

RADHA MADHAV CORPORATION LIMITED

(CIN: L74950DD2005PLC003775)

Regd. Office: Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya,
Nani Daman 396 210, UT of Daman & Diu

Website: www.rmclindia.co.in; E-mail: investor_complaint@rmclindia.co.in,
Contact No.: +91 9377006001

NOTICE is hereby given that the **19th (Nineteenth)** Annual General Meeting of the members of **Radha Madhav Corporation Limited** (CIN: L74950DD2005PLC003775) will be held on Sunday, December 31, 2023 at 10:30 A.M. at the Registered Office of the Company at Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya, Nani Daman - 396 210, UT of Daman & Diu, to transact the following business:

(Pursuant to the provisions of Section 96 and other applicable provisions, if any, of the Companies act 2013, the company received order from the Registrar of Companies Goa, Daman & Diu, dated September 15, 2023, for extension of time for holding the Annual General Meeting for the FY 2022-2023 for a period of 3 months i.e. till 31st December, 2023)

Pursuant to the Insolvency Commencement Order and in consonance with the stipulation contained in Section 17 of the IBC, 2016, the powers of the Board of Directors of the Company stand suspended and the same are vested in and exercised by Resolution Professional.

Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional.

Subsequently, Vama Construction filed Resolution Plan which was approved by Hon'ble NCLT vide order dated August 1, 2022.

The company is now in control of Vama Construction and its nominees.

Item	<u>ORDINARY BUSINESS:</u>
1.	ADOPTION OF AUDITED FINANCIAL STATEMENTS: To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023 and Profit & Loss statement for the accounting year ended as on that date together with the Directors' Report and Auditors' Report thereon.
2.	RE-APPOINTMENT OF AUDITORS: "RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation of the Audit Committee, M/s. Ajay Shobha & Co., Chartered Accountants (FRN 317031E), be and are hereby reappointed as the Statutory Auditors of the Company for the second consecutive term of five years, from the conclusion of this 19 th Annual General Meeting till the conclusion of the 24 th Annual General Meeting to be held in the year 2028, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company." RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, Directors be and are hereby severally authorized to do all such acts,

	deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in their sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto to give effect to this resolution.”
3.	Retire by Rotation To reappoint a Director in place of Mr. Vijay Haribhai Patel (DIN: 07505750), who is liable to retire by rotation. Being eligible, he has offered himself for re-appointment as a Director of the Company.
	<u>SPECIAL BUSINESS:</u>
4.	APPLICATION FOR CHANGE IN NAME OF THE COMPANY: To consider and, if thought fit, to pass the following Resolution as a Special Resolution: “ RESOLVED THAT pursuant to provisions of Section 4(4), Section 13 read with Rule 29 of the Companies (Incorporation) Rules, 2014, and any other applicable provisions of the Companies Act, 2013, SEBI (LODR) 2015 read with Rules framed thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), and subject to the approval of the Registrar of Companies, Central Government, Stock Exchange/s, the consent of the members of the Company be and is hereby accorded to change the name of the Company from “RADHA MADHAV CORPORATION LIMITED” to “TECSUS CONSUMER CORPORATION LIMITED” “ RESOLVED FURTHER THAT the existing Clause I of the Memorandum of Association of the Company be substituted new Clause I: The name of the Company is "TECSUS CONSUMER CORPORATION LIMITED". RESOLVED FURTHER THAT the name RADHA MADHAV CORPORATION LIMITED wherever it occurs in the Memorandum and Articles of Association of the Company is substituted by the new name TECSUS CONSUMER CORPORATION LIMITED. RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby authorised to sign, execute and file necessary application, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution.”
5.	APPROVAL OF RELATED PARTY TRANSACTION: To consider and, if thought fit, to pass the following Resolution as a Special Resolution: “ RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (‘Act’) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, to the extent applicable, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the Listing Regulations’), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the Company’s Policy on Related Party Transactions (‘RPT’) and subject to such approval(s)/consent(s)/ permission(s) as may be

necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors('the Board', which term shall include any Committee) or Key Managerial Personnel of the Company to enter into RPT between the company and any 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for the Financial Year 2024 up to a maximum aggregate value of Rs. 1,00,00,000/- on such terms and conditions as may be mutually agreed between the Company and Related Parties.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things which may deem necessary in this behalf."

**For and on behalf of the Board of Directors
Radha Madhav Corporation Limited**

**Sd/-
Nitin Jain
Whole time Director and CFO
(DIN: 09833381)**

**Date: December 8, 2023
Place: Nani Daman**

NOTES:

1. **On October 22, 2020, the company was admitted under CIRP. Pursuant to the Insolvency Commencement Order and in consonance with the stipulation contained in Section 17 of the IBC, 2016, the powers of the Board of Directors of the Company stand suspended and the same are vested in and exercised by Resolution Professional. Subsequently, Vama Construction filed Resolution Plan which was approved by Hon'ble NCLT vide order dated August 1, 2022. The company is now in control of Vama Construction and its nominees.**
2. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a duly certified copy of Board Resolution on the letterhead of the Company, signed by one of the Directors or Company Secretary or any other authorised signatory, authorising their representatives to attend and vote on their behalf at the Meeting. Signature on the resolution should match with the Specimen Signature.
3. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him / her and that the proxy need not be a member of the company.
4. **THE ENCLOSED PROXY FORM, IF INTENDED TO BE USED SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED, STAMPED AND SIGNED NOT LESS THAN FORTY EIGHT HOURS BEFORE THE TIME FIXED FOR THE MEETING.**
5. The Company has appointed M/s. NVB & Associates, Practicing Company Secretaries as Scrutinizer to scrutinize the e-voting process.
6. The result of the e-voting shall be declared by the director of the company on January 2, 2024.
7. Members desiring any information on the accounts of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
8. For the convenience of the Members, for proper conduct of the Meeting and as a measure to save cost, Members are requested to bring their copy of Annual Report along with the Ballot Paper and Attendance Slip to the Meeting and hand over the Slip at the entrance duly signed by them. Duplicate Admission slips will not be provided at the meeting hall.
9. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Nos. and those who hold shares in physical form are requested to write their Folio No. in the Attendance Slip for attending the Meeting
10. The Register of Members and Share Transfer Books of the Company shall remain closed from Monday, December 25, 2023 to Wednesday, December 27, 2023 (both days inclusive) for the purpose of the Annual General Meeting of the Company.
11. Record date for the reduction of Share Capital of the Company is December 22, 2023

12. For security reasons, no gadgets, mobile phones, cameras, article/baggage will be allowed at the venue of the Meeting. The Members/attendees are strictly requested not to bring any gadgets, mobile phones, cameras, article/baggage, etc. to the venue of the Meeting. Members/Proxies are requested to carry their Original Photo ID.
13. The e-voting period begins on Thursday, December 28, 2023 at 10.00 a.m. and ends on Saturday, December 30, 2023 at 5.00 p.m. During this period, shareholders' of the Company, holding shares as on the cut-off date i.e. December 23, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
14. All documents referred to in this notice are open for inspection at the Registered Office of the Company between 11.00 am to 4.00 pm on any working day till the date of AGM.
15. The facility for voting through polling paper will also be made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through polling paper. Members who have cast their votes by remote e-voting prior to AGM may attend the AGM but shall not be entitled to cast their vote again.
16. Pursuant to proviso to Regulation 40(1) of the Regulations, effective 1st April 2019, the Company is not permitted to process requests for transfer of securities, other than transmission or transposition of names in physical form. So, persons holding shares in physical form are requested to take actions for dematerialisation of their holdings to ensure hassle free transactions in the shares.
17. Members may avail nomination facility in respect of their holdings. Those holding shares in physical form may obtain the nomination form from the RTA. Those holding shares in demat form may approach their DP for registering the nominations.
18. Members may note that as per the Secretarial Standard 2 notified by the Government, no gifts, gift coupons, or cash in lieu of gifts shall be distributed to Members at or in connection with the Meeting and hence there will be no distribution of packaged items in connection with the meeting.

**For and on behalf of the Board of Directors
Radha Madhav Corporation Limited**

**Date: December 8, 2023
Place: Nani Daman**

**Sd/-
Nitin Jain
Whole time Director and CFO
(DIN:09833381)**

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2: Re-appointment of Statutory Auditor

M/s. Ajay Shobha & Co., Chartered Accountants having FRN 317031E, appointed as the **Statutory auditor** of the company to hold office from the conclusion of 16th Annual General Meeting (for the Financial Year 2020-21) until the conclusion of 18th Annual General Meeting (for the Financial Year 2022-23).

The Board of Directors of the Company ("the Board"), at its meeting held on January 30, 2023 has, considering the experience and expertise and on the recommendation of the Audit Committee, proposed to the Members the appointment of **M/s. Ajay Shobha & Co., Chartered Accountants**, as Statutory Auditors of the Company. The said auditors were appointed for 3 years.

The Board of Directors of the Company ("the Board"), at its meeting held on December 8, 2023 has, considering the experience and expertise and on the recommendation of the Audit Committee, proposed to the Members the reappointment of **M/s. Ajay Shobha & Co., Chartered Accountants**, as Statutory Auditors of the Company for the second consecutive term of five years, from the conclusion of this 19th Annual General Meeting till the conclusion of the 24th Annual General Meeting to be held in the year 2028 with rotation of its partners and team.

M/s. Ajay Shobha & Co. is a 4 times Peer reviewed firm by the ICAI Empanelled Chartered Accountants Firm and received the Peer review certificate from Peer Review Board of ICAI. They have experience in Statutory audit, concurrent audit, stock & inspection audit, revenue audit, internal audit and the matters related to company law, income tax, sales tax.

M/s. Ajay Shobha & Co., Chartered Accountants have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

The remuneration to be paid to M/s. Ajay Shobha & Co., Statutory Auditor shall be mutually agreed between the Board of Directors and the Statutory Auditors, from time to time. There is no material change in the remuneration proposed to be paid to Auditors and the remuneration paid to the Retiring Auditors.

The Board of Directors recommends the approval of members by way of ordinary resolution.

Memorandum of Interest

None of the directors and key managerial personnel of the Company and their relatives (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution.

Item No. 3: Appointment of Mr. Vijay Haribhai Patel (DIN: 07505750), as Non-Executive and Non-Independent Director of the Company

Vijay Haribhai Patel (DIN: 07505750), retires by rotation and is being proposed for re-appointment.

Brief Profile of Mr. Vijay Haribhai Patel:

More than a decade experience in marketing.

The Statement of disclosures pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is as under:

Name of Director & DIN	Mr. Vijay Haribhai Patel (DIN: 07505750)
Date of Birth	10/07/1966
Age	57 years
Date of first appointment in the current designation	29/09/2022
Qualifications	
i Educational	BSC
ii Experience in Years	10 years of experience in marketing, finance and taxation
No. of shares held in the Company	NIL
Relationship with other Directors and Key Managerial Personnel	No Inter-se relationship with any other Director, or Key Managerial Personnel of the Company
No. of Board Meetings attended during F.Y. 2022-23	03
Directorships in other Companies (Excluding Foreign Companies)	1. Vama Commodity Private Limited 2. Plug & Play Retail and Distribution Private Limited 3. Vama Softech Private Limited 4. Asv Healthcare Private Limited 5. Vama Infraspace Private Limited 6. Vama Mining Private Limited
Remuneration Proposed to be paid (2022-23)	NIL
Memberships/ Chairmanship of Committees of other Companies	NIL
Terms and Condition of appointment	Director, liable to retire by rotation, the said appointment is being made as per Section 160 of the Companies Act, 2013 and there is no variation in the terms and conditions

The Board of Directors recommends the approval of members by way of ordinary resolution.

Memorandum of Interest

Except Mr. Vijay Patel none of the directors and key managerial personnel of the Company and their relatives (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution.

Item No. 4: Application for Change in Name of the Company:

The Board of Directors of the Company at their meeting held on December 8, 2023 passed a resolution to change the name of the Company from "**RADHA MADHAV CORPORATION LIMITED**" to "**TECSUS CONSUMER CORPORATION LIMITED**". The said new name received from MCA.

The company proposes to have a new identity and in turn proposes to change its name. Change of name clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 and 14 of the Companies Act, 2013. The above amendment would be subject to the approval of Registrar of Companies and other statutory or Regulatory Authority as may be prescribed.

The change of name has not affected any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes. As per the provisions of Sections 13 of the Companies Act, 2013, approval of the shareholders is required to be accorded for changed in name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution.

The Board recommends the passing of the resolution set out at the Item No. 4 for approval of the members of the company by way of a special resolution.

Further company has obtained certificate from a Practicing Chartered Accountant stating compliance under regulation 45 of Securities and Exchange Board of India (LODR) Regulations, 2015, being annexed to the explanatory statement

Memorandum of Interest

None of the Directors and Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution.

A copy of the Memorandum and Articles of Association of the Company together with the proposed alterations is available for inspection by the members of the Company at its Registered Office.

Item No. 5: Approval of Related Party Transaction

Pursuant to Section 188 of the Companies Act, 2013 ("the Act"), read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, The related party transaction has been approved by the audit committee and Board of Directors. The following are the related party transaction for the financial year ended March 31, 2023 which is approved by the audit committee and Board of Directors:

Particular	F.Y. 2022- 2023
Name of Related Party	Vijay Haribhai Patel
Summary of transaction	Loan Received
Nature of Transaction	Loan Received
Amount of Transaction	9,00,000/-
Source of Fund	Own fund
Justification of Transaction	Interest free loan
Purpose for which the funds will be utilized	For day to day operation of the company

The value of aforementioned transactions with Related Parties is likely to exceed as compare to previous financial year and is expected to be around Rs. 1,00,00,000/-

Hence, approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by the Company with related parties in the financial year 2023-24.

Except the above related parties, none of the Directors and the Key Managerial Personnel of the Company and their relatives is concerned or interested in the above resolution.

The Board recommends the passing of the resolution set out at the Item No. 5 for approval of the members of the company by way of a special resolution.

**For and on behalf of the Board of Directors
Radha Madhav Corporation Limited**

**Sd/-
Nitin Jain
Whole time Director and CFO
(DIN: 09833381)**

**Date: December 8, 2023
Place: Nani Daman**

RADHA MADHAV CORPORATION LIMITED

(CIN: L74950DD2005PLC003775)

Regd. Office: Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya,
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Website: www.rmclindia.co.in; E-mail: investor_complaint@rmclindia.co.in,
Contact No.: +91 9377006001

Dear Shareholder(s),

This is to inform you that the Company is in process of updation of records of the shareholders in order to reduce the physical documentation as far as possible.

With new SEBI listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, we have to update your PAN No., phone no. and e-mail id in our records. We would also like to update your current signature records in our system.

To achieve this, we solicit your co-operation in providing the following details to us:

1. If you are holding the shares in dematerialized form, you may update all your records with your Depository Participant (DP).
2. If you are holding shares in physical form, you may provide the following :

Folio No. :
PAN :
E-mail ID :
Telephone No. :
Name and Signatures i.
ii.
iii.

Thanking you,

Yours Faithfully,

**For and on behalf of the Board of Directors
Radha Madhav Corporation Limited**

**Sd/-
Nitin Jain
Whole time Director and CFO
(DIN: 09833381)**

Date: December 8, 2023

Place: Nani Daman

RADHA MADHAV CORPORATION LIMITED

(CIN: L74950DD2005PLC003775)

Regd. Office: Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya,
Nani Daman 396210, UT of Daman & Diu

Website: www.rmclindia.co.in; E-mail: investor_complaint@rmclindia.co.in,
Contact No.: +91 9377006001

Attendance Slip

Name:

No. of Shares:

Folio No./DP/Client ID:

I hereby record my presence at the 19th Annual General Meeting of the Company on Sunday, December 31, 2023 at 10.30 a.m. at the Registered Office of the Company at Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya, Nani Daman - 396210, UT of Daman & Diu.

(Proxy's full name in block capitals)

Member's/Proxy's Signature

E-voting guidelines

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Friday, December 28, 2023 at 10.00 a.m. and ends on Saturday, December 30, 2023 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. December 23, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. EBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

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

Type of shareholders	Login Method
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<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<ol style="list-style-type: none"> 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 to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 cdsi website www.cdslindia.com and 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.
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 name and you will be redirected to e-Voting service provider

	website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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. CDSL and NSDL

Login type	Helpdesk details
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.com or contact at toll free no. 1800 22 55 33
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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first time user follow the steps given below:

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

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant **Radha Madhav Corporation Limited** on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; rmcl@rmclindia.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

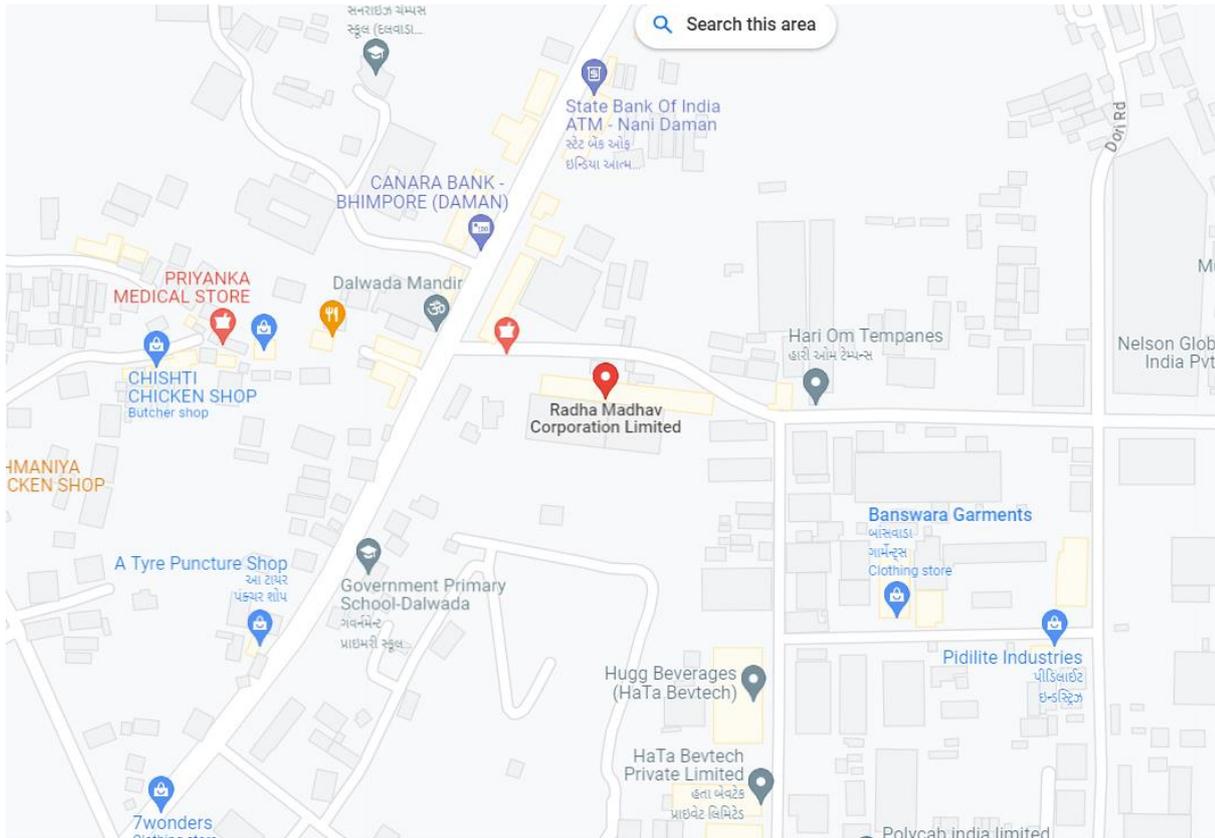
PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to rmcl@rmclindia.co.in or rnt.helpdesk@linkintime.co.in.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

Route map to the venue of the AGM



RADHA MADHAV CORPORATION LIMITED

(CIN: L74950DD2005PLC003775)

Regd. Office: Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya,
Nani Daman 396210, UT of Daman & Diu

Website: www.rmclindia.co.in; E-mail: investor_complaint@rmclindia.co.in,
Contact No.: +91 9377006001

**MGT – 11
PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the
Companies (Management and Administration) Rules, 2014]

Name of the member:

Registered address:

Email ID:

No of Shares held:

Folio No./Client ID:

DP. ID:

I/We, being the member(s) ofshares of the above named company, hereby
appoint

1. Name:
Address:
Signature:, or
failing him
2. Name:
Address:
Signature:.... .., or
failing him
3. Name:.....
Address:.....
Signature:.... ..

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the
19th Annual General Meeting of the Company, to be held on Sunday, December 31, 2023
at 10.30 a.m. at the Registered Office of the Company at Survey No. 50/9/A, Daman
Industrial Estate, Village Kadaiya, Nani Daman - 396210, UT of Daman & Diu and at any
adjournment thereof in respect of such Resolutions as are indicated in the notice:

Signed this.....day of2023.

Signature of shareholder(s)

Signature of Proxy holder(s)



**Note: This form of proxy in order to be effective should be duly
completed and deposited at the Registered Office of the Company, not less
than 48 hours before the commencement of the Meeting.**

RADHA MADHAV CORPORATION LIMITED

(CIN: L74950DD2005PLC003775)

Regd. Office: Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya,
Nani Daman 396210, UT of Daman & Diu

Website: www.rmclindia.co.in; E-mail: investor_complaint@rmclindia.co.in,
Contact No.: +91 9377006001

Form No. MGT – 12

POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

1. Name and Registered address of the Sole/First Named Shareholder:
2. Name of Joint Holders If any (in block letters):
3. Folio No./DP ID no*/Client ID No. :
4. Number of shares held:

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:

Description	No. of shares	I/ We assent to the Resolution (FOR)	I/ We dissent to the Resolution (AGAINST)
Item No. 1 of the Notice Adoption of Audited Financial Statements for the financial year 2023			
Item No. 2 of the Notice Re-appointment of auditors from the conclusion of this 19 th Annual General Meeting till the conclusion of the 24 th Annual General Meeting to be held in the year 2028			
Item No. 3 of the Notice Reappoint a Director in place of Mr. Vijay Patel (DIN: 07505750), who is liable to retire by rotation. Being eligible, he has offered himself for re-appointment as a Director of the Company.			
Item No. 4 of the Notice Change the name of the Company from "RADHA MADHAV CORPORATION LIMITED" to "TECSUS CONSUMER CORPORATION LIMITED"			
Item No. 5 of the Notice Approval of Related party transaction for the Financial Year 2024			

Place:

Date: _____

Signature of the Shareholder



Ajay Shobha & Co.
Chartered Accountants

L - 2, Haridwar - 1,
Evershine Nagar,
Malad (W), Mumbai - 400064.
Mobile: 99870 06258 / 9821056258
Email: ajayshobha.co@gmail.com

To,
Board of Directors,
RADHA MADHAV CORPORATION LIMITED.
Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya,
Nani Daman 396 210, UT of Daman & Diu.

CERTIFICATE

This Certificate is issued to certify that company has complied with the conditions pursuant to regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015 in connection with the proposed change in name of the company from "**RADHA MADHAV CORPORATION LIMITED**" to "**TECSUS CONSUMER CORPORATION LIMITED.**"

We hereby certify and confirm that the company has complied with the conditions of sub - regulation (1) of Regulation 45 of SEBI LODR as set forth below:

- (a) a time period of at least one year has elapsed from the last name change;
- (b) at least 50% of the total revenue in the preceding 1-year period has been from the activity suggested by the new name of the Company, also providing detailed bifurcation of income earned by the Company under various activities as per the format given below :

April 1, 2022 to March 31, 2023	Amount (Rs.)
Income from Sales of goods	17,60,000/-
Income from new business activity	Not applicable as there is no change in line of business

- (c) The amount invested in the new activity/project is at least fifty percent of the assets of the listed entity: Not applicable as there is no change in line of business.





Ajay Shobha & Co.
Chartered Accountants

L - 2, Haridwar - 1,
Evershine Nagar,
Malad (W), Mumbai - 400064.
Mobile: 99870 06258 / 9821056258
Email: ajayshobha.co@gmail.com

The above information is provided on the basis of documents and information provided by the company.

Thanking You,

Your faithfully,

For Ajay Shobha & Co.
Chartered Accountants
Firm Registration No: FRN 317031E

Ajay Gupta
Partner

Membership No: 053071



Peer Review No. 012957

UDIN No.: 23053071BGVWVK6527

Date: December 8, 2023

Place: Mumbai