to be provided.                                   |
| 8      | Brief on companies from which the promoters have disassociated in the last 3 years along with the reasons thereof.                                                                                                                                                                                                                                                                    |
| 9      | Brief on any conflict of interest with the issuer company, actual or potential.                                                                                                                                                                                                                                                                                                       |
| 10     | Details of related party transactions along with its effect on the financial performance of the issuer                                                                                                                                                                                                                                                                                |
| 11     | Any adverse factor like losses in previous years, reporting to BIFR, negative networth or any winding up case                                                                                                                                                                                                                                                                         |
| 12     | Directors- Biodata duly signed by them giving their age, qualification, experience and other directorship details as per Annexure attached.                                                                                                                                                                                                                                           |
| 13     | Details of borrowing powers of Directors                                                                                                                                                                                                                                                                                                                                              |
| 14     | Shareholding of directors, including qualification shares, if any held by them in the company                                                                                                                                                                                                                                                                                         |
| 15     | Full particulars of nature and extent of the interest of every director in promotion of the company or interest of directors in property acquired by company                                                                                                                                                                                                                          |
| 16     | Compliance with clause 49 (corporate governance) of listing agreement                                                                                                                                                                                                                                                                                                                 |
| 17     | Copy of Form No. 24AA, 29 & 32 regarding particulars of Directors.                                                                                                                                                                                                                                                                                                                    |
| 18     | Bio-data, cop of PAN Card, passport, Voter Id, Bank Account details, income tax returns for last 5 years, in case if individual promoters                                                                                                                                                                                                                                             |
| 19     | In case promoter is body corporate, company registration number, address of ROC, Charter document, change in management, nature of business, copy of pan, bank account, and last 3 years income tax return with Audited financial statements In case partnership firm is one of the promoter, then copy of partnership deed, last 3 years audited financials with IT return and PAN . |
| 20     | Share capital history- split, reduction, etc. including details of shares issued for consideration other than cash                                                                                                                                                                                                                                                                    |
| 21     | Capital build up of the Promoter after last Public Issue / Rights issue                                                                                                                                                                                                                                                                                                               |
| 22     | Aggregate no. of securities sold or purchased by promoter group and directors during a period of twelve months prior to date of filing with SEBI and to be updated at the                                                                                                                                                                                                             |

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|    | time of filing with Stock Exchange, mention minimum and maximum price along with dates                                                                                                                                                                                         |
| 23 | Details regarding major shareholders: top 10                                                                                                                                                                                                                                   |
| 24 | Minutes of Board Meeting and General Body Meeting of the company duly authorizing the issue of shares to the Public. Copy of resolution passed u/s 81(1) and 293                                                                                                               |
| 25 | Copy of resolution for increase in authorized Capital and Form No. 5 & 2 duly submitted to ROC., copy of Certificate for conversion into a public limited company                                                                                                              |
| 26 | Resolution for appointment of managing director and Whole-time Director, subsequent approval from Central Govt. (if required)                                                                                                                                                  |
| 27 | Resolution for Bonus Issues, if any                                                                                                                                                                                                                                            |
| 28 | Resolution for appointment of Auditors                                                                                                                                                                                                                                         |
| 29 | Resolutions pertaining to borrowing of funds, transfer of assets, face value splits and other such material events.                                                                                                                                                            |
| 30 | Shareholders approvals for ESOP, if any                                                                                                                                                                                                                                        |
| 31 | Capital Market history of the listed Companies in the group which came out with a public issue during last three years                                                                                                                                                         |
| 32 | Redressal of Investor Grievances in respect of any listed company                                                                                                                                                                                                              |
| 33 | Industry regulations - <b>To be included in Legal Counsel Report</b>                                                                                                                                                                                                           |
| 34 | Key shareholder agreements, JV agreements, and other agreements if any restricting transfers of shares or relating to the management, ownership or control and any other such agreements restricting the rights of shareholders. <b>To be included in Legal Counsel Report</b> |
| 35 | Agreement with Strategic partners/Technology Transfer/Technical Tie ups, if any                                                                                                                                                                                                |
| 36 | Agreement with Financial Partners, if any                                                                                                                                                                                                                                      |
| 37 | form 32, form 5, form 2 since inception                                                                                                                                                                                                                                        |
| 38 | Register of Inter-corporate loans, Charges, Contracts, Contracts entered by directors, Investments, Required to be kept under section 301 of Cos. Act, 1956 or any other registers to be maintained.                                                                           |
| 39 |                                                                                                                                                                                                                                                                                |
| 40 |                                                                                                                                                                                                                                                                                |

### ACCOUNTS DEPARTMENT (GM FINANCE)

|    |                                                                                                                                                                                                                                        |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1  | - <b>Audited</b> Financial Accounts for last 5 years of the Company.                                                                                                                                                                   |
| 1A | - <b>Tax benefits</b> statement from Statutory Auditor                                                                                                                                                                                 |
| 2  | - <b>Restated</b> financial statements for last 5 years by statutory auditors                                                                                                                                                          |
| 3  | - <b>Copy</b> of IT returns filed for last 5 years.                                                                                                                                                                                    |
| 4  | - <b>NOC</b> for the Issue from the Banker of the Company                                                                                                                                                                              |
| 5  | - <b>Sanction</b> letter for Working capital and other loans from Banks or any financial assistance from private financiers                                                                                                            |
| 6  | - <b>Detail</b> of unsecured loans along with confirmation from parties                                                                                                                                                                |
| 7  | - <b>Detailed</b> calculations for WC requirements for next 3 years if one of the objects of the Issue is for raising long term working capital.                                                                                       |
| 8  | Details of any Outstanding Litigation, Suits, Legal Proceedings including tax liabilities involving Company, Promoter, Subsidiaries, Promoter Group and Directors.                                                                     |
| 9  | Any overdues to Banks / Financial Institutions, Non Payment of Statutory dues, any default in dues payable to holders of ant debentures, fixed deposit or preference shares and details of any economic / civil / criminal proceedings |
| 10 | Details of any disciplinary action by SEBI or Stock Exchange against the Company, Promoter, Subsidiaries, Promoter Group and Directors                                                                                                 |
| 11 | Details of <b>credit ratings</b> if any taken by the Company or any group / associate companies in the last 3 years                                                                                                                    |
| 12 | List of insurance policies held by the company giving details of assets insured/ nature, value, period of insurance cover, and premium paid.                                                                                           |

### HR DEPARTMENT (HR MANAGER)

| S. No. | Descriptions                                                                                 |
|--------|----------------------------------------------------------------------------------------------|
| 1      | Key Management Personnel- Biodata giving their name, age, qualification, experience and CTC. |
| 2      | Changes in key management personnel in last 3 years.                                         |
| 3      | HR policies and number of permanent employees.                                               |
| 4      |                                                                                              |
| 5      |                                                                                              |

## MANAGEMENT OF THE COMPANY (BOD)

| S. No. | Descriptions                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1      | <b><u>Major Events, in the "History of the Company"</u></b><br>-Capacity/ facility creation, products, marketing, competition, etc.<br>-Time/ cost overrun in setting up projects, including present project<br>-Defaults/ reschedulement with financial institutions/ banks, conversion of loans into Equity along with reasons thereof, lock out, strikes and reasons for the same.                                                            |
| 2      | Awards, recognitions won by the company                                                                                                                                                                                                                                                                                                                                                                                                          |
| 3      | Details of existing plant and machinery                                                                                                                                                                                                                                                                                                                                                                                                          |
| 4      | A brief write up on the technology of the existing project and as well as the forthcoming project.                                                                                                                                                                                                                                                                                                                                               |
| 5      | A brief on the market for the products of the Company like previous sale figures for the industry, past trends, future prospects (including exports), demand and supply forecasts etc.                                                                                                                                                                                                                                                           |
| 6      | Product details along with its uses                                                                                                                                                                                                                                                                                                                                                                                                              |
| 7      | Installed Capacity of existing projects and manufacturing process                                                                                                                                                                                                                                                                                                                                                                                |
| 8      | Details of Utilities like power, load, water connection etc.                                                                                                                                                                                                                                                                                                                                                                                     |
| 9      | Order in hand from customers for the product                                                                                                                                                                                                                                                                                                                                                                                                     |
| 10     | Marketing and Selling arrangement                                                                                                                                                                                                                                                                                                                                                                                                                |
| 11     | Object of the Issue i.e. Cost of project and means of finance. Copy of project report/ copy of appraisal report if any                                                                                                                                                                                                                                                                                                                           |
| 12     | Copy of Land / Property documents owned by the Company. In case of leasehold / rented property a copy of lease deed / rent deed                                                                                                                                                                                                                                                                                                                  |
| 13     | Name of Architect and fee payable to them if the project includes construction of building also.                                                                                                                                                                                                                                                                                                                                                 |
| 14     | Details of construction under proposed project -built up area, type of construction, etc.- certified by project contractors                                                                                                                                                                                                                                                                                                                      |
| 15     | Schedule of implementation                                                                                                                                                                                                                                                                                                                                                                                                                       |
| 16     | Brief / Reports if available from expert agencies / Consultants / Government agencies / studies Conducted by well known agencies regarding market demand and supply for the product / industry scenario, etc. (source of the data / information required for mentioning in the Offer Document). (In case there is a restriction / copyright by the publisher / agency for reproducing the contents, the prior permission be taken by the issuer) |
| 17     | Details of imported/ indigenous plant and machinery, copy of quotation, date of placement of order and expected date of delivery                                                                                                                                                                                                                                                                                                                 |
| 18     | Details of machinery/equipment received so far                                                                                                                                                                                                                                                                                                                                                                                                   |
| 19     | Supporting documents for establishment of cost                                                                                                                                                                                                                                                                                                                                                                                                   |
| 20     | Letter of intent/SIA registration/Copy of application to ministry of Industries for registration, if any.                                                                                                                                                                                                                                                                                                                                        |
| 21     | Necessary clearances – govt., statutory bodies, municipal corporation, etc for setting up of                                                                                                                                                                                                                                                                                                                                                     |

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|    | project. Copy of approvals or applications for the same. If clearances yet to be applied, time frame for obtaining.   |
| 22 | Permission with respect to land and permission From local authority to construct.                                     |
| 23 | Environmental clearances like pollution control etc.                                                                  |
| 24 | Sanction for Power and Water, if applied for new project, then copy of the application                                |
| 25 | Organization structure                                                                                                |
| 26 | Brief on the <b>future outlook</b> of the business of the Company                                                     |
| 27 | Name of competitors and expected competition in the industry in near future.                                          |
| 28 | Details of Intellectual Property Rights (patents, trademarks, brands) - <b>To be included in Legal Counsel Report</b> |
| 29 | All non competition agreements and confidentiality / non-disclosure and standstill agreements                         |

### AUDITOR OF THE COMPANY

| S. No. | Descriptions                           |
|--------|----------------------------------------|
| 1      | Peer Review Certificate of the Auditor |
| 2      |                                        |
| 3      |                                        |