



# HAL CLYDE DENISON LIMITED

REGISTERED OFFICE:

11/498, BHAWANI SINGH LANE, JAIPUR, RAJASTHAN — 302005

CIN: U72900RJ2021PLC077743

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Ref. No.: HCDEN/SHAREHOLDER/MEETING/2

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**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF HAL CLYDE DENISON LIMITED HELD AT THE REGISTERED OFFICE OF THE COMPANY – 11/498, BHAWANI SINGH LANE, JAIPUR, RAJASTHAN 302005 ON 21 JUNE 2022**

## Item No.: 4

### **Appointment of Mr. Gagandeep Singh Marok, as Non-Executive Director of the Company**

To consider and if thought fit, to pass with or without modification(s) the following resolution as Ordinary resolution:

“**RESOLVED** that pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Gagandeep Singh Marok (DIN:09439144) who was appointed as an additional Director of the Company by the Board of Directors at its meeting held on 17<sup>th</sup> December, 2021 and whose term of office expires at this Annual General Meeting (‘AGM’) in terms of section 161 of the act, recommended by the board of Directors of the company, be and is hereby appointed as a Director of the Company.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, m necessary, desirable or expedient to give effect to this resolution.”

**By order of the Board  
FOR HAL CLYDE DENISON LIMITED**

**Aayushi Kajla  
Director  
DIN: 08559463**

**Date: 21 June 2022**

**Place: Jaipur**

# EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

## Item No.: 4

The Board of Directors in their meeting held on 17<sup>th</sup> December, 2021 appointed Mr. Gagandeep Singh Marok as Additional Director of the company whose term of office expires at this Annual General Meeting ('AGM') in terms of section 161 of the act. Therefore, the board of Directors in their meeting held on 24<sup>th</sup> May, 2022 proposed and recommended the continuance of appointment of Mr. Gagandeep Singh Marok as Non-Executive Director of the company, subject to the approval of members.

Since the appointment is being recommended by the board of directors therefore the requirement of deposit of amount under section 160 does not apply.

A brief profile covering the details of his age, qualification, experience, terms and conditions of appointment, etc. as required pursuant to the Secretarial Standards on General Meetings, is annexed to this Notice. The Board considers that on account of vast knowledge and experience of Mr. Gagandeep Singh Marok, his appointment will be in the interest of the Company.

Mr. Gagandeep Singh Marok is interested in this resolution and relatives of Mr. Gagandeep Singh Marok may be deemed to be interested in this resolution, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed Resolutions.

The Board recommends the passing of the Item no. 4 as an Ordinary Resolution for your approval. The documents, if any, referred above, will be made available for inspection.

Brief Profile of Director:

## Gagandeep Singh Marok

Nationality: Indian

Age: 23

Shareholding: 101 shares

Other Board Memberships: Nil

Mr. Gagandeep Singh Marok is a Jaipur based business leader with a Bachelors in Business Administration from Manipal University, having hands on experience in the export of natural gems and stones. With his deep experience across diverse geographies and developed and developing market contexts, Mr. Gagandeep Singh Marok is adept and navigating uncertainty and volatility. He is passionate about purposeful businesses that make a real difference to people and planet.

There are no inter-se relations between Mr. Marok and the other members of the Board.

By order of the Board  
FOR HAL CLYDE DENISON LIMITED



Aayushi Kajla  
Director  
DIN: 08559463

Date: 21 June 2022  
Place: Jaipur