

**HIGH ENERGY BATTERIES (INDIA) LIMITED**

CIN: L36999TN1961PLC004606

Regd. Office: "Esvin House", 13, Old Mahabalipuram Road, Perungudi, Chennai 600 096.

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**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE is hereby given that the **64<sup>th</sup> Annual General Meeting of HIGH ENERGY BATTERIES (INDIA) LIMITED will be held on Saturday, the 21<sup>st</sup> June, 2025 at 11.00 A.M. through Video Conference (VC) / Other Audio-Visual Means (OAVM)** to transact the following business:

**ORDINARY BUSINESS**

**1. Adoption of Financial Statements**

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

**"RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 and the Reports of the Board of Directors' and Auditors' thereon be and are hereby considered and adopted."

**2. Dividend Declaration**

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

**"RESOLVED THAT**

- (i) a dividend of ₹ 3/- (Rupees Three only) per Equity share for the financial year 2024 – 25 be and is hereby declared on 89,63,840 equity shares of ₹ 2/- each fully paid-up;
- (ii) the dividend be paid to the shareholders whose names appear in the Register of Members of the company in the case of physical holding and to the beneficial owners of shares recorded with the Depositories in the case of Demat holding as per details furnished by the National

Securities Depository Limited (NSDL) / Central Depository Services (India) Ltd (CDSL) as on Friday, the 06<sup>th</sup> June, 2025."

**3. Reappointment of retiring Director**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**.

**"RESOLVED** that pursuant to Section 152 of the Companies Act, 2013 and relevant rules framed thereunder, including any modification(s) thereto or re-enactment(s) thereof, for the time being in force, Mr. N. Gopalaratnam (DIN: 00001945), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby reappointed as a Director of the Company, liable to retire by rotation."

**SPECIAL BUSINESS**

**4. Appointment of Secretarial Auditor**

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

**"RESOLVED THAT** pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013, read with the Rules and Regulations framed thereunder [including any statutory modification(s) or re-enactment thereof for the time being in force] and in terms of recommendation of the Board of Directors of the Company, approval of the shareholders be and is hereby accorded for the appointment of M/s. V Suresh Associates,

## **NOTICE TO THE SHAREHOLDERS**

Practising Company Secretaries (bearing Firm Registration No. P2016TN053700, Peer Review Cert.No.6366/2025) as Secretarial Auditor of the Company for a term of Five (05) consecutive financial years from FY 2025-26 to FY 2029-30;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized (i) to vary the remuneration for the Secretarial Auditor from time to time on assessment of role and responsibilities (ii) to do all such acts, deeds or things as may be necessary, proper or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto.”

(By order of the Board)

For **HIGH ENERGY BATTERIES (INDIA) LIMITED**

**V ANANTHA SUBRAMANIAN**  
Company Secretary

Chennai  
10<sup>th</sup> May, 2025

### **I. NOTES:**

#### **1. AGM THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO-VISUAL MEANS (OAVM):**

The Ministry of Corporate Affairs (MCA) vide its General Circular Nos. 20/20 dated 05.05.2020, 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 22/2020 dated 15.06.2020, 33/2020 dated 28.09.2020, 39/2020 dated 31.12.2020, 10/2021 dated 23.06.2021, 20/2021 dated 08.12.2021, 03/2022 dated 05.05.2022 and 11/2022 dated 28.12.2022, No.09/2023 dated 25.09.2023 and 09/2024 dated 19.09.2024 and further in accordance with the applicable provisions of the Act and the said Circulars issued by MCA and SEBI,

Companies are allowed to hold their Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) till 30<sup>th</sup> September, 2025 without the physical presence of members at a common venue.

Accordingly, the 64<sup>th</sup> Annual General Meeting (e-AGM) of the Company will be held through Video Conference (VC) / Other Audio-visual Means (OAVM). Shareholders can attend and participate in the e-AGM through VC/OAVM only. The registered office of the Company shall be deemed to be the venue for the e-AGM.

#### **2. QUORUM / PROXY FORM/ ATTENDANCE SLIP:**

**A shareholder entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a shareholder of the Company.**

However, as this AGM is being held through VC / OAVM, physical attendance of shareholders is dispensed with. Accordingly, the facility for appointment of proxies by the shareholders is not applicable for this e-AGM. Hence the proxy form and attendance slip are not being annexed to this Notice and the resultant requirement for submission of proxy forms does not arise.

The Shareholders attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Pursuant to Section 113 of the Companies Act, 2013, Corporate shareholders entitled to appoint authorized representatives are requested to send a duly certified copy of Board Resolution authorizing their representative(s) to attend and vote at the e-AGM.

## NOTICE TO THE SHAREHOLDERS

### 3. PARTICULARS OF DIRECTORS:

In terms of the Regulation 36(3) of the SEBI(LODR) Regulations, 2015 read with Secretarial Standards -2 on General Meeting, particulars of Director, seeking reappointment in this AGM, is given in **Appendix – A** that forms part of this Notice.

### 4. EXPLANATORY STATEMENT:

A statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business and Regulation 17(1A) of the SEBI (LODR) Regulations, 2015 the Special Resolution to be transacted at the meeting is annexed hereto.

### 5. BOOK CLOSURE:

Pursuant to Section 91 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Register of members and Share Transfer Books of the Company will remain closed from Saturday, the 07<sup>th</sup> June, 2025 to Saturday, the 21<sup>st</sup> June, 2025 (Both days inclusive).

### 6. RECORD DATE:

The Record Date, for the purpose of determining shareholders who are eligible to receive Dividend for FY 2024 – 2025 is fixed on Friday, the 06<sup>th</sup> June, 2025.

### 7. DIVIDEND:

Dividend on declaration will be paid on or before Saturday, the 28<sup>th</sup> June, 2025, electronically to those members who have updated their bank details with their Depository Participants (DP) or with the Company / Registrar and Transfer Agent (RTA). The payment of such dividend is subject to deduction of tax at source.

Members are requested to update their PAN KYC details with their Depository Participants (DP) or with the Company / RTA to receive the Dividend directly into their bank account on the payout date.

### 8. TAX ON DIVIDEND:

Shareholders may note that the Income Tax Act, 1961, ("the IT Act"), as amended by the Finance Act, 2020, mandates that Dividend paid or distributed by a Company after April 01, 2020 shall be taxable in the hands of Members.

Declaration in Form No. 15G (applicable to any person other than a Company or a firm) / Form No. 15H (applicable to an individual who is 60 years and above), fulfilling certain conditions to claim exemption from deduction of tax at source should be sent through email to the RTA on or before Friday, the 06<sup>th</sup> June, 2025. Please download Form 15G / 15H from the Income Tax website [www.incometaxindia.gov.in](http://www.incometaxindia.gov.in).

The details in this regard are given in **Appendix - B** to this Notice.

### 9. UNCLAIMED DIVIDEND:

In terms of Section 124 of the Act, 2013, the dividend declared by the Company, for earlier years, which remain unclaimed/unpaid for a period of Seven years will be transferred to the Investor Education and Protection Fund (IEPF), established by the Central Government, within the due date for transfer. Further, the Shares in respect of which dividend has not been paid or claimed for seven consecutive years or more had been transferred to Investor Education and Protection Fund.

Pursuant to The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company is posting the required details of Unclaimed / Unpaid dividend referred to under Section 124 of the Act, 2013, in the Company website <https://www.highenergy.co.in/investor-info/> under the section "Unpaid Dividend" and also on the website of MCA viz., [www.iepf.gov.in](http://www.iepf.gov.in). The particulars of due dates

## NOTICE TO THE SHAREHOLDERS

for transfer of such unclaimed/unpaid dividends along with the shares to IEPF are furnished in the "Report on Corporate Governance", forming part of the Annual Report.

### 10. ATTENDING e-AGM:

The Company has appointed Central Depository Services (India) Limited (CDSL) to provide VC / OAVM facility. The detailed procedure and manner for participating in e-AGM through VC/OAVM is given in **Appendix - C** to this Notice.

### 11. VOTING RIGHTS:

The Cut-off date for the purpose of determining shareholders who are eligible for Remote e-voting / e-voting at AGM is fixed as Saturday, the 14<sup>th</sup> June, 2025.

### 12. VOTING PROCESS:

Shareholders can cast their votes through Remote e-Voting or at the AGM through e-Voting. Remote e-Voting period commences on Wednesday, the 18<sup>th</sup> June, 2025 (09:00 A.M.) and ends on Friday, the 20<sup>th</sup> June, 2025 (05:00 P.M.). The detailed process and instructions, is given in **Appendix - C** to this Notice.

### 13. MAILING OF e-AGM NOTICE & ANNUAL REPORT:

In deference to extant MCA / SEBI circulars, Notice of 64<sup>th</sup> AGM, inter alia indicating the process and manner of e-voting along with instructions to attend the Annual General Meeting through Video-Conferencing / Other Audio-Visual Means (VC/OAVM) and the Annual Report for FY 2024 -25, are being sent only by email to those Shareholders whose email address is registered either with the Company / RTA/ Depository Participants. Shareholders who have not registered their email address, can register the same as per the procedure given in the Notice. The physical copies of Annual Report 2024-25 will be sent

only to such of those shareholders who would make a valid request in this regard.

Pursuant to Regulation 36 (1) (b) of SEBI (LODR) Regulations, 2015, a letter providing the web-link, including the exact path, where complete details of the Annual Report for FY 2024-25 of our company is available is being sent to those who have not registered their e-mail address with Company / RTA/ Depository Participants. Shareholders holding shares in Physical / demat form who have not registered their email address with the Company can get the same registered as per the procedure given (Refer S.No.14 below).

The AGM notice and the Annual Report are available on the website of the Company at <https://www.highenergy.co.in/financials/annual-reports/>, Stock Exchange i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e., [www.evotingindia.com](http://www.evotingindia.com).

### 14. PROCEDURE FOR OBTAINING THE ANNUAL REPORT, AGM NOTICE AND E-VOTING INSTRUCTIONS BY THE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DPs/ RTA:

Shareholders are advised to register/ update their email address and mobile number immediately; in case they have not done so earlier:

- In case of shares held in Demat mode, with their respective DPs.
- In case of shares held in physical mode, the shareholders are requested to send an email to our RTA – M/s. Cameo Corporate Services Limited at [investor@cameoindia.com](mailto:investor@cameoindia.com) mentioning the Name of Member(s), Folio number along with a self-attested copy of PAN card.

## NOTICE TO THE SHAREHOLDERS

- After due verification, M/s. Cameo Corporate Services Limited (the RTA) will send login credentials for attending the AGM and voting to the registered email address.
- Shareholders are advised to send the above documents to the RTA before the book closure date i.e., Saturday, the 07<sup>th</sup> June, 2025 to receive the Annual Report for the FY 2024 –25 through email.
- Please note that as a valued shareholder of the Company, you are always entitled to request and receive all such communication in physical form free of cost. Further, the documents served through email are available on the Company's website <https://www.highenergy.co.in/> and are also available for inspection at the Registered Office of the Company during specified business hours (Monday to Saturday 09:00 AM to 05:00 PM).
- Any person who becomes a shareholder of the company after dispatch of the AGM Notice and holding shares as on the cut-off date may obtain the user Id and password by contacting the RTA at [investor@cameoindia.com](mailto:investor@cameoindia.com) mentioning the Name of Member(s), Folio number along with a self-attested copy of PAN card.

### 15. INSPECTION:

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 the Directors are interested under Section 189 of the Act and all other documents referred in notice will be available for inspection in electronic mode. Shareholders can send an email for this purpose to [hebcnn@highenergy.co.in](mailto:hebcnn@highenergy.co.in).

### II. EXPLANATORY STATEMENT:

**(Pursuant to Section 102(1) of the Companies Act, 2013 and Regulation 17(1A) of the SEBI (LODR) Regulations, 2015, forming part of the Notice)**

#### **Item No 3: Re-appointment of retiring Director**

Mr. N Gopalaratnam [DIN:00001945], has been associated with our company since 1991. He comes under the promoter category.

Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2018 effective from 01<sup>st</sup> April 2019 requires that special resolution is to be passed by the shareholders for the appointment of a person or his continuance in the directorship of a company if he has attained the age of 75 years. Since Mr. N Gopalaratnam has attained the age of 75 years, it is proposed to pass a special resolution for the current re-appointment.

Mr. N Gopalaratnam, who is presently the Non-Executive, Chairman and Non - Independent Director of the Company, is associated with the company actively since 1991 and under his stewardship, the Company has witnessed tremendous growth and performance. In the opinion of the Board, he is suitable for being continued as a director of the company.

Particulars required under Regulation 36(3) of the Listing Regulations are given in **Appendix – A** that forms part of this Notice.

Except Mr. N Gopalaratnam, no other Director or key managerial personnel of the Company or their relatives are concerned or interested financially or otherwise, in this item of business.



## **NOTICE TO THE SHAREHOLDERS**

The Board accordingly recommends the Special Resolution set out in Item No.3 of the Notice for approval of the Shareholders of the Company.

### **Item No 4: Appointment of Secretarial Auditor**

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI-LODR), on the basis of recommendation of the Board of Directors of the Company, the Secretarial Auditor shall be appointed, subject to the approval of shareholders in the Annual General Meeting of the Company.

M/s. V Suresh Associates, Practicing Company Secretaries, is a registered partnership firm having extensive experience of more than 20 years in providing professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audit, Due Diligence Audits, Compliance Audits and Legal services. The firm has its establishment in Chennai with Associates located at Bengaluru, New Delhi, Mumbai and Kolkata. M/s. V Suresh Associates holds a peer review certificate (Certificate No. 6366/2025) valid up to 31.01.2030 issued by the Peer Review Board of Institute of Company Secretaries of India.

The Board vide its meeting held on 10.05.2025 has recommended the appointment of M/s. V Suresh Associates, Practicing Company Secretaries, (bearing Firm Registration No. P2016TN053700, Peer Review Cert. No.6366/2025) as Secretarial Auditor of the Company for a term of Five (05) consecutive financial years from FY 2025-26 to FY 2029-30 with a remuneration of ₹ 1,25,000/- (plus

applicable taxes, travel and out of pocket expenses) for Secretarial Audit Report, subject to approval of shareholders. Further, the Board of Directors are authorised to vary the remuneration for the Secretarial Auditor from time to time on assessment of role and responsibilities.

The company has received the written consent from M/s. V Suresh Associates confirming their eligibility for appointment of Secretarial Auditors under Regulation 24A of SEBI (LODR) Regulation, 2015 and Companies Act, 2013. The services to be rendered by M/s. V Suresh Associates as Secretarial Auditor are within the purview of Regulation 24 (1B) of SEBI (LODR) Regulations, 2015 read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 and FAQ's issued there on April 23, 2025.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, in this item of business.

Considering the expertise and experience of M/s. V Suresh Associates, the Board accordingly recommends the Ordinary Resolution set out in Item No.4 of the Notice for approval of the Shareholders of the Company.

(By order of the Board)

For **HIGH ENERGY BATTERIES (INDIA) LIMITED**

**V ANANTHA SUBRAMANIAN**  
Company Secretary

Chennai  
10<sup>th</sup> May, 2025

**APPENDIX-A**

**Details of Directors seeking reappointment at the 64<sup>th</sup> Annual General Meeting  
[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015 and Secretarial Standards 2 issued by the Institute of Company Secretaries of India.]**

<b>Disclosure Particulars</b>	<b>Details</b>
Name of the Director seeking reappointment	Mr. N Gopalaratnam
Director Identification Number (DIN)	00001945
Date of Birth / Age	15.04.1947 / 78 Years
Nationality	Indian
Date of First Appointment on the Board	06.06.1991
Qualification	B.Sc., (Physics), B.E. (Mech Engg)
Experience & Expertise	Long and Varied experience in Management of Projects, Operations and overall management of diverse industries engaged in Pulp, Paper, Sugar and Batteries.
Terms & Conditions of re-appointment	Proposed to be re-appointed as Non-Executive Director, liable to retire by rotation.
Details of Shares held in the Company	51000 Shares [0.57%].
Remuneration proposed to be paid	Sitting fee and Commission as decided by Board within the ceiling approved by shareholders.
Remuneration last drawn (FY 2024 - 25)	Sitting fee - ₹ 2.70 lakhs, Commission - ₹ 3 lakhs
Relationship with other directors, manager and key managerial personnel	Nil
Number of Board meetings attended during the year 2024 – 25	Held: 5 Attended: 5
Directorship in other listed companies	Chairman 1. M/s. Seshasayee Paper and Boards Limited 2. M/s. Ponni Sugars (Erode) Limited
Memberships/ Chairmanship of Committees in Other Listed Companies	Chairman 1. Stakeholders Relationship Committee and CSR Committee – M/s. Ponni Sugars (Erode) Limited Member 1. Stakeholders Relationship Committee, CSR Committee and Audit Committee – M/s. Seshasayee Paper and Boards Limited 2. Nomination and Remuneration Committee – M/s. Ponni Sugars (Erode) Limited
Resignation of directorships from listed entities during past three years	Nil

## APPENDIX-B

### **Tax Deduction at Source (TDS) provisions under the Income Tax Act, 1961, for Resident and Non-Resident shareholder categories, on the Dividend payment:**

As per Indian Income Tax Act, 1961 (Act), dividend paid or distributed by a company is taxable in the hands of shareholders at the applicable Tax Deduction at Source (TDS) provisions under the Act for Resident and Non-Resident shareholder categories.

#### **I. For Resident Shareholders**

Tax is required to be deducted at source under Section 194 of the Act, at the rate of 10% on the amount of dividend where shareholders have registered their valid Permanent Account Number (PAN). In case, shareholders do not have PAN / Invalid PAN/ PAN not linked with Aadhar/ not registered their valid PAN details in their account or classified as “specified person” in the income-tax portal, TDS at the rate of 20% shall be deducted under Section 206AA of the Act.

##### **a. Resident Individuals**

No tax shall be deducted on the dividend payable to resident individuals if:

- i. Total dividend amount to be received by them during the Financial Year (FY) 2025-26 does not exceed ₹ 10,000/-; or
- ii. The shareholder provides Form 15G (applicable to individual) / Form 15H (applicable to an Individual above the age of 60 years), provided that all the required eligibility conditions are met. Please note that all fields are mandatorily to be filled up and Company may at its sole discretion reject the form, if it does not fulfill the prescribed requirement under the Act. The Declaration in Form 15G (applicable to any person other than a Company or a firm) and 15H (applicable to an Individual who is 60 years and older) based on the conditions applicable on ‘case to case’ basis, could be downloaded from the Income Tax website [www.incometaxindia.gov.in](http://www.incometaxindia.gov.in).
- iii. Exemption certificate issued by the Income-tax Department, if any along with the self-attested copy of PAN Card.

#### **II. For Non-resident Shareholders**

##### **a. As per Domestic Tax Law**

Taxes are required to be withheld in accordance with the provisions of Section 195 of the Act as per the rates as applicable. As per the relevant provisions of the Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to them. In case, non-resident shareholders who provide a certificate issued under Section 195/197 of the Act, for lower/ Nil withholding of taxes, rate specified in the said certificate shall be considered, on submission of self-attested copy of the same.

##### **b. As per Double Tax Avoidance Agreement (DTAA)**

As per Section 90 of the Act, the non-resident shareholder has the option to be governed by the provisions of the DTAA between India and the country of tax residence of the shareholder, if they are more beneficial to them. For this purpose, i.e., to avail DTAA benefit, the non-resident shareholders are required to submit the following:



## **APPENDIX-B**

- i. Self-attested copy of the PAN card allotted by the Indian Income Tax authorities.
- ii. Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country in which the shareholder is a resident.
- iii. Shareholders who have PAN and propose to claim treaty benefit need to mandatorily file the Form 10F online at the link <https://eportal.incometax.gov.in/> with effect from April 01, 2023 to avail the benefit of DTAA.
- iv. Self-declaration by shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement.
- v. NSE & BSE vide their circulars dated 25.10.2024 have informed that NSDL has developed a tax services platform. This will enable Custodians of FPIs to upload client documents like Form 10F, permanent establishment document, tax residency certificate once in a financial year to claim tax benefit which can be accessed by Issuers and Registrars and Transfer Agent (RTAs) and listed companies for determining the TDS rate.

It is recommended that shareholders should independently satisfy their eligibility to claim DTAA benefit including meeting of all conditions laid down by DTAA.

Kindly note that the Company is not obligated to apply beneficial DTAA rates at the time of tax deduction / withholding on dividend amounts. Application of beneficial rate as per DTAA for the purpose of withholding taxes shall depend upon completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholder.

### **PAYMENT OF DIVIDEND**

The dividend on Ordinary Shares for FY 2024-25 will be paid after deducting the tax at source as mentioned in the earlier paragraphs. The following provisions under the Act will also be considered to determine the applicable TDS rate:

#### **a. TDS to be deducted at higher rate in case of non-filers of Return of Income**

The provisions of Section 206AB require the deductor to deduct tax at higher of the following rates from amount payable / to be credited to specified person:

- i. At twice the rate specified in the relevant provision of the Act; or
- ii. At twice the rates or rates in force; or
- iii. At the rate of 5%

The non-resident who does not have the permanent establishment and resident who is not required to file a return under section 139 of the Act are excluded from the scope of a specified person.

However, as directed by the Central Board of Direct Taxes vide Circular No. 11 of 2021 dated June 21, 2021, the Company will be using functionality of the Income-tax department for determination of "Specified Person" for the purpose of Section 206AB of the Act.

## APPENDIX-B

### **b. TDS to be deducted at higher rate in case of non-linkage of PAN with Aadhaar**

As per Section 139AA of the Income Tax Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhar. In case of failure to comply to this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at the rate of 20% as per the provisions of section 206AA of the Act. The Company will be using functionality of the Income-tax department for the above purpose. Shareholders may visit <https://www.incometax.gov.in/iec/foportal/> for FAQ's issued by Government on PAN Aadhar linking.

### **c. Declaration under Rule 37BA**

In terms of Rule 37BA of the Income Tax Rules 1961, if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should file declaration with the Company in the manner prescribed in the Rules.

### **d. For shareholders having multiple accounts under different status / category**

Shareholders holding Ordinary shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

### **e. General**

Shareholders may note that the Company has notified record date for the purposes of Final Dividend for the FY 2024-25 as Friday, the 06<sup>th</sup> June, 2025 to the stock exchange.

The afore-mentioned documents, as applicable, are required to be emailed to [investor@cameoindia.com](mailto:investor@cameoindia.com).

All the relevant documents should reach us on or before 06<sup>th</sup> June, 2025 in order to enable the Company to determine and deduct appropriate TDS / withholding tax. Documents submitted after 06<sup>th</sup> June, 2025 will not be considered for payment of Dividend.

If the tax on said Dividend is deducted at a higher rate in absence of receipt of or incompleteness of the afore-mentioned details/documents, the shareholder may claim an appropriate refund in the return of income tax filing with their respective Tax Authorities.

No claim shall lie against the Company for such taxes deducted.

The Company will arrange to email a soft copy of the TDS certificate at the shareholders registered email ID in due course, post payment of the said Dividend.

Shareholders will also be able to see the credit of TDS in Form 26AS, which can be downloaded from their e-filing account at <https://eportal.incometax.gov.in>.

Shareholders are requested to refer to the Income Tax Act, 1961, and Rules thereunder for full details.

## **UPDATE OF BANK ACCOUNT DETAILS**

In order to facilitate receipt of dividend directly to their bank account, shareholders are requested to ensure that their bank account details in their respective Demat accounts/physical folios are updated, to enable the Company to make timely credit of dividend to their bank accounts.

## APPENDIX - C

### I. Procedure for participation in the 64<sup>th</sup> AGM through VC/OAVM:

1. The Company has engaged CDSL to provide VC/OAVM facility for its shareholders to participate in the e-AGM.
2. Shareholders will be able to attend the e-AGM by using their e-Voting login credentials.
3. Facility to join the meeting will open 30 minutes before the scheduled time of the e-AGM and will be kept open throughout the proceedings of the e-AGM.
4. Shareholders desiring to express their views/ ask questions during the meeting may register themselves as a speaker. Request for this may be mailed to [hebcnn@highenergy.co.in](mailto:hebcnn@highenergy.co.in) on or before Wednesday, the 18<sup>th</sup> June, 2025 (05:00 P.M.).
5. Only those shareholders who have registered themselves as a speaker will be allowed to express their views or ask questions at the e-AGM. The company reserves the right to restrict the number of questions and number of speakers depending upon the availability of time for conduct of the e-AGM.
6. Shareholders who do not wish to speak during the AGM but have queries or views may send the same in writing an e-mail to [hebcnn@highenergy.co.in](mailto:hebcnn@highenergy.co.in) in the same manner stated above. Their queries will be replied suitably by the company through email.
7. Shareholders are advised to quote their Name, DP ID / Client ID and Folio No. in all their communication.
8. Recorded transcript of the e-AGM will be uploaded on the website of the Company ([www.highenergy.co.in](http://www.highenergy.co.in)) as soon as possible.

### Help Center

Login type	Helpdesk details
Individual Shareholders holding securities in Demat Mode with CDSL or in Physical mode	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.1800 21 09911.
Individual Shareholders holding securities in Demat Mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call +91 (0)22- 4886 7000 and +91 (0) 22-2499 7000.

You may also refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under 'help' section.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Senior Manager, Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400 013 or send an email to [helpdesl.evoting@cdslindia.com](mailto:helpdesl.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911.

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### II. Voting Process & Instructions:

#### A. Remote e-Voting Facility

1. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the company is pleased to provide to its shareholders the facility to exercise their right to vote at the 64<sup>th</sup> Annual General Meeting (AGM) on resolutions proposed to be considered thereat by electronic means. For this purpose, "remote e-Voting" facility is offered whereby a shareholder can cast his vote using an electronic system from a place of his choice.
2. The Remote e-Voting facility is offered through e-Voting services provided by Central Depository Services (India) Limited (CDSL).
3. Remote e-Voting commences on **Wednesday, the 18<sup>th</sup> June, 2025 (09:00 A.M.)** and ends on **Friday, the 20<sup>th</sup> June, 2025 (05:00 P.M.)**. The e-Voting portal will thereupon be blocked by CDSL.

#### B. Login for Remote e-Voting / joining the meeting

1. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09<sup>th</sup> December, 2020 (rescinded through SEBI Master Circular dt.11.07.2023) 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/ Depository Participants. Shareholders are advised to update their mobile number and email Id in their Demat accounts for seamless access to e-voting facility.

SEBI vide its notification SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022 had mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Shareholders are advised to dematerialize the shares held by them in physical form. Shareholders can contact the Company for assistance in this regard.

2. In order to increase the efficiency of the voting process, all the Demat account holders, by way of a single login credential, through their Demat accounts/ websites of Depositories/ Depository Participants, will be able to cast their vote without having to register again with the E-voting Service Providers (ESPs).
3. In case of individual shareholders holding shares in Demat mode, access could be secured through respective Depositories (CDSL/ NSDL) e-Voting system. In case of non-individual shareholders in Demat mode and individual shareholders holding shares in physical mode, access could be secured only through CDSL e-Voting system.

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4. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Shareholders (user) who have opted for CDSL's 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 <b>Easi / Easiest</b> are <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System <b>Myeasi Tab</b>.</li> <li>2) After successful login the Easi/Easiest user will be able to see the e-Voting menu. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at: <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a> or <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration</a>. Proceed to complete registration using your DP ID, Client ID etc. After successful registration, please follow steps given above to cast your vote.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on the home page of <a href="http://www.cdslindia.com">www.cdslindia.com</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in Demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; e-Voting during the meeting.</li> </ol>

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Type of shareholders	Login Method
	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Alternatively, the user can directly visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and e-voting.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in Demat mode) login through their <b>Depository Participants (DP)</b>	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’s website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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



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### 5. Registration of e-mail or Mobile Number

Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

- i) 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), AADHAAR (self-attested scanned copy of Aadhaar card) by email to Company/RTA email id.
- ii) For Demat shareholders - please update your email id and mobile no with your respective Depository Participant (DP).
- iii) For Individual Demat shareholders - please update your email id and mobile no with your respective Depository Participant (DP) which is mandatory while e-voting & joining virtual meetings through Depository.

### III. Login method for e-Voting and joining virtual meetings for shareholders (holding Physical / Demat form) and non-Individual shareholders:

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

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

- After entering these details appropriately, click on “**SUBMIT**” tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field.

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Kindly note that this password is also to be used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- Select EVSN (Electronic Voting Sequence Number) **250526014** of High Energy Batteries (India) Limited.
- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

### A. Additional Facility for Non – Individual Shareholders and Custodians [For Remote Voting Only]

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [hebcnn@highenergy.co.in](mailto:hebcnn@highenergy.co.in), if they have voted from individual tab & not uploaded the same in the CDSL e-voting system, for the scrutinizer to verify the same.

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### B. Voting at e-AGM

- The Company also offers the facility to the Shareholders for voting at AGM through e-Voting facility for shareholders participating through VC/OAVM.
- Shareholders who could not vote through remote e-voting may avail the above voting option provided at the e-AGM by CDSL. The procedure is the same as mentioned for Remote e-voting.
- Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote during the AGM by availing the option of e-Voting facility.
- If a shareholder cast his vote in the e-AGM without being present, his vote will be treated as invalid.
- In case of joint holders attending the meeting, only the joint holder who is higher in the order of the names will be entitled to vote at the e-AGM.
- 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 AGM.

### IV. General Instructions

1. The cut-off date for the purpose of e-voting has been fixed as Saturday, the 14<sup>th</sup> June, 2025. Shareholders holding shares as on this cut-off date alone are entitled to vote under either mode.
2. In case of persons who have acquired shares and become members of the company after the despatch of AGM Notice and holding shares as on cut-off date, the company would be mailing the 64<sup>th</sup> Annual Report for 2024 – 25 to their registered email address as and when they become shareholders. They may follow the same procedure for voting.
3. Voting rights of shareholders shall be in proportion to their shareholding in the company as on the cut-off date of Saturday, the 14<sup>th</sup> June, 2025.
4. In case a shareholder by inadvertence or otherwise has voted under both options, voting by Remote e-voting only will be considered.
5. Mr. A S Kalyanaraman, Practicing Chartered Accountant (Membership No. 201149) has been appointed as the Scrutinizer.
6. The Scrutinizer will, after the conclusion of voting at the e-AGM:
  - (i) Unblock the votes cast through Remote e-voting / e-voting at the e-AGM.
  - (ii) The above exercise will be done in the presence of two witnesses not in the employment of the company.
  - (iii) Make a consolidated Scrutinizer's report of the total votes cast in favor or against, if any, and submit to the Chairman.
  - (iv) The Scrutinizer's report as above would be made soon after the conclusion of e-AGM and in any event not later than two days from the conclusion of the meeting.

### V. Voting Results

- (i) The Chairman or a person authorized by him in writing will authenticate the result of the voting based on the Scrutinizer's report and have it declared.
- (ii) The results declared along with the scrutinizer's report will be placed on the Company's website [www.highenergy.co.in](http://www.highenergy.co.in), and in the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) immediately after the result is declared and also communicated to BSE ([www.bseindia.com](http://www.bseindia.com)).
- (iii) Subject to receipt of requisite number of votes in favour, the resolution shall be deemed to be passed on the date of e-AGM.