

NET ACCESS INDIA LIMITED
CIN: U74999TN1997PLC039545
Regd. Office: Parry House, VI Floor, 43, Moore Street, Chennai-600001

NOTICE TO SHAREHOLDERS

SHORT NOTICE is hereby given that the Twenty Sixth Annual General Meeting of the members of NET ACCESS INDIA LIMITED will be held on Friday, the 23rd day of June 2023 at 03.00 p.m. at Parry House, VI Floor, 43, Moore Street, Chennai-600001 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the financial year ended 31st March 2023 and the Reports of the Board and the Auditors thereon.

2. **To declare Dividend:**

To consider and if thought fit pass the following resolution as ordinary resolution:

"RESOLVED THAT a final dividend of Rs.2/- per equity share of Rs. 10/- each be declared for the financial year ended 31st March 2023 and that the same be paid out of the profits of the Company for the financial year ended 31st March 2023.

RESOLVED FURTHER THAT an interim dividend at Rs. 1/- per equity share of Rs. 10/- each declared by the Board of Directors and paid for the financial year ended 31st March 2023 be and is hereby confirmed.

3. To elect a Director in place of Ms. Rekha Surendhiran (DIN: 06920489) who retires by rotation and being eligible offers herself for re-appointment.
4. **Re-Appointment of M/s. Sundaram & Srinivasan, Chartered Accountant as the Statutory Auditors of the Company and to fix their remuneration**

To consider and if deemed fit to pass the following as an Ordinary resolution:

RESOLVED THAT pursuant to the provisions of Section 139,142 and other applicable provisions of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014 and any other Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the re-appointment of M/s. Sundaram & Srinivasan, Chartered Accountants, (Firm Registration number 004207S) as the Statutory Auditors of the Company to hold office from the conclusion of the 26th AGM until the conclusion of the 31st AGM on a remuneration of 2.76 lakhs (including 0.42 lakhs Tax Audit Fees and excluding out of pocket expenses incurred by them in connection with the Audit and applicable taxes) for the FY 2023-24 be and is hereby approved and the Board may decide the remuneration payable to the Statutory Auditors for the subsequent years.

For and on behalf of the Board

Chennai
Date: 15th June 2023

K. Betsy Mary Brinda
Company Secretary

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY. PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies should be lodged at the registered office of the Company not less than 48 hours before the meeting.
3. All documents referred to in the accompanying Notice including the statutory registers shall be open for inspection at the Registered Office of the Company during normal business hours (9.30 a.m. to 5.30 p.m.) on all working days upto the date of the AGM.
4. The disclosure required under Clause 1.2.5 of Secretarial Standards 2, pertaining to Item 3 is annexed.
5. The shareholders are requested to submit the attendance slip duly filled up and signed at the venue of the AGM.
6. The route map to the venue of AGM including prominent landmark as required under Secretarial Standards 2 is annexed to this Notice.

ANNEXURE TO THE NOTICE
Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No.03:

Disclosure under Clause 1.2.5 of Secretarial Standards on General Meeting

Name of the Director	Ms. Rekha Surendhiran
DIN	06920489
Date of Birth	28/07/1977
Date of appointment (initial)	09/07/2014
Qualification cum profile including experience	Ms. Rekha Surendhiran holds a Master's degree in Commerce and is an Associate member of the Institute of Company Secretaries of India. She also holds a Master's degree in Business Laws from National Law School, Bengaluru and a Post graduate diploma in financial management. She has served corporates such as Kothari Petrochemicals Limited, Wescare India Limited, Cholamandalam Investment and Finance Company Limited and Cholamandalam MS General Insurance Company Limited. She has been associated with the Murugappa Group since her training days in 1997 and has over 20 years of rich experience in legal, corporate secretarial, compliance, risk management and general management.
Terms and conditions of appointment	Proposed to be re-appointed as a Director, liable to retire by rotation
Directorships in other companies (including foreign companies)	Nil
Remuneration sought to be paid	Nil
Shareholding held in the Company	Nil
Number of meetings of the Board attended during the financial year.	5
Memberships in Board Committees of other companies (includes membership details)	Nil

of all Committees)	
Inter-se relationship with any other Directors or KMP of the Company	Nil

Item No.04:

M/s. Sundaram & Srinivasan, Chartered Accountants, (Firm Registration number 004207S) were appointed as the statutory auditors of the Company at the 21st Annual General Meeting held on 16th July 2018 to hold office from the conclusion of the 21st Annual General Meeting for a term of five consecutive years concluding at the 26th Annual General Meeting.

The Companies Act 2013 permits two terms of office for the Statutory Auditors. M/s Sundaram & Srinivasan, Chartered Accountants are eligible to be appointed as statutory auditors to hold office from the conclusion of the ensuing 26th Annual General Meeting for a second term of five consecutive years.

In terms of Section 139 of the Companies Act, 2013 read with rules made thereunder, the re-appointment of statutory auditors require the approval of the shareholders vide ordinary resolution.

M/s. Sundaram & Srinivasan, Chartered Accountants have consented to the aforesaid re-appointment and confirmed that their re-appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act, 2013 and the rules made thereunder.

Form No. 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]

CIN: U74999TN1997PLC039545

Name of the Company: NET ACCESS INDIA LIMITED

Registered Office: Parry House, VI Floor, 43, Moore Street Chennai - 600001

Name of the Member(s) :
Registered address :
E-mail Id :
Folio No. / Client Id :
DP ID :

I/We _____ being member(s) of Net Access India Limited holding _____ shares of the above-named company, hereby appoint:

Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him

Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company, scheduled to be held on the Tuesday, the 13th June, 2023 at 03:00 p.m at the Registered Office of the Company situated at 'Parry House', VI Floor,

43, Moore Street, Chennai – 600001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution item
1	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March 2023 and the Reports of the Board of Directors and the Auditors thereon.
2	To declare dividend
3	To reappoint Ms. Rekha Surendhiran (DIN: 06920489) Director who retires by rotation, being eligible offers herself to be reappointed.

Affix revenue stamp

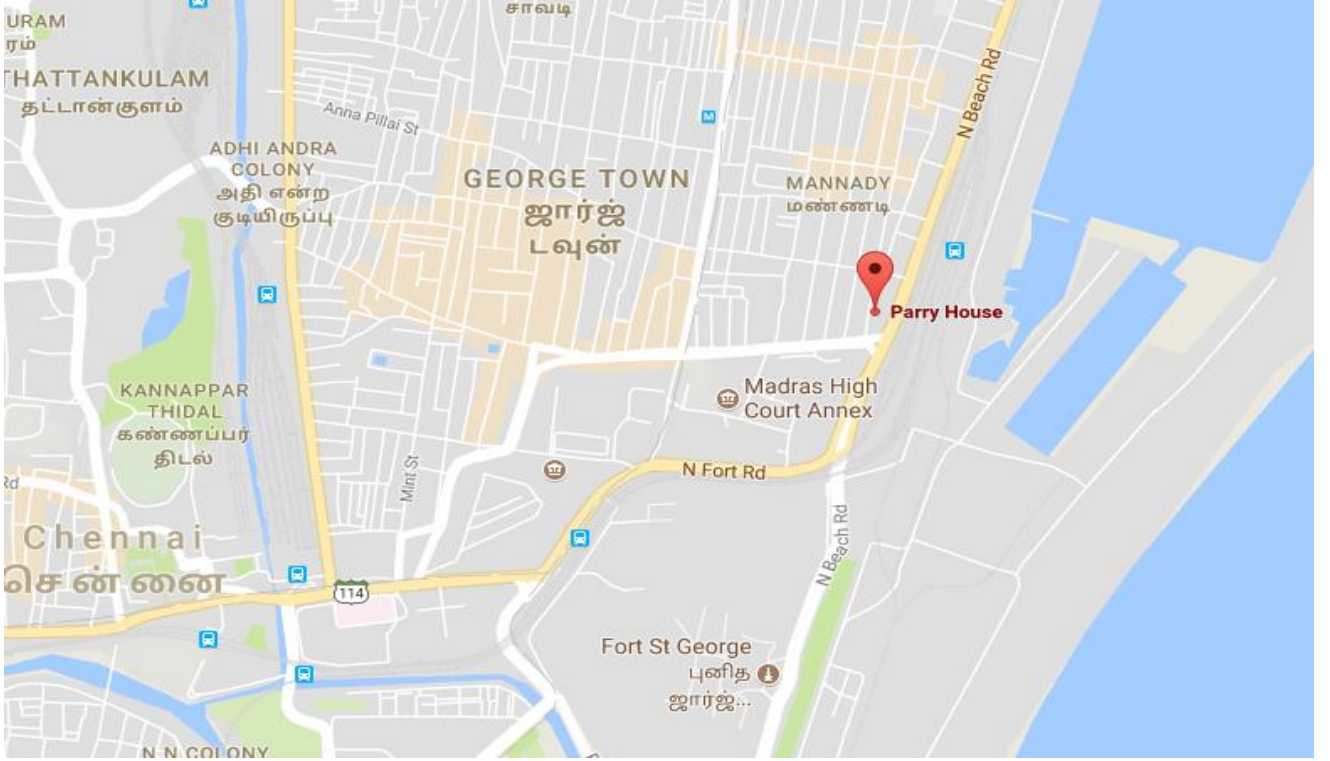
Signed this _____ day of _____ 2023

Signature of Shareholder: _____

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.

Route Map to the venue of the AGM



AGM Venue: Parry House, VI Floor, 43, Moore Street, Chennai-600001