ON DOOR CONCEPTS LIMITED

(Formerly Known as On Door Concepts Private Limited)
CIN: L52100MP2014PLC033570Email id - info@ondoor.com Contact No. 0755-4509561
Registered Office Address – 1st and 2nd Floor, Plot No. 13 Railway Colony, E-8 Arera Colony, Bhopal, Madhya Pradesh- 462039

Date: September 05, 2024

To,
Listing Department,
National Stock Exchange of India Limited- EMERGE,
Exchange Plaza, Plot No. C-1, G Block,
BandraKurla Complex, Bandra (East),
Mumbai- 400051

NSE SME SYMBOL- ONDOOR
ISIN: INE00ER01015

Subject: Notice of 10th Annual General Meeting of On Door Concepts Limited

Respected Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the **Notice of 10th Annual General Meeting** together with explanatory statement seeking approval of members of the Company for resolutions as set out in the notice **to be held on Monday, 30th September, 2024 at 11:30 A.M.** through video conferencing (VC) or Other Audio Visual Means (OAVM).

The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members / list of beneficiaries received from the Depositories as on Friday, 30th day, August, 2024.

Kindly note that the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 24th September, 2024 to Monday, 30th September, 2024 (both days inclusive).

The Company has engaged the services of National Security Depository Limited (NSDL) , for providing remote evotig facility to all members. The e-voting facility will be available during the following period:

Commencement of e-voting	:	9:00 A.M. (IST) Friday, 27th September, 2024
End of e-voting	:	5:00 P.M. (IST) Sunday, 29th September, 2024.

The notice is also available on the website of the Company at ***www.ondoor.com***.

Kindly take the same in your records and oblige.

Thanking you,

Yours faithfully,
FOR ON DOOR CONCEPTS LIMITED

ON DOOR CONCEPTS LIMITED

(Formerly Known as On Door Concepts Private Limited)
CIN: L52100MP2014PLC033570Email id - info@ondoor.com Contact No. 0755-4509561
Registered Office Address – 1st and 2nd Floor, Plot No. 13 Railway Colony, E-8 Arera Colony, Bhopal, Madhya Pradesh- 462039

Narendra Singh Bapna

Digitally signed by Narendra Singh Bapna
DN: cn=Narendra Singh Bapna, c=IN, st=Madhya Pradesh, o=Personal, serialNumber=48db878fa1e61e082939 71e861d5a7cdb753e3d1998640093738 5c9402f8c3ac
Date: 2024.09.05 16:53:32 +05'30'

NARENDRA SINGH BAPNA
CHAIRMAN & MANAGING DIRECTOR
DIN: 03201953

NOTICE OF 10TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 10TH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF ON DOOR CONCEPTS LIMITED (FORMERLY KNOWN AS ON DOOR CONCEPTS PRIVATE LIMITED) WILL BE HELD ON MONDAY, THE 30TH DAY OF SEPTEMBER, 2024 AT 11:30 A.M. THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") AND THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1ST AND 2ND FLOOR, PLOT NO.13 RAILWAY COLONY, E-8, ARERA COLONY, BHOPAL-462039 MADHYA PRADESH INDIA TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS INCLUDING THE BALANCE SHEET, STATEMENT OF PROFIT AND LOSS AND CASH FLOW STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH31, 2024 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON;

   To consider and if thought fit, pass the following resolution with or without modification(s) as an **Ordinary Resolution.**

   "**RESOLVED THAT** the Audited Financial Statements (consisting of Balance Sheet, Statement of Profit and Loss and Cash Flow Statement) of the Company for the Financial Year ended 31st March, 2024 together with the reports of the Board of Directors and Independent Auditors thereon as circulated to the Members be and are hereby received, considered and adopted."

2. TO APPOINT A DIRECTOR IN PLACE OF MR. PRAMOD RAMDAS INGLE (DIN: 03201939), DIRECTOR WHO IS LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT BY ROTATION:

   To consider and if thought fit, pass the following resolution with or without modification(s) as an **Ordinary Resolution.**

   "**RESOLVED THAT** pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Pramod Ramdas Ingle (DIN: 03201939) as a Director to the extent that he is required to retire by rotation."

SPECIAL BUSINESS:

3. TO CONSIDER AND APPROVE THE LIMITS OF INRS. 160.00 CRORES UNDER SECTION 180(1)(A) OF THE COMPANIES, ACT, 2013 FOR SECURING THE BORROWINGS OF THE COMPANY.

To consider and, if thought fit, pass the following resolution with or without modification as a **Special Resolution** –

"**RESOLVED THAT** the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, under the provisions of Section 180(1) (a) and all other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, read with the Articles of Association of the Company, to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of INRs. 160.00 Crores (Indian Rupees One Hundred and Sixty Crores only).

RESOLVED FURTHER THAT the Board of Directors or any committee or person(s) authorized by the Board to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

4. **TO CONSIDER ANDAPPROVETHE LIMITS OF INRS. 160.00 CRORES UNDER SECTION 180(1)(C) OF THE COMPANIES, ACT, 2013FOR BORROWING MONEY.**

To consider and, if thought fit, pass the following resolution with or without modification as a **Special Resolution** –

"**RESOLVED THAT** the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company under the provisions of Section 180 (1) (c) and all other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, read with the Articles of Association of the Company, to borrow money for and on behalf of the Company from time to time as deemed by it to be requisite and proper for the business of the Company, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or anybody corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of INRs.160.00 Crores (Indian Rupees One Hundred and Sixty Crores only)for the Company, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may

exceed the aggregate of the paid-up share capital of the Company and its free reserves as per the latest annual audited financial statements.

RESOLVED FURTHER THAT the Board of Directors or any committee or person(s) authorized by the Board to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.''

5. **TO CONSIDER &APPROVE THE LIMITS OF INRS. 160.00 CRORES UNDER SECTION 186 OF COMPANIES ACT, 2013FOR GRANTING THE LOAN OR ADVANCES AND TO PROVIDE GUARANTEE OR SECURITY.**

To consider and, if thought fit, pass the following resolution with or without modification as a **Special Resolution** –

"RESOLVED THAT pursuant to Section 186 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and other rules framed thereunder, as may be applicable, the consent of the members of the Company be and is hereby accorded to the Company, to give any loan to any person or other body corporate from time to time on such terms and conditions as it may deem expedient in one or more tranches, to give any guarantee or provide security in connection with a loan to any other body corporate or person in one or more tranches and to acquire by way of subscription, purchase or otherwise, the securities of any other body corporate in one or more tranches, such that the aggregate of loans and investments so far made, the amounts for which guarantee or security so far provided to, along with the investments, loans, guarantee or security proposed to be made or given by the Board shall not exceed INRs.160.00 Crores (Indian Rupees One Hundred and Sixty Crores only) at any point of time, notwithstanding that the aggregate of loans and investments so far made, the amounts for which guarantee or security so far provided to, along with the investments, loans, guarantee or security proposed to be made or given by the Board exceed limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take from time to time all decisions and steps necessary, expedient or proper, in respect of the above mentioned loans/ guarantees/investment(s) (collectively "Transaction") including the timing, the amount and other terms and conditions of such Transaction and also to take all other decisions including varying the terms of any of them, either in part or in full, as it may, in its absolute discretion, deem appropriate, subject to the specified limits for effecting the aforesaid Transaction and also to delegate all or any of the above powers to the Director of the Company and to do all such acts,

deeds or things incidental or expedient thereto and as the Board may think fit and suitable to give effect to this Resolution and for the matters connected therewith or incidental thereto."

FOR AND ON BEHALF OF BOARD OF DIRECTORS OF
ON DOOR CONCEPTS LIMITED

NARENDRA SINGH BAPNA
CHAIRMAN& MANAGING DIRECTOR
DIN: 03201953

Registered Office Address –
1st and 2nd Floor, Plot No. 13 Railway Colony,
E-8, Arera Colony, Bhopal, Madhya Pradesh- 462039
Tel No. 0755-4509561
Email id: info@ondoor.com
Website: www.ondoor.com

Date: 29.08.2024
Place: Bhopal

IMPORTANT NOTES:

1. The Ministry of Corporate Affairs ('MCA') vide its General Circular Nos. 14/2020, 17/2020, 20/2020,02/2021, 21/2021, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13,2021, December 14, 2021, December 28, 2022 and September 25, 2023 respectively ('MCA Circulars')and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12,2020 read with other related SEBI circulars including Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7,2023, had permitted to hold AGM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')facility without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBILODR Regulations') and MCA Circulars, 10th AGM of the Company is being held through VC/OAVM facility.

   The Deemed Venue for the 10thAGM shall be the Registered office of the Company.

2. In compliance with the aforesaid MCA Circulars, the 10thAnnual General Meeting of the Members of the Company will be held through VC/ OAVM, without the physical presence of the Members at a common venue.

3. The AGM is being held pursuant to the MCA Circulars through VC / OAVM facility, therefore physical attendance of Members has been dispensed with, accordingly the facility for appointment of proxy(ies)by the Members will not be available for the AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

   However, Corporate Members intending to authorize their representatives to attend & vote at the AGM through VC / OAVM facility on its behalf are requested to send duly certified copy of the relevant Board resolution in the manner prescribed.

4. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members / list of beneficiaries received from the Depositories as on Friday 30th day of, August, 2024.

5. In accordance with Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at 1st and 2nd Floor, Plot No. 13 Railway Colony, E-8 Arera Colony, Bhopal, Madhya Pradesh- 462039which shall be the deemed venue of the AGM.

6. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), which sets out details relating to Special Business at the meeting is attached with this Notice of AGM.

7. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
8. Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in the order of the names will be entitled to vote at the meeting.

9. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Pursuant to Section 112 and 113 of the Companies Act 2013, Corporate members and other non-individual (Institutional members) intending to participate in the AGM can authorize their representatives to participate and vote at the meeting are requested to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting/e-voting at the AGM.

   The said Resolution/Authorization shall be sent to the Scrutinizer and the Company by email through its registered email address to cspiyushbindal@gmail.com and cs@ondoor.com.

   Further, HUF members shall participate through Karta or any other member of HUF duly authorized by the Karta by way of authority letter.

10. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

11. The attendance of the members attending the AGM through VC/OVAM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

12. In terms of the provisions of Section 152 of the Act, Mr. Pramod Ramdas Ingle, liable to retire by rotation at the Meeting, Nomination and Remuneration Committee and the Board of Directors of the Company recommend his respective re-appointment.

13. Details as per regulation 36(3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting ("SS-2") as issued by the Institute of Company Secretaries of India related to Directors retiring by rotation /seeking appointment / re-appointment at this Meeting are provided in the "Annexure" to the Notice.

14. The facility of participation at the AGM through VC/OAVM will be made available on first come first served basis (FCFS). No restrictions on account of FCFS entry into AGM will apply in respect of large shareholders (shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination &Remuneration Committee and stakeholders' Relationship Committee, Auditors, etc.

15. Members may join the 10thAGM through VC/OAVM Facility by following the procedure as mentioned below in the notice, which shall be kept open for 30 minutes before the time scheduled to start the10thAGM and the Company may close the window for joining the VC Facility, 15 minutes after the scheduled time to start the AGM. Attendance of members will be counted as the members who have successfully logged in through VC or OAVM and shall be counted for the purpose of reckoning of the quorum under section 103 of the Act.

16. Pursuant to Section 72 of the Act, read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, member(s) of the Company may nominate a person in whom the shares held by him/them shall vest in the event of his/ their unfortunate death. Accordingly, members holding shares in dematerialized form, the nomination form may be filed with the concerned Depository Participant.

17. SEBI has mandated that Securities of Listed Companies can be transferred only in dematerialized form effective from April 1, 2019. SEBI has also mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their DPs with whom they are maintaining their demat accounts.

18. Non-resident Indian shareholders are requested to inform about the following to the Company or its RTA or the concerned DP, as the case may be, immediately of:
    a. The change in the residential status on return to India for permanent settlement;
    b. The particulars of the NRE Account with a Bank in India, if not furnished earlier.

19. In terms of the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)Regulations, 2015 (SEBI Listing Regulations, 2015)and Sections 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, read with MCA Circular and SEBI Circular the Company is providing its members the facility to exercise their right to vote at the meeting by electronic means on any or all of the business specified in the accompanying Notice. Necessary arrangements have been made by the Company with NSDL to facilitate e-voting.

Commencement of E-voting	09:00 AM, Friday, 27thday of September, 2024
End of E-voting	05:00 PM, Sunday, 29thday of September, 2024

20. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the Cut-off Date i.e., Monday, 23rd day of September, 2024.

21. The Company had appointed CS Piyush Bindal Practicing Company Secretary (M. No. FCS-6749; CP No. 7442), Proprietor of M/s Piyush Bindal and Associates, Company Secretaries having office address at S-12, 2nd Floor, Gurukripa Plaza, Zone-II, M. P. Nagar, Bhopal-462011 as scrutinizer to scrutinize the remote e-voting and e-voting process during e-AGM in affair and transparent manner.

22. The Scrutinizer shall, prepare a Scrutinizer's Report and submit to the Chairman or a person Authorised by him in writing who shall countersign the same. The results declared along with the Scrutinizer's report shall be placed on the Company's website www.ondoor.com. The results will simultaneously be communicated to National Stock Exchange of India Limited (SME EMERGE) Platform where the shares of the Company are listed within two working days of the conclusion of the Annual General Meeting of the Company.

23. 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, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

24. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@ondoor.com.

25. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Saturday, September 14, 2024through email on cs@ondoor.com. The same will be replied by the Company suitably.

26. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the Financial Year 2023-24 including Standalone Audited Financial Statements for the FY 2023-24 are being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Therefore, those shareholders who have not yet registered their email addresses are requested to get their email addresses registered through your respective Depository Participant/s.

27. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website at www.ondoor.com, websites of the Stock Exchange, i.e., National Stock Exchange of India Limited at https://www.nseindia.com. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e., www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE ASUNDER:

The remote e-voting period begins on Friday, 27th day of September, 2024 at 09:00 A.M. and ends on Sunday, 29thday of September, 2024 at 05:00 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., Monday, 23rdday of 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 cut-off date, being Monday, 23rdday of September,2024.

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.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is

available under ideas 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 **"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 i.e., NSDL** 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 & voting during the meeting.

2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider 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.
4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System My easi Tab and then user your existing my easi username & password. 2. 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 & 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.comand click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
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 evoting@nsdl.comor 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 helpdesk.evoting@cdslindia.comor contact at toll free no. 1800 22 55 33

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?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. 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 user 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.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on 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 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 cspiyushbindal@gmail.comwith 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.nsdl.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.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre 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 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 cs@ondoor.com. If you are an Individual shareholder 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**.

2. Alternatively, shareholder/members may send a request to evoting@nsdl.comfor procuring user id and password for e-voting by providing above mentioned documents.
3. 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 THEAGM 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 THROUGHVC/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 cs@ondoor.com.

6. Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.

7. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.

8. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

9. Shareholders are requested to speak only when moderator of the meeting / management will announce the name and serial number for speaking.

EXPLANATORY STATEMENT

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

ITEM NO. 03 TO CONSIDER AND APPROVE THE LIMITS OF INRS. 160.00 CRORES UNDER SECTION 180(1)(A) OF THE COMPANIES, ACT, 2013 FOR SECURING THE BORROWINGS OF THE COMPANY

In order to facilitate securing the borrowings (Fund Based & Non-Fund Based to be obtained by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting.

In term of section 180(1)(a) of the Companies Act, 2013, the Board of Directors cannot exercise the powers to create charge on the assets or whole or part of the undertaking of the Company and to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company except with the consent of the members of the Company obtained by mean of passing a special resolution in a general meeting.

The resolution as set out at item No. 3 of the notice is placed for your approval of the aforesaid limits of borrowing by the board up to an amount not exceeding INRs. 160.00Crores.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice, except to the extent of their Shareholding, if any.

ITEM NO. 04 TO CONSIDER ANDAPPROVETHE LIMITS OF INRS. 160.00 CRORES UNDER SECTION 180(1)(C) OF THE COMPANIES, ACT, 2013FOR BORROWING MONEY

Keeping in view the Company's long term strategic and business objectives, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance (Fund Based & Non-Fund Based) from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company.

In term of section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company obtained by mean of passing a special resolution in a general meeting.

The resolution as set out at item No. 4 of the notice is placed for your approval of the aforesaid limits of borrowing by the board up to an amount not exceeding INRs. 160.00Crores.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice, except to the extent of their Shareholding, if any.

ITEM NO. 5 TO CONSIDER &APPROVE THE LIMITS OF INRS. 160.00 CRORESUNDER SECTION 186 OF COMPANIES ACT, 2013FOR GRANTING THE LOAN OR ADVANCES, AND TO PROVIDE GUARANTEE OR SECURITY

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of INRs. 160.00 Crores, as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 5 for approval by the members of the Company as Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

Date: 29.08.2024
Place: Bhopal

FOR AND ON BEHALF OF BOARD OF DIRECTORS OF
ON DOOR CONCEPTS LIMITED

SD/-
NARENDRA SINGH BAPNA
CHAIRMAN& MANAGING DIRECTOR
DIN: 03201953

ANNEXURE TO THE NOTICE:

Details of Directors seeking appointment / re-appointment at the Annual General Meeting
[In pursuance of Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of Director	Mr. Pramod Ramdas Ingle
DIN	03201939
Date of Birth	August 02, 1969
Actual date of Appointment	Appointed as Whole Time Director (WTD) on May 08 2023
Qualifications	Chartered Accountant
Nationality	Indian
Expertise in Specific Functional Area	He has been serving On Door from May 2015. He is a key person involved in strategic decision making and caters to further business opportunities and also looks after the Investor relations.
Terms and conditions of Appointment/ Re-appointment	As may be mutually decided by the Board and Mr. Pramod Ramdas Ingle
Directorships held in other listed companies (As on March 31, 2024)	None
Chairmanships/ Memberships of the Committees of the Board of Directors of other listed companies (As on March 31, 2024)	None
Shareholding of Directors (As on March 31, 2024)	1000 Equity Shares i.e., 0.02%
Number of meetings attended during the financial year 2023-24	16
Relationship between Directors inter-se	Spouse of Mrs. Vaishali Ingle, Promoter and Executive Director of the Company