

**Signatureglobal (India) Limited**

**CIN: L70100DL2000PLC104787**

**REGISTERED OFFICE:** 13<sup>th</sup> Floor, Dr. Gopal Das Bhawan,  
28, Barakhamba Road, Connaught Place, New Delhi 110 001, India.  
Telephone +91 11 4928 1700

Website: www.signatureglobal.in | Email Id: investors@signatureglobal.in

## Notice

Notice is hereby given that the 25<sup>th</sup> Annual General Meeting (“AGM”) of the Members of Signatureglobal (India) Limited will be held on Saturday, the 28<sup>th</sup> September, 2024 at 3:00 P.M. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following Business:

### ORDINARY BUSINESS:

- To receive, consider and adopt:
  - the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2024 along with the Board of Directors’ and Auditors’ Report thereon;
  - the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the Auditors’ Report thereon.
- To consider and appoint a director in place of Mr. Lalit Kumar Aggarwal (DIN: 00203664) who retires by rotation and being eligible, offers himself for re-appointment.
- To consider and appoint a director in place of Mr. Devender Aggarwal (DIN: 00161465) who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

- To ratify the remuneration payable to M/s. Goyal, Goyal & Associates, Cost Accountants**

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

“Resolved that pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of Rs. 2,00,000/- (Rupees two lakh only) excluding applicable tax payable to M/s. Goyal, Goyal & Associates, Cost Accountants (FRN: 000100), for conducting cost audit of the Company for the financial year 2024-25, as approved by the Board of Directors of the Company, be and is hereby ratified.

Resolved further that the Board of directors of the Company be and is hereby authorised to do all such acts, deeds and things as it may consider necessary and proper to give effect to this resolution.”

- To approve Signatureglobal Employee Stock Option Plan 2024 (“the ESOP Plan”)**

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

“Resolved that pursuant to the provisions of Section 62 (1) (b) of the Companies Act, 2013 (“the Act”) read with the Companies (Share Capital and Debentures) Rules, 2014 (the “**Companies SCD Rules**”) and other applicable provisions, if any, of the Act, including any statutory modification(s) or re-enactment(s) of the Act for the time being in force, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“the SEBI ESOP Regulations”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”), the Listing Agreements entered into with the Stock Exchanges where the securities of the Company are listed, and in accordance with the relevant provisions of the Memorandum and Articles of Association of the Company, and subject to any applicable approval(s), permission(s) and sanction(s) of any authorities and any other applicable laws for the time being in force and subject to such other consents, permissions, sanctions/approvals and conditions which may be agreed by the board of directors of the Company (hereinafter referred to as “the Board”) which term shall be deemed to include the Nomination and Remuneration Committee of Board (hereinafter referred to as the “NRC”), the consent of members, be and is hereby accorded to introduce and implement ‘**Signatureglobal Employee Stock Option Plan 2024**’ (“the ESOP Plan”), the salient features of which are detailed in the explanatory statement to this notice and to create, grant, offer, issue and allot at any time in one or more tranches to or for the benefit of eligible Employees and Directors (excluding the employees/directors who are promoters and persons belonging to the promoter group, independent directors and directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company) of the Company, its Subsidiaries and such other persons as may from time to time be allowed to be eligible for the benefit under the provisions of applicable laws and Regulations prevailing from time to time (hereinafter collectively referred to as

“Employee(s)” under the ESOP Plan), such number of stock options convertible into Equity Shares of the Company (“Options”), in one or more tranches, not exceeding 8,50,000 (Eight lakhs fifty thousand only) equity shares of face value of Re. 1/- each, at such price and on such terms and conditions as may be fixed or determined by the Compensation Committee in accordance with the provision of the ESOP Plan and all provisions of applicable laws.

Resolved further that the Board be and is hereby authorized to issue and allot equity shares directly to the eligible Employees upon exercise of Options from time to time in accordance with the ESOP Plan by way of issue of fresh equity shares of the Company and such equity shares shall rank pari-passu in all respects with the then existing equity shares of the Company.

Resolved further that in case of any corporate action(s) such as rights issues, bonus issues, merger, buy-back, scheme of arrangement and sale of division or other re-organisation of capital structure of the Company, as applicable from time to time, if any, additional equity shares are issued by the Company for the purpose of making a fair and reasonable adjustment to the Options granted earlier, the above ceiling shall be deemed to be increased to the extent of such additional equity shares issued.

Resolved further that in case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be issued and allotted on exercise of Options granted under the ESOP Plan and the exercise price of Options granted under the ESOP Plan shall automatically stand increased or reduced, as the case may be, in the same proportion as the present face value of Re.1 (Rupee One Only) per equity share bears to their revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the Employees who have been granted Options under the ESOP Plan.

Resolved further that the Company shall confirm to the accounting policies prescribed from time to time under the Act, SEBI ESOP Regulations and any other applicable laws and Regulations to the extent relevant and applicable to the ESOP Plan.

Resolved further that without prejudice to the generality of the above the Board is authorised to formulate, evolve, decide upon and implement the ESOP Plan, determine the detailed terms and conditions of the aforementioned ESOP Plan including but not limited to

the quantum of the Options to be granted per Employee, the number of Options to be granted in each tranche, the terms or combination of terms subject to which the said Options are to be granted, the exercise period, the vesting period, the vesting conditions, instances where such Options shall lapse and to grant such number of Options, to such Employees of the Company, at price, at such time and on such terms and conditions as set out in the ESOP Plan and as the Board may in its absolute discretion think fit.

Resolved further that the Nomination and Remuneration Committee (NRC) be designated as the Compensation Committee in accordance with Regulation 5(1) of the SEBI ESOP Regulations for the purposes of administration of the ESOP Plan.

Resolved further that the Board is hereby authorised to make any modifications, changes, variations, alterations or revisions in the ESOP Plan as it may deem fit, from time to time or to suspend, withdraw or revive the ESOP Plan from time to time, in conformity with applicable laws, provided such variations, modifications, alterations or revisions are not detrimental to the interests of the Employees.

Resolved further that the consent of the members be and is hereby accorded to the Board to reissue options that may have lapsed or cancelled or surrendered under the ESOP Plan in such manner as the Board may decide in its absolute discretion and in the best interest of the employees and of the Company.

Resolved further that the Board shall take necessary steps for listing of the Equity Shares allotted under the ESOP Plan on the Stock Exchanges, in accordance with the provisions of the SEBI ESOP Regulations, the Listing Regulations (as amended from time to time) and other applicable laws and regulations.

Resolved further that for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to formulation and implementation of the ESOP Plan at any stage including at the time of listing of the equity shares issued herein without requiring the Board to secure any further consent or approval of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

**6. To approve grant of ESOP to the employees of the subsidiary companies etc. under Signatureglobal Employee Stock Option Plan 2024 (“the ESOP Plan”)**

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

“Resolved that pursuant to the provisions of Section 62 (1) (b) of the Companies Act, 2013 (“the Act”) read with the Companies (Share Capital and Debentures) Rules, 2014 (the “**Companies SCD Rules**”) and other applicable provisions, if any, of the Act, including any statutory modification(s) or re-enactment(s) of the Act for the time being in force, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“the **SEBI ESOP Regulations**”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the **Listing Regulations**”), the Listing Agreements entered into with the Stock Exchanges where the securities of the Company are listed, and in accordance with the relevant provisions of the Memorandum and Articles of Association of the Company, and subject to any applicable approval(s), permission(s) and sanction(s) of any authorities and any other applicable laws for the time being in force and subject to such other consents, permissions, sanctions/ approvals and conditions which may be agreed by the board of directors of the Company (hereinafter referred to as “the Board”) which term shall be deemed to include the Nomination and Remuneration Committee of Board (hereinafter referred to as the “NRC”), the consent of the members of the Company be and is hereby accorded to extend the benefits of ‘**Signatureglobal Employee Stock Option Plan 2024**’ (“the **Plan**”), including the grant of Employee Stock Options (“Options”) and allotment of Equity Shares (“Shares”) thereunder, to or for the benefit of Employees and Directors of Group Company(ies) including Subsidiary Company(ies) and/or Associate Company(ies), in India or Outside India of the Company as may be permitted under the applicable laws from time to time and on such terms and conditions and in such manner as the Board of Directors may decide in its absolute discretion in accordance with terms of the ESOP Plan.

Resolved further that for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to formulation, implementation and extension of the ESOP Plan as aforesaid.”

**7. To approve the payment of remuneration to Executive Directors who are Promoters or Members of the Promoter Group in excess of threshold limits as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To consider and, if thought fit, the following resolution as a **Special Resolution**:

“Resolved that pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and other applicable provisions, if any, the consent of the Members of the Company be and is hereby accorded to the continuation of payment of remuneration to Mr. Pradeep Kumar Aggarwal (DIN 00050045), Chairman and Whole Time Director, Mr. Lalit Kumar Aggarwal (DIN 00203664), Vice Chairman and Whole Time Director, Mr. Ravi Aggarwal (DIN 00203856), Managing Director and Mr. Devender Aggarwal (DIN 00161465), Joint Managing Director, who are also Promoters of the Company, as per existing terms and conditions as approved by the members of the Company upto the expiry of their respective terms as permitted under the applicable provisions of the Listing Regulations and the Act, notwithstanding that the aggregate annual remuneration of all Executive Directors, exceed 5 % of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013.

Resolved further that the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may consider necessary and to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution.”

By the order of the Board  
 For **Signatureglobal (India) Limited**

**M R Bothra**  
**Sr. Vice President Corporate Affairs &**  
**Company Secretary**  
 FCS : 6651

Place : Gurugram  
 Date: 29<sup>th</sup> August, 2024

## NOTES:

1. The Ministry of Corporate Affairs (“MCA”) with reference to Circular Nos. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 and all other relevant circulars issued from time to time (hereinafter collectively referred to as “MCA Circulars”) has allowed companies whose AGMs are due in the year 2024, to conduct their AGM through VC/OAVM, in accordance with the requirements laid down in paragraphs 3 and 4 of the General Circular No. 20/2020 dated May 5, 2020. Further, the Securities Exchange Board of India (“SEBI”) Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and October 7, 2023 (hereinafter referred as “SEBI Circulars”) has provided some relaxation from compliance with the certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”). Hence, in compliance with these Circulars, the 25<sup>th</sup> AGM of the Company will be conducted through VC/ OAVM. The deemed venue for the 25<sup>th</sup> AGM shall be the Registered Office of the Company.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 which sets out details relating to special business to be transacted at the AGM is annexed hereto.
3. Members may join the AGM through VC/ OAVM facility, by following the procedure as mentioned in the notice and the facility for participation shall be kept open for the members at least 15 minutes before the time scheduled to start the AGM and the Company may close the window for joining the VC/ OAVM facility 15 minutes after the scheduled time to start the AGM.
4. Members may note that the VC/ OAVM facility provided by NSDL, allows participation of 1000 members on a first-come-first-served basis. The large members (i.e. members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the AGM without any restriction on first-come first-served basis. The Company reserves the right to restrict the number of questions and speakers, as appropriate for smooth conduct of the AGM.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (“ICSI”) and Regulation 44 of Listing Regulations read with MCA Circulars, as amended, the Company is providing remote e-Voting facility to its members in respect of the business to be transacted at the 25<sup>th</sup> AGM and facility for those members participating in the AGM to cast vote through e-Voting system during the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency and NSDL will be providing facility for voting through remote e-Voting, for participation in the AGM through VC/ OAVM facility and for e-Voting during the AGM.
7. In terms of the MCA Circulars, the Notice convening the AGM and Annual Report for the financial year ended 31<sup>st</sup> March, 2024, will be available on the website of the Company at [www.signatureglobal.in](http://www.signatureglobal.in), BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. In compliance with ‘MCA Circulars’ and ‘SEBI Circulars’, Notice of AGM and Annual Report for the financial year ended 31<sup>st</sup> March, 2024, are being sent to all the members whose email addresses are registered with the Company/ Depository Participant(s) for communication purposes.  
  
In case any member is desirous of obtaining hard copy of the Annual Report for the financial year ended 31<sup>st</sup> March, 2024, and Notice convening the AGM of the Company, he/she may send request to the Company’s e-mail address at [investors@signatureglobal.in](mailto:investors@signatureglobal.in) mentioning the DP ID and Client ID.
9. Details as required under Regulation 36(3) of the Listing Regulations and in terms of Secretarial Standard - 2 in respect of the Directors seeking appointment/ re-appointment at the AGM are annexed hereto as Annexure - A to the Notice which forms part of the Explanatory Statement. The Company has received relevant disclosures/consent from the Directors seeking re-appointment.
10. Members who would like to express their views/ask questions during the meeting, may register themselves as a speaker and/or send their questions at least 7 days

in advance i.e. on or before 3.00 P.M. on Saturday, the September 21, 2024, by mentioning their name, demat account number, email id, mobile number at email: investors@signatureglobal.in to enable the Company to reply suitably during the AGM. The Chairman will endeavour to respond to the same at the AGM. Queries received after this time and date may not be responded to at the AGM. Further, the Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 are available for inspection during the business hours on all working days.
12. Members holding shares in dematerialised form:
  - a) may contact their Depository Participant(s) for recording nomination in respect of their shares.
  - b) are requested to intimate all changes pertaining to their bank details, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their DP only. Changes intimated to the DP will then be automatically reflected in the Company's records.
13. Since the AGM will be held through VC/ OAVM, the facility to appoint proxy to attend and cast vote for the Members is not available for the AGM. Therefore, the route map, proxy form and attendance slip are not annexed to this Notice. However, the Body Corporates

are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and cast their votes through e-voting.

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Wednesday, the 25<sup>th</sup> September, 2024 at 9:00 A.M. and ends on Friday, the 27<sup>th</sup> September, 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 21<sup>st</sup> September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the said cut-off date.

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





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

##### **Step 1: Access to NSDL e-Voting system**

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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 held 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center; border: 1px solid black; padding: 5px; margin: 10px 0;"> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store                      Google Play                 </p> <div style="display: flex; justify-content: space-around;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote 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> </ol>

Type of shareholders	Login Method
	<ol style="list-style-type: none"> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. 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 evoting 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

- 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, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

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

- a) Click on "**Forgot User Details/ Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/ folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.



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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to deepak.kukreja@dmkassociates.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and

take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsd.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsd.com or call on 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre – Senior Manager, NSDL at evoting@nsdl.com

### Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@signatureglobal.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@signatureglobal.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholders/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding

securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM 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.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at investors@signatureglobal.in. The same will be replied by the company suitably.

### Other instructions:

The Board of Directors appointed Mr. Deepak Kukreja, Partner, DMK Associates, Practicing Company Secretaries as Scrutinizer and Ms. Monika Kohli, Partner, DMK Associates, Practicing Company Secretaries as alternate Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.

The Scrutinizer shall, immediately after conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 (two) witnesses not in the employment of the Company and shall within two working days or not later than 3 (three) days, whichever is earlier, of conclusion of the AGM, submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same and declare the results of voting forthwith.

The resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions. The results shall be declared within two working days of conclusion of the AGM of the Company. The results along with Scrutiniser's Report shall be placed on the website of the Company at www.signatureglobal.in and NSDL at evoting@nsdl.com and will simultaneously be submitted to the Stock Exchanges. It shall also be displayed on the Notice Board at the Registered Office of the Company.

## EXPLANATORY STATEMENT

### (Pursuant to the provisions of Section 102 of the Companies Act, 2013)

#### Item No. 4

The Board of directors, based on the recommendation of the Audit Committee, at its meeting held on 7<sup>th</sup> August, 2024 has approved the appointment of M/s. Goyal, Goyal & Associates, Cost Accountants (Firm Registration No. 000100), as Cost Auditors for the financial year 2024-25 at a remuneration of Rs. 2,00,000/- (Rupees Two Lakhs only) plus applicable taxes and reimbursement of out of pocket expenses, to conduct the audit of cost records pertaining to its real estate business as maintained by the Company.

Pursuant to Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditors is required to be ratified by the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in passing the aforesaid resolution set out in Item No. 4, except to the extent of their shareholding in the Company.

The Board recommends the resolution proposed at Item No. 4, for the approval of Members as an Ordinary Resolution.

#### Item Nos. 5 and 6:

Equity based compensation is considered to be an integral and important part of employee compensation across various sectors which enables alignment of personal goals of the employees with the organisational objectives by participating in the ownership of the Company through stock-based compensation scheme. The Company believes that equity-based compensation plans are effective tools for attraction, retention, motivation and incentivization of talents working with the Company, with a view to ensure corporate growth, to create an employee ownership culture and to create value for shareholders. For achieving these objectives, the Company intends to implement a new equity-based compensation plan namely '**Signatureglobal Employee Stock Option Plan 2024**' ("the ESOP Plan") comprising of employee stock options ("ESOPs") for eligible employees of the Company as defined in the resolution.

The primary objective of the ESOP Plan is to reward the employees for their association, dedication and contribution to the goals of the Company. The Company intends to use this ESOP Plan to attract and retain the key talent by way of rewarding their performance and motivating them to contribute to the overall corporate growth and profitability.

The Company views ESOP Plan as a long-term incentive tool that would assist in aligning employees' interest with that of the shareholders and enable the employees not only to become co-owners, but also to create wealth out of such ownership in future. The initiative is being introduced to link the employee's performance in the Company along with other initiatives which would contribute to improve the performance of the Company. Accordingly, the Compensation Committee formulated the detailed terms and conditions of the ESOP Plan, which were duly approved by the Board of Directors at its meeting held on 29<sup>th</sup> August, 2024, subject to approval of the Members.

Under the ESOP Plan, the Company would grant up to 8,50,000 (Eight lakhs fifty thousand only) Employee Stock Options ('Options'), in one or more tranches, to such eligible employees as may be determined by the Compensation Committee in terms of the ESOP Plan, that would entitle the option grantees (in aggregate) to subscribe up to 8,50,000 (Eight lakhs fifty thousand only) fully paid-up equity shares with face value of Re. 1 each (Rupee one only).

In terms of Section 62 (1) (b) of the Companies Act, 2013 ("the Act") and Rules made thereunder read with Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 'SEBI ESOP Regulations', the Company seeks your approval for implementation of the ESOP Plan and grant of Options thereunder to the eligible employees of the Company and/or group company(ies) including subsidiary company(ies) and/or associate company(ies) as the Compensation Committee may decide under the ESOP Plan.

The salient features of the ESOP Plan are as under:

#### A. Brief Description of the ESOP Plan:

The ESOP Plan contemplates grant of Options to the eligible employees of the Company and/or group company(ies) including subsidiary company(ies) and/or associate company(ies). After vesting of Options, the eligible employees earn a right, but not obligation, to exercise the vested Options within the exercise period and obtain equity shares of the Company subject to payment of exercise price and satisfaction of any tax obligation arising thereon and other terms and conditions of the ESOP Plan.

The Nomination and Remuneration Committee shall act as Compensation Committee for the administration

of ESOP Plan. All questions of interpretation of the ESOP Plan shall be determined by the Compensation Committee and such determination shall be final and binding upon all persons having an interest in the ESOP Plan.

**B. Total number of Options to be granted:**

The total number of Options to be granted under the ESOP Plan shall not exceed 8,50,000 (Eight lakhs fifty thousand only) Options in one or more tranches, to such eligible employees as may be determined by the Compensation Committee in accordance with terms of the ESOP Plan, that would entitle the Option Grantees (in aggregate) to subscribe up to 8,50,000 (Eight lakhs fifty thousand only) fully paid-up equity shares with face value of Re. 1/- each. Further, SEBI ESOP Regulations require that in case of any corporate action(s) such as rights issue, bonus issue, merger, sale of division etc., a fair and reasonable adjustment needs to be made to the Options granted.

In case of any corporate action(s) such as rights issue, bonus issue, merger, demerger, sale of division, expansion of capital, change in capital structure etc. additional Stock Options of the Company are to be issued to the Employees for the purpose of making a fair and reasonable adjustment to the Stock Options issued to them, the above ceiling in terms of number of equity shares shall be deemed to be increased in proportion to the additional equity shares issued in the aforesaid corporate action(s).

In case the equity shares of the Company are either consolidated or sub-divided, then the number of Equity shares to be issued by the Company and the price of acquisition payable by the Stock Option grantees under the Scheme shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Re. 1/- per equity share shall bear to the revised face value of the equity shares of the Company after such consolidation or sub-division, without affecting any other rights or obligations of the said grantees and the ceiling in terms of number of shares specified above shall be deemed to be adjusted accordingly.

**C. Identification of classes of employees entitled to participate in the ESOP Plan:**

Subject to determination or selection by the Compensation Committee, the following classes of employees/directors are eligible being:

- (i) an employee as designated by the Company, who is exclusively working in India or outside India; or

- (ii) a director of the Company, whether whole time or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an independent director.

- (iii) an employee as defined in sub-clauses (i) or (ii), of a group company including Subsidiary or its Associate Company, in India or outside India, or of a holding company of the Company.

but excludes:

- a) an employee who is a promoter or belongs to the promoter group; and
- b) a director who either by himself or through his relatives or through anybody corporate, directly or indirectly holds more than 10% of the issued and subscribed Equity Shares of the Company.

**D. Requirements of Vesting and period of Vesting:**

All the Options granted on any date shall vest not earlier than minimum vesting period of 1 (one) year from the date of grant of Options. The vesting dates and relative percentages shall be determined by the Committee and may vary from employee to employee or any class thereof.

Vesting of Options would be subject to continued employment with the Company or group company(ies) including subsidiary company(ies) and/or its associate company(ies), as the case may be. In addition to this, the Committee may also specify certain performance criteria subject to satisfaction of which the Options would vest.

**E. Maximum period within which the Options shall be vested:**

The maximum period within which the Options shall vest will be decided by the Compensation Committee at the time of grant.

**F. Exercise price or pricing formula:**

The exercise price of any option granted under the ESOP Plan shall be the price for exercise of options as determined by the Compensation Committee and communicated to the eligible employee vide the letter of grant. The exercise price for any grant shall not be less than 50% of the closing share price as on the grant date. Once granted, the exercise price of the options may be varied by the Compensation Committee to account for any rights issues, mergers, stock splits, bonus issue or share consolidations etc.

**G. Exercise period and the process of exercise:**

Vested options can be exercised by the in-service employees anytime within 3 (three) years from the date of vesting during the exercise window opened by Compensation Committee, failing which the vested options shall automatically lapse. During this period, the Vested Options may be exercised by the Option Grantee at one time or at various points of time, in line with such procedures as may be determined by the Committee from time to time.

In the event of resignation / termination / superannuation / death / permanent incapacity, vested Options shall be as per the ESOP Plan.

Vested Option(s) shall be exercisable by Employees (or by legal heir / nominee in case of death) by a written application to the Company expressing his/ her desire to exercise such Options in such manner and on such format as may be prescribed by the Compensation Committee from time to time. Exercise of Options shall be entertained only after payment of requisite exercise price and satisfaction of applicable taxes by the Employees or by legal heir / nominee, as the case may be. The Options shall lapse if not exercised within the specified exercise period.

**H. Appraisal process for determining the eligibility of employees under the ESOP Plan:**

The Appraisal process for determining the eligibility of the Employees will be based on combination of parameters such as individual performance, criticality of role, future potential, etc., more particularly the high potential talent who are critical for the business expansion and have a high potential for growth.

**I. Maximum number of Options to be issued per employee and in aggregate:**

The maximum number of Options under the ESOP Plan shall not exceed 8,50,000 (Eight lakhs fifty thousand only) Options which are convertible into 8,50,000 (Eight lakhs fifty thousand only) equity shares of Re. 1/- each.

The maximum number of Options that may be granted to any employee, in one or more grants and in aggregate under the ESOP Plan shall not exceed 2,50,000 (Two lakh fifty thousand only) Options.

**J. Maximum quantum of benefits to be provided per employee under the ESOP Plan:**

The maximum quantum of benefits that will be provided to any eligible employee under the ESOP Plan will be

the difference between the market value of Company's shares on the stock exchanges as on the date of exercise of Options and the exercise price and tax amount (as may be applicable) paid by the employee. Apart from grant of Options as stated above, no other benefits are contemplated under the ESOP Plan.

**K. Route of the ESOP Plan implementation:**

The ESOP Plan shall be implemented and administered directly by the Committee. The Company may change the mode of implementation of the ESOP Plan subject to the condition that a fresh approval of the Shareholders by a special resolution is obtained prior to implementing such a change and that such a change is not prejudicial to the interests of the Option Grantees.

**L. Source of acquisition of shares under the ESOP Plan:**

The ESOP Plan contemplates issue of fresh shares by the Company.

**M. Amount of loan to be provided for implementation of the scheme(s) by the Company to the trust, its tenure, utilization, repayment terms, etc.,:**

Not applicable since this is currently not contemplated under the ESOP Plan.

**N. Maximum percentage of secondary acquisition:**

Not applicable since this is currently not contemplated under the ESOP Plan.

**O. Accounting and Disclosure Policies:**

The Company shall follow the IND AS 102 on Share-based payments and/ or any relevant accounting standards as may be prescribed by the Institute of Chartered Accountants of India or any other appropriate authority, from time to time, including the disclosure requirements prescribed therein, in compliance with relevant provisions of SEBI ESOP Regulations. In case, the existing guidance note, or accounting standards do not prescribe accounting treatment or disclosure requirements, any other Accounting Standard that may be issued by ICAI or any other competent authority shall be adhered to in due compliance with the requirements of Regulation 15 of SEBI ESOP Regulations.

**P. Method of Option valuation:**

The Company shall adopt 'fair value method' for valuation of Options as prescribed under guidance note or under any accounting standard, as applicable, notified by appropriate authorities from time to time.

**Q. The conditions under which option vested in employees may lapse e.g. in case of termination of employment for misconduct;**

This shall be in accordance with the ESOP Plan.

**R. The specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee**

This shall be in accordance with the ESOP Plan.

**S. Terms & conditions for buyback, if any, of specified securities/ Options covered granted under the ESOP Plan:**

Subject to the provisions of the then prevailing applicable laws, the Compensation Committee shall determine the procedure for buy-back of Options granted under the ESOP Plan if the same is undertaken at any time by the Company.

**T. Lock-in period:**

The shares issued pursuant to exercise of Options shall not be subject to any lock-in period restriction except such restrictions as may be prescribed under applicable laws including that under the code of conduct framed, if any, by the Company under the Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations, 2015, as amended.

**U. Declaration:**

In case, the Company opts for expensing of share-based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the Options and the impact of this difference on profits and on Earning Per Share (EPS) of the Company shall also be disclosed in the Board's Report.

Consent of the members is being sought by way of special resolution pursuant to Section 62 (1) (b) and all other applicable provisions, if any, of the Act, and as per Regulation 6 of the SEBI ESOP Regulations.

A draft copy of the ESOP Plan is available for inspection at the Company's registered office / corporate office during official hours on all working days till the date of the AGM. Members may also request for a copy of the ESOP Plan by sending an email to investors@signatureglobal.in

None of the Directors and key managerial personnel of the Company including any of their relatives are interested or concerned, financially or otherwise, in these resolutions, except to the extent of the equity shares held by them in the Company or the ESOPs those may be granted to them under the ESOP Plan.

The Board recommends the special resolutions as set out at Item Nos. 5 & 6 of the Notice for your approval.

### **Item No. 7**

Pursuant to the Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- (i) the annual remuneration payable to such executive director exceeds rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or
- (ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity:

For the purposes of this clause, net profits shall be calculated as per section 198 of the Companies Act, 2013.

At present there are four Executive Directors i.e. Mr. Pradeep Kumar Aggarwal (DIN 00050045), Chairman and Whole Time Director, Mr. Lalit Kumar Aggarwal (DIN 00203664), Vice Chairman and Whole Time Director, Mr. Ravi Aggarwal (DIN 00203856), Managing Director and Mr. Devender Aggarwal (DIN 00161465), Joint Managing Director who are also Promoters of the Company and thus payment of remuneration to these Executive Directors is falling under the above provisions of the Listing Regulations. The Members of the

Company, in their EGM held on 14<sup>th</sup> February, 2022, had approved by way of special resolutions, the payment of the remuneration to each of these four Executive Directors as per the applicable provisions of the Companies Act, 2013, which is in excess of the threshold limits prescribed under the Listing Regulations.

This necessitates seeking fresh approval of the members by way of special resolution for retaining all existing terms and conditions of appointment of aforesaid Executive Directors including remuneration payable to them till the expiry of their respective terms.

In order to comply with the Regulation 17(6)(e) of the Listing Regulations, the Board of Directors, on the recommendations of Nomination and Remuneration Committee, has approved to recommend for your approval to continue the payment of remuneration to all the aforesaid Executive Directors exceeding 5% of the net profits of the Company in any financial year calculated as per the provisions of Section 198 of the Companies Act, 2013.

Except Mr. Pradeep Kumar Aggarwal, Mr. Lalit Kumar Aggarwal, Mr. Ravi Aggarwal and Mr. Devender Aggarwal, who are interested in this resolution, none of the Directors/ Key Managerial Personnels of the Company/their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

The Board recommends special resolution as set out at Item No. 7 of the Notice for your approval.

By the order of the Board  
For **Signatureglobal (India) Limited**

**M R Bothra**  
**Sr. Vice President Corporate Affairs &**  
**Company Secretary**  
FCS : 6651

Place : Gurugram  
Date: 29<sup>th</sup> August, 2024

**DETAILS UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND IN TERMS OF SECRETARIAL STANDARD (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, IN RESPECT OF THE DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT**

<b>Name of Director</b>	<b>Mr. Lalit Kumar Aggarwal</b>	<b>Mr. Devender Aggarwal</b>
<b>DIN</b>	00203664	00161465
<b>Date of Birth</b>	10-05-1972	15-06-1974
<b>Qualification</b>	He has completed his senior secondary education from Central Board of Secondary Education, Delhi. He has been awarded with a certificate of home nursing in the year 1988 from Saint John Ambulance Association.	He has completed his secondary education from Government Boys Senior Secondary School, Delhi.
<b>Experience</b>	He served as a whole-time director on the board of SMC Real Estate Advisors Private Limited for a period of over two years and was responsible for overseeing the real estate market segment. He has an experience of over eight years in the real estate sector.	He was associated with SMC Global Securities Limited for over seven years where he was responsible for overseeing the arbitrage business. He has an experience of over 13 years in the real estate sector.
<b>Brief Resume</b>	He is the Vice Chairman and Whole-time Director of the Company. He was associated with Signatureglobal Comtrade Private Limited (previously known as P.P. Comtrade Private Limited) for six years. He was also associated with SMC Comtrade Limited for seven years where he was responsible for overseeing the arbitrage business. He has been appointed as a director on the Board of the Company since February 15, 2022.	He is the Joint Managing Director and Whole-time Director of the Company. Thereafter, he was associated with SMC Global Securities Limited for over seven years where he was responsible for overseeing the arbitrage business. He has an experience of over 13 years in the real estate sector. He has been appointed as a director on the Board of the Company since February 15, 2022.
<b>Expertise in specific functional areas</b>	Real Estate	Real Estate
<b>Terms &amp; Conditions of appointment / re-appointment</b>	He has been appointed as a Whole Time Director of the Company w.e.f February 15, 2022 liable to retire by rotation and being eligible, offers himself for re-appointment	He has been appointed as a Whole Time Director of the Company w.e.f February 15, 2022 liable to retire by rotation and being eligible, offers himself for re-appointment
<b>Remuneration last drawn &amp; sought to be paid</b>	As provided in the Corporate Governance Report	As provided in the Corporate Governance Report
<b>Date of first appointment on the Board</b>	February 15, 2022.	February 15, 2022.
<b>Directorships held in other companies as on 31st March, 2024</b>	<ol style="list-style-type: none"> <li>1. Sternal Buildcon Private Limited</li> <li>2. Sarvpriya Securities Private Limited</li> <li>3. Signature Infrabuild Private Limited</li> <li>4. Fantabulous Town Developers Private Limited</li> <li>5. Maa Vaishno Net - Tech Private Limited</li> <li>6. Forever Buildtech Private Limited</li> <li>7. Signatureglobal Developers Private Limited</li> <li>8. JMK Holdings Private Limited</li> <li>9. Rose Building Solutions Private Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. Sarvpriya Securities Private Limited</li> <li>2. Signature Infrabuild Private Limited</li> <li>3. Signature Builders Private Limited</li> <li>4. Sternal Buildcon Private Limited</li> <li>5. Maa Vaishno Net - Tech Private Limited</li> <li>6. Signatureglobal Homes Private Limited</li> <li>7. Fantabulous Town Developers Private Limited</li> </ol>



Name of Director	Mr. Lalit Kumar Aggarwal	Mr. Devender Aggarwal
Name of Listed entities from which the Director has resigned in the past three years.	Nil	Nil
Memberships/ Chairmanship of committees of other companies as on 31st March, 2024	<ol style="list-style-type: none"> <li><b>JMK Holdings Private Limited</b> <ul style="list-style-type: none"> <li>Banking &amp; Finance Committee- Chairman</li> <li>Project Committee- Chairman</li> </ul> </li> <li><b>Sternal Buildcon Private Limited</b> <ul style="list-style-type: none"> <li>Banking &amp; Finance Committee - Chairman</li> <li>Project Committee - Chairman</li> </ul> </li> <li><b>Forever Buildtech Private Limited</b> <ul style="list-style-type: none"> <li>Banking &amp; Finance Committee - Chairman</li> <li>Project Committee – Chairman</li> </ul> </li> </ol>	<ol style="list-style-type: none"> <li><b>Sternal Buildcon Private Limited</b> <ul style="list-style-type: none"> <li>Banking &amp; Finance Committee – Member</li> <li>Project Committee-Member</li> </ul> </li> <li><b>Signature Builders Private Limited</b> <ul style="list-style-type: none"> <li>Banking &amp; Finance Committee – Member</li> <li>Project Committee-Member</li> </ul> </li> <li><b>Signatureglobal Homes Private Limited</b> <ul style="list-style-type: none"> <li>Banking &amp; Finance Committee – Member</li> <li>Project Committee-Member</li> </ul> </li> </ol>
Shareholding in the Company (Equity)	91,65,940 Equity Shares	89,55,960 Equity Shares
Inter-se Relationship with other Directors/ Manager/ other Key Managerial Personnel	Mr. Pradeep Kumar Aggarwal, Mr. Ravi Aggarwal, Mr. Devender Aggarwal are relatives as they are brother to him.	Mr. Pradeep Kumar Aggarwal, Mr. Lalit Kumar Aggarwal and Mr, Ravi Aggarwal are relatives as they are brother to him.
Number of Board meetings attended during the financial year 2023-24	14 out of 16	13 out of 16