

Notice of 30TH Annual General Meeting

Notice is hereby given that the 30th Annual General Meeting of the members of Pulsar International Limited will be held on Saturday, 8th May, 2021 at 11.00 A.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company at Adarsh Laxmi Building, Office No. 3 Sai Babanagar, Navghar Road, Bhayandar (East), Thane - 401101

ORDINARY BUSINESS

1. ADOPTION OF FINANCIAL STATEMENTS ALONG WITH REPORTS OF THE DIRECTORS AND AUDITORS THEREON

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Directors' and the Auditors' there on and in this regard, if thought fit, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 along with the reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted.”

2. APPOINTMENT OF DIRECTOR IN PLACE OF MR. JAMSHEED MINOO PANDAY (DIN: 00232768), WHO RETIERS BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT

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

“**RESOLVED THAT** pursuant to the provisions of section 152 of the Companies Act, 2013, Mr. Jamsheed Minoo Panday (DIN: 00232768), who retires by rotation as Director at this meeting and being eligible has offered himself for re-appointment as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

SPECIAL BUSINESS

3. APPOINTMENT OF MR. DHARMESH PRAVIN KHARWAR (DIN: 08412150), AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“**RESOLVED THAT** Mr, Dharmesh Pravin Kharwar (DIN: 08412150), who was appointed as an Additional Independent Director of the Company for a period of 5 consecutive years with effect from 14th September, 2020, pursuant to the provisions of the Articles of Association of the Company and Section 149 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the provisions of Section 161 of the Companies Act,

2013, who holds office as such upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing as required under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company pursuant to the provisions of Section 149, 150 and 152 of the Companies Act, 2013 to hold office as such upto 13th September, 2025 who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

4. RECLASSIFICATION OF PROMOTERS OF THE COMPANY

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

“**RESOLVE THAT** pursuant to Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and successful completion of open offer by M/s Bluerock Investment Quotient LLP (“Acquirers” / “New Promoters”) under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subject to the necessary approvals from stock exchange, and other appropriate Regulatory authorities as may be necessary, the consent of the shareholders of the Company be and is hereby accorded to designate the Acquirers to be promoter of the Company and re-classify “Outgoing Promoter and Promoter Group” i.e. Ms. Jayshree Mahendra Deliwala and M/s. Prakash Khatiwala (HUF) to “Public Category” since the outgoing promoter and promoter group are neither involved in the management of the Company nor they exercise control over the affairs of the Company directly or indirectly and they are not holding shares nor voting rights more than 10% of the total paidup share capital and total voting rights in the Company and also none of outgoing Promoter have entered into any shareholder’s or other agreement with the Company nor they have any veto rights or special rights as to voting power or control of the Company:

Particulars	Outgoing Promoter & Promoter Group	New Promoter
Promoter and Promoter Group	1) Ms. Jayshree Mahendra Deliwala 2) M/s. Prakash Khatiwala (HUF)	1) M/s. Bluerock Investment Quotient LLP

RESOLVED FURTHER THAT on approval of Stock Exchange and upon application for reclassification of the “Existing Promoter and Promoter Group” as “Public Category”, the Company shall effect such reclassification in the Statement of shareholding pattern from immediate succeeding quarter under regulation 31 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and compliance to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Prohibition of insider Trading) Regulations, 2015, and other applicable provisions

RESOLVED FURTHER THAT pursuant to regulations 31A(3) sub clause (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018, it is hereby confirmed that, the aforesaid person(s) seeking reclassification:

- i. Do not hold More than ten percent of the total voting rights in the Company;
- ii. Do not exercise control over the affairs of the Company directly or indirectly

- iii. Do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- iv. Shall not be represented on the Board of Directors (including not having a nominee director) of the Company;
- v. Shall not act as key managerial person in the Company
- vi. Are not a 'willful defaulter' as per the Reserve Bank of India Guidelines;
- vii. Are not a fugitive economic offender

RESOLVED FURTHER THAT Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["LODR Regulations"] has provided a regulatory mechanism for re-classification of promoter as public shareholders and also when the new promoter replaces the previous promoter subsequent to the open offer.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution for Re-classification of Promoter / Promoter Group to Public shareholding, the Board or Company Secretary or the officers authorised by the Board in this regard be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard and to submit all the requisite applications, representations, filing etc. with the Stock Exchange and other regulatory authorities as may be required in this regard without requiring the Board to secure any further consent or approval of the members of the Company."

**BY THE ORDER OF BOARD OF DIRECTORS
PULSAR INTERNATIONAL LIMITED**

Sd/-

JIGAR SHAMJI JOSHI

Company Secretary & Compliance Officer

Membership No. A57632

Place: Mumbai

Date: 13th April, 2021

Registered Office:

Adarsh Laxmi Building,
Office No. 3 Sai Babanagar,
Navghar Road, Bhayandar (East),
Thane - 401101

Notes:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies can be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular no 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and SEBI Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI Circular number SEB/HO/DDHS/DDHS/CIR/P/2021/21 dated February 26, 2021 . The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM) and not through physical presence of members at a common venue. Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM.
2. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting 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 will be held pursuant to the said MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis
4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to cspryankagarwal@gmail.com with copies marked to evoting@nsdl.co.in.
5. Members who have not registered their E-mail address so far are requested to register their e-mail for receiving all communication including Annual Report, Notices and Circulars etc. from the company electronically. Members can do this by updating their email addresses with their depository participants.
6. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
7. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR Code and IFSC Code, mandates, nomination, power of attorney, change of address, change of name, email address, contact numbers, etc to their depository participant ("DP"). Members holding shares in physical form are requested to intimate such changes to Company's RTA, i.e. KFIN Technologies Pvt Limited along with relevant evidences or supporting.
8. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in Securities Market. Members holding shares in electronic form are therefore requested to submit PAN to their depository participants with whom they

are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Company's RTA i.e. KFIN Technologies Pvt Limited

9. SEBI has also made amendment to Regulation 40 of SEBI LODR Regulations with respect to mandatory dematerialization for transfer of securities. Pursuant to the aforesaid amendment to SEBI LODR Regulations, Listed Companies and their Registrars and Transfer Agents ("RTAs") are advised to ensure that shares which are lodged for transfer are mandatory in dematerialized form with effect from April 1, 2019. Therefore, shareholders are requested to get their physical shareholding dematerialized for any further transfers, if they wish so. However, they can continue to hold shares in physical mode.
10. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 30th April, 2021 to Saturday, 8th May, 2021(both days inclusive).
11. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file their nomination in the prescribed Form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in electronic/demat form, the nomination form can be filed with the respective Depository Participants.
12. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2020-21 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated May 12, 2020. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2020-21 will also be available on the Company's website; websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
13. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
14. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owners (in case of electronic shareholding) as on the cut-off date i.e. Friday, 30th April, 2021
15. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
16. 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 30th April, 2021 through email on pulsar.intltd@gmail.com. The same will be replied by the Company suitably.
17. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
18. Since the AGM will be held through VC / OAVM, the Route Map is not annexed herewith.
19. Instructions for e-voting and joining the Annual General Meeting are as follows:

A. VOTING THROUGH ELECTRONIC MEANS

- i. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements), 2015 ("Listing Regulations"), the Company is pleased to provide members, the facility to exercise their vote at the 30th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided NSDL.

- ii. The remote-e-voting period commences on Wednesday, 05th May, 2021 (09.00 a.m. IST) and ends on Friday, 7th May, 2021 (5.00 p.m. IST). Members of the Company holding shares either in physical form or in dematerialized form as on Friday, 30th April, 2021 (hereinafter called as “Cut-off Date”), may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- iii. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in However, if he / she is already registered with NSDL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.
However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
- iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- v. Ms. Priyanka Agarwal (C.P. No. 19363) Proprietor of M/s. P M Agarwal & Co., Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting at the meeting and remote e-voting process in a fair and transparent manner.
- vi. The details of the process and manner for remote e-voting are explained herein below:

Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-voting system.

Details on Step 1 are mentioned below:

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 “Shareholders” section
3. A new screen will open. You will have to enter your User ID, your Password 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 EVEN is 123456 and folio number is 001*** then user ID is 123456001***

5. Your password details are given below:
 - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote
 - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. 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 in your mailbox from evoting@nsdl.com. 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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the one-time password (OTP) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, click 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.

Details on Step 2 are mentioned below:

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company, for which you wish to cast your vote.
4. Now you are ready for e-voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders

1. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a 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 email to cspriyankagarwal@gmail.com with a copy marked to evoting@nsdl.co.in
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 <https://www.evoting.nsdl.com> to reset the password.
3. In case of any queries relating to e-voting you may refer to the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com> or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in or mail to Sagar.Ghosalkar@nsdl.co.in.

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

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

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

5. 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 Aadhaar Card) by email to RTA / Company email id at mohsin.mohd@kfintech.com or pulsar.intltd@gmail.com

6. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) to RTA / Company email id at mohsin.mohd@kfintech.com or pulsar.intltd@gmail.com
7. The company/RTA shall co-ordinate with NSDL and provide the login credentials to the above-mentioned shareholders.

B. INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH VC/OAVM ARE AS UNDER:

1. Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM provided by NSDL at <https://www.evoting.nsd.com> by using their remote e-voting login credentials and selecting the EVEN for Company's AGM. 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. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
3. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in or Sagar.Ghosalkar@nsdl.co.in or contact 1800-222-990
4. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at from May 5, 2021 (09:00 A.M. IST) to May 7, 2021 (5:00 P.M. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM

**BY THE ORDER OF BOARD OF DIRECTORS
PULSAR INTERNATIONAL LIMITED**

S/d-

JIGAR SHAMJI JOSHI

Company Secretary & Compliance Officer
Membership No. A57632

Place: Mumbai
Date: 13th April, 2021

Registered Office:

Adarsh Laxmi Building,
Office No. 3 Sai Babanagar,
Navghar Road, Bhayandar (East),
Thane - 401101

ANNEXURE TO THE 30th AGM NOTICE

Explanatory Statement Pursuant to Section 102 of Companies Act, 2013 to the accompanying notice

Item No. 3

Mr, Dharmesh Pravin Kharwar aged 50 years, has been appointed as an Additional (Independent) Director by the Board of Director for a period of 5 consecutive years with effect from 14th September, 2020, subject to approval of shareholders. Pursuant to provisions of Section 161 of Companies Act, 2013, she holds office as such up to the date of the ensuing Annual General Meeting.

Mr. Dharmesh Pravin Kharwar. has a broad experience of more than 25 years in leadership & management to drive growth through incorporating and operating new enterprises, business development projects and providing divisional leadership across all the phases of business development cycle.

Pursuant to provisions of Sections 149, 150, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the appointment of Independent Director requires approval of the shareholders. Mr. Dharmesh Pravin Kharwar has given requisite declaration pursuant to Section 149(7) of the Companies Act, 2013, to the effect that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

The Company has also received a notice as required under Section 160 of the Companies Act, 2013 proposing her candidature for the office of director. Further he is not disqualified from being appointed as director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Independent Director of the Company. Further he has also registered herself in the Independent Director's databank as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. The Nomination and Remuneration Committee has also recommended his appointment as Independent Director of the Company for a period of 5 years.

In the opinion of the Board, Mr. Dharmesh Pravin Kharwar to be appointed as Independent Director fulfills the conditions specified in the Companies Act, 2013 and the Rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is independent of the management.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail services of Mr. Dharmesh Pravin Kharwar as an Independent Director. Accordingly, the Board recommends the resolution as set out at item no. 6 of the Notice in relation to appointment of Mr. Dharmesh Pravin Kharwar as an Independent Director for the approval by the shareholders of the Company.

Details of Mr. Dharmesh Pravin Kharwar pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by Institute of Company Secretaries of India (ICSI) is forming part of the Notice of 30th AGM of the Company.

Except Mr. Dharmesh Pravin Kharwar, being appointee, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution.

Item No. 4

The Acquirers have entered into share purchase agreement (SPA) with the existing promoters of the Company in 2019 by virtue of the said SPA, there was a change in control & Management of the Company. The acquires have made open offer of the Company which was approve by SEBI.

The company has received requests form Ms. Jayshree Mahendra Deliwala and Prakash Khatiwala (HUF) to reclassify “Existing promoter and Promoter Group” to “Public category” as required under regulations 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Board of Directors of the Company received applications from current promoters of the Company i.e. Ms. Jayshree Mahendra Deliwala and M/s. Prakash Khatiwala (HUF) to reclassify themselves from ‘Existing Promoter and Promoter Group ’ to ‘Public category’.

In the Board Meeting held on 10th November, 2020 Board of Directors analysed the request and reviewed & Considered the requests letters received from the outgoing promoter to reclassify themselves from ‘Existing Promoter and Promoter Group to ‘Public category’. The Board recommends the resolutions set out at Item no. 4 of this for approvals of the Members as ordinary resolution.

Details of Shareholding of the Company is as follows:

Name of the Outgoing Promoters and Promoter Group	Shareholding as on 31st March 2021	
	No. of Equity Shares	%
Ms. Jayshree Mahendra	1,35,250	4.51
M/s. Prakash Khatiwala (HUF)	64,550	2.15
Name of the New Promoter	No. of Equity Shares	%
M/s. Bluerock Investment Quotient LLP	8,66,600	28.89

INFORMATION OF DIRECTORS BEING PROPOSED FOR APPOINTMENT/RE-APPOINTMENT AS PER REGULATION 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDRAED-2 GENERAL MEETING” IS GIVEN BELOW:

Details of directors seeking appointment at the 30th Annual General Meeting:

Particulars	MR. JAMSHEED MINOO PANDAY	Mr. Dharmesh Pravin Kharwar
Date of Birth	08th February, 1959	8 th January, 1970
Age	62 Years	50 Years
Date of Appointment	17 th December 2019	14 th September, 2020
Expertise in specific functional area/Brief Resume	Business Administration	Business Management
Qualification	CA and MBA	Master of Pharmacy from Nagpur University Master in Marketing Management Jamnalal Bajaj institute of Mumbai Certified Licencing Professional (CLP) from Certified Licencing Professionals Inc. USA
No. of Equity Shares held in the Company	None	None
Membership/Chairmanship of Committees of other listed entities	<ol style="list-style-type: none"> 1. Acqua Crest Foods Private Limited 2. Manipal Nutraceutical Private Limited 3. Cottage Industries Exposition Limited 4. Manipal Natural Extracts Private Limited 5. Kurlon Retail Limited 6. Starship Manufacturing & Services Private Limited 7. Sevalal Solar Private Limited 8. Sirar Solar Energies Private Limited 9. Sirar Dhotre Solar Private Limited 10. Zen Global Finance Limited 11. E'l Dorado Residences Private Limited 12. Manipal Medi Records Private Limited 13. Manipal Software & E-Com Private Limited 14. Innovative Foam Limited 15. Saga Department Stores Limited 16. Manipal Home Finance Limited 	<ol style="list-style-type: none"> 1. Ngb Laboratories Private Limited
No. of Board Meetings attended during the year	5	3

Terms and conditions re-appointment	re-appointment as a Director of the Company, liable to retire by rotation.	Appointed for a period of 5 consecutive years, not liable to retire by rotation
Remuneration last drawn (including sitting fees & commission, if any)	12,500	10,000
Remuneration proposed to be paid	Nil, except sitting fees	Nil, except sitting fees
Relationship with any Director(s)/Key Managerial Personnel of the Company	he is not related with any Director or Key Managerial Personnel as per provisions of Section 2(77) of the Companies Act, 2013.	he is not related with any Director or Key Managerial Personnel as per provisions of Section 2(77) of the Companies Act, 2013.

**BY THE ORDER OF BOARD OF DIRECTORS
PULSAR INTERNATIONAL LIMITED**

Sd/-

JIGAR SHAMJI JOSHI

Company Secretary & Compliance Officer

Membership No. A57632

Place: Mumbai

Date: 13th April, 2021

Registered Office:

Adarsh Laxmi Building,
Office No. 3 Sai Babanagar,
Navghar Road, Bhayandar (East),
Thane - 401101