



HAZOORMULTIPROJECTSLIMITED

CIN : L99999MH1992PLC269813

Date: 3rd August, 2024

To,
BSE LIMITED
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

Scrip ID/Code/ : HAZOOR/ 532467/ INE550F01031

ISIN

Subject : Notice of 32nd Annual General Meeting of the Company.

Ref : Regulation 30 and Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

With Reference of the above captioned subject, please find enclosed herewith the notice of 32nd Annual General Meeting of the members of the Company scheduled to be held on Tuesday, 27th August, 2024 at 1.00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) to transact the business as set out in the notice of the AGM. The company has completed dispatching the same along with the Annual report for the financial year 2023-24 to its shareholders.

This enclosure is now being submitted under Regulation 30 and schedule III of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

This is for your information and record.

Thanking You,

Yours Faithfully,

For Hazoor Multi Projects Limited

(Swaminath Chhotelal Jaiswar)
Company Secretary and Compliance Officer
Place: Mumbai

Encl: Notice of 32nd Annual General Meeting of the Company.



HAZOR MULTI PROJECTS LIMITED

CIN: L99999MH1992PLC269813

Regd Off: C-45, 4th Floor, Plot -210, C Wing, Mittal Tower, Barrister Rajani Patel Marg, Nariman Point, Mumbai, Maharashtra, 400021

Website: www.hazoomultiproject.com, E mail: hmpl.india@gmail.com , Ph.: 022-22000525

NOTICE OF 32nd ANNUAL GENERAL MEETING

Notice is hereby given of the 32nd Annual General Meeting of the members of **Hazoor Multi Projects Limited** will be held on Tuesday, the 27th day of August, 2024 at 1:00 P.M IST, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the company for the financial year ended on 31st March, 2024, together with the Reports of the Board of Directors and Auditors' there on.

"RESOLVED THAT the Standalone and Consolidated Audited Balance Sheet and Profit and loss account and Cash Flow Statement for the year ended 31st March, 2024 along with the Director's Report, be and are hereby considered, adopted and approved".

2. To appoint a Director in place of Mr. Dineshkumar Laxminarayan Agrawal, Executive Director (DIN:05259502), liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

"RESOLVED THAT in accordance with the provision of Section 152(6) and all other applicable provisions, if any, of the Companies Act, 2013, Mr. Dineshkumar Laxminarayan Agrawal, Executive Director (DIN:05259502), who retires by rotation at this annual general meeting, be and is hereby reappointed as director of the Company, liable to retire by rotation."

3. Reappointment of Statutory Auditor:

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

"RESOLVED THAT pursuant to the provisions of the Section 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 enactment or modification thereof for time being in force, M/s VMRS & Co., Chartered Accountants, Mumbai (FRN: 122750W) be and are hereby re-appointed as a Statutory Auditors of the Company for term of 5 years and to hold office from conclusion of this 32nd Annual General Meeting till conclusion of 37th Annual General Meeting of the company, at such remuneration plus taxes and reimbursement of out of pocket expenses, if any per financial year on the basis of the recommendation of the Audit committee and approved by the Board of Directors as may be amended from time to time."

"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."

SPECIAL BUSINESS:

4. **To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2024-25 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013.**

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of Rs.55,000/- P.A.(Rupees Fifty-Five Thousand Only) excluding applicable Tax payable to M/s N. Ritesh & Associates, Cost Accountants, Mumbai, for conducting cost audit of the Company for the financial year 2024-25, as approved by the Board of Directors of the Company, be and is hereby ratified."

5. Appointment of Mr. Tejas Kirtikumar Thakkar (DIN: 01638689), as an Executive Director of the Company.

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

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 read with Schedule V and other applicable

provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, and such other approvals, permissions and sanctions as may be required, consent of the Members be and is hereby accorded appointment of Mr. Tejas Kirtikumar Thakkar (DIN:01638689) as Executive Director of the Company for a period of 5 (five) years commencing from 29th May, 2024 to 28th May, 2029, and to the payment of remuneration as recommended by the Nomination & Remuneration Committee and set out in the explanatory statement annexed to this Notice (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the aforesaid period) with liberty to the Board of Directors (hereinafter referred to as 'the Board' which term shall be deemed to include the Committee of the Board) to alter and vary the terms and conditions of the said appointment and remuneration in such manner as may be agreed to between the Board and Mr. Tejas Kirtikumar Thakkar."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution."

6. Appointment of Mr. Arvind Vilasrao Sapkal (DIN: 08607096), as a Non-Executive Non Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of sections 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) (the "Act"), on the recommendation of Nomination and Remuneration Committee and the Board of Directors, Mr. Arvind Vilasrao Sapkal (DIN:08607096), be and is hereby appointed as Non-Executive Non Independent Director, of the Company, liable to retire by rotation, for a period of 5 years commencing from May 29, 2024 to May 28, 2029.

"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."

7. Appointment of Mr. Pramod Kumar (DIN: 10640996) as an Independent Director.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, Mr. Pramod Kumar (DIN:10640996), who was appointed as an Additional Director (Independent) of the Company with effect from May 29, 2024 and is recommended by Nomination and Remuneration Committee and Board of Directors for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the company who has submitted a declaration that he meets the criteria for the independence as provided in section 149(6) of the Companies Act, 2013 for a period of 5 years commencing from May 29, 2024 to May 28, 2029, and whose office shall not be liable to retire by rotation."

"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."

8. Appointment of Mrs. Divya Solanki (DIN: 10664248) as an Independent Director.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, Mrs. Divya Solanki (DIN: 10664248), who was appointed as an Additional Director (Independent) of the Company with effect from June 29, 2024 and is recommended by Nomination and Remuneration Committee and Board of Directors for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the company who has submitted a declaration that she meets the criteria for the independence as provided in section 149(6) of the Companies Act, 2013 for a period of 5 years commencing from June 29, 2024 to June 28, 2029, and whose office shall not be liable to retire by rotation."

“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.”

9. Re-appointment of Mr. Harsh Harish Sharma (DIN: 08798790) as an Independent Director of the Company for a further period of 5 (five) Years.

To consider and if thought fit, to pass the following resolution as a special resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, the approval of the Members of the Company be and is hereby accorded for the proposed re- appointment of Mr. Harsh Harish Sharma (DIN: 08798790), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 for a further period of 5 (Five) years commencing from July 30, 2025 up to July 29, 2030 and whose office shall not be liable to retire by rotation.”

“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.”

10. Approve Sub-Division /Split of the Equity Shares of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 61 and any other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder {including any statutory modification(s) or reenactment thereof for the time being in force} read with applicable provisions of SEBI(Listing Obligations and Disclosure Requirements)} Regulations, 2015 as amended, and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent applicable, subject to the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary, approval of the members of the company be and is hereby accorded for sub-division of 1 (One) Equity Share of the Company having Face Value of Rs. 10/- each (Rupees Ten) into 10 (Ten) Equity Shares having Face Value of Re. 1/- (Rupee One) each.

RESOLVED FURTHER THAT pursuant to the sub-division of Equity Shares of the Company from Face Value Rs. 10/- each (Rupees Ten) to Face Value of Re. 1/- each (Rupee One), the existing Authorized and Paid-up Equity Share Capital of the company as on record date as may be decided by the Board (which shall include any Committee thereof) shall stand sub-divided as given below:

Type of Capital	Pre-Sub division			Post-Sub division		
	No of Equity Shares	Face Value	Total Share Capital	No of Equity Shares	Face Value	Total Share Capital
Authorized						
Equity Share Capital	5,05,00,000	10	50,50,00,000	50,50,00,000	1	50,50,00,000
Preference Share Capital*	500	10,00000	50,00,00,000	500	10,00,000	50,00,00,000

Type of Capital	Pre-Sub division			Post-Sub division		
	No of Equity Shares	Face Value	Total Share Capital	No of Equity Shares	Face Value	Total Share Capital
Issued, Subscribed and Paid -Up Share Capital						
Equity Share Capital	18856602	10	188566020	188566020	1	188566020

*There is no subdivision/split of shares of Preference Share capital.

^ The company had issued and listed 14,459 partly paid up shares. Such shares shall not be sub-divided as they are to be forfeited by the company. Hence, not mentioned in the above table.

RESOLVED FURTHER THAT pursuant to the sub-division of the Face Value of Equity Shares as mentioned above,

(a) the existing share certificate(s) in relation to the existing issued Equity Shares having Face Value of Rs. 10/- each

(Rupees Ten) held in the physical form shall be deemed to have been automatically cancelled with effect from the record date to be fixed by the board, and the board be and is hereby authorized, without requiring to surrender the existing issued share certificate(s) by the members, to issue new share certificate in lieu of the existing share certificate(s), with regard to the sub-divided shares,

- (b) and in case of Equity Shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the members with the Depository participants, in lieu of existing credits in their beneficiary accounts representing the equity shares of the company before subdivision.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to take all such steps as may be required to obtain approvals in relation to above and do all such further acts, deeds or things as may be required to give effect to the sub-division of Equity Shares of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary be and are severally authorized to (a) delegate execution and filing of necessary applications, declarations, and other documents with stock exchanges, depositories, Registrar & Transfer agent and/or any other statutory authority(ies), if any; (b) cancel the existing physical share certificates; (c) settle any question or difficulty that may arise with regard to the sub-division of the shares as aforesaid or for any matters connected herewith or incidental thereto and (d) do all such acts, deeds, things, including all the matters incidental thereto in order to implement the foregoing resolution."

11. Approve the alteration in Capital Clause V of the Memorandum of Association of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and upon sub-division of Equity Shares, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing Clause V of Memorandum of Associations of the Company with the following new Clause V as under:

"5. The Authorized Share Capital of the Company is Rs.100,50,00,000/- (Rupees One Hundred Crores and Fifty lakhs) comprising of Rs.50,50,00,000 (Rupees Fifty Crores and Fifty Lakhs) equity share capital divided into 50,50,00,000 (Fifty Crores and Fifty Lacs) Equity Shares of Rs. 1/- each and Preference Share Capital and Rs.50,00,00,000 (Rupees Fifty crore) comprising of Rs. 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each, with rights, privileges and conditions attaching thereto as are provided by the Articles of Association for the time being of the Company, with power to increase and reduce the capital and to divide the shares in the capital for the time being into several classes and to attach thereto respectively any preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association for the time being of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company."

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, proper or desirable for the purpose of giving effect to this resolution."

12. Reallocation of amount of Issue Proceeds (Ref Notice of EOGM dated 12th April, 2024) :

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

"**RESOLVED THAT** pursuant to the BSE Notice No. 20221213-47 dated December 13, 2022 and applicable regulations of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the consent of the members of the Company be and is hereby accorded to ratify the following changes in the Point No. II of explanatory statement pertaining to Item No. 1 of Notice of Extra-ordinary General Meeting dated 12th April 2024:

- (i) Re-allocation of an amount of Rs.17.75 Crores, from one of the objects ("Issue Related Expenses"), to another object of the issue "Working Capital Requirements" and accordingly each of the objects of the Issue be adjusted as per the following details:

S. No.	Particulars	Total estimated amount to be utilized (₹ in Crores) *	Tentative timeline for utilization of funds
1.	Issue related Expenses	0.25	December, 2024
2.	Investment in new projects (real estates)	75.00	March, 2026

3.	Working Capital requirement	117.75	March, 2026
4.	General Corporate Purposes	115.00	March, 2026
5.	Investment in existing projects	178.00	March, 2026
	Total	486.00	

(ii) Reduction in Issue Size and consequent adjustments in each of the objects of the Issue, as per the following details

S. No.	Particulars	Total estimated amount to be utilized (₹ in Crores) *	Tentative timeline for utilization of funds
1.	Issue related Expenses	0.25	December, 2024
2.	Investment in new projects (real estates)	58.27	March, 2026
3.	Working Capital requirement	91.48	March, 2026
4.	General Corporate Purposes	89.34	March, 2026
5.	Investment in existing projects	138.22	March, 2026
	Total	377.56	

*Considering 100% conversion of Warrants into Equity Shares within the stipulated time.

in terms of BSE Notice No. 20221213-47 dated December 13, 2022, the amount specified for the above-mentioned object of issue size may deviate +/- 10% depending upon the future circumstances.

RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the Board of Directors/Committee(s) of the Board and/or Executive Director and/or KMP of the Company be and are hereby severally authorized to execute and deliver any and all other documents, papers and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the preferential issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

Place: Mumbai	By order of the Board
Date: 26/07/2024	For Hazoor Multi Projects Limited
	SD/-
	Swaminath Chhotelal Jaiswar
	Company Secretary & Compliance Officer

Notes:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Annual General Meeting ("Meeting") is annexed hereto.
2. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall 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 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. Pursuant to the General Circular Nos. 10/2022, 20/2020, 2/2022 and 09/2023 issued by the Ministry of Corporate Affairs ("MCA"), companies are allowed to hold AGM through VC/OAVM up to September 30, 2024, without the physical presence of Members at a common venue. Further, the Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 has granted relaxation in respect of sending physical copies of annual report to members. Hence, in compliance with the provisions of the Companies Act, 2013, Listing Regulations, MCA & SEBI Circulars, the 32nd AGM of the Company is being held through VC/OAVM. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The Members can join the 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 AGM through VC/OAVM will be made available to atleast 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 AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM and Annual Report 2023-24 has been uploaded on the website of the Company at www.hazoomultiproject.com. The Notice and Annual Report can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
8. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
9. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.
10. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency for conducting the AGM and providing remote e-Voting and e-Voting facility for/during the AGM of the Company. The instructions for participation by Members are given in the subsequent notes.
11. Since the AGM will be held through VC, the Route Map is not annexed to this Notice. The registered office of the Company shall be deemed to be the venue for the AGM.
12. Relevant documents referred to in the above Notice are open for inspection at the Registered Office of the Company during the business hours on any working day (except 2nd & 4th Saturday, Sunday and holidays) between 10.00 a.m. and 4.00 p.m. up to the date of the Annual General Meeting.
13. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting and the business set out in the Notice will be transacted through such voting. Information and instructions including details of user id and password relating to e-voting are sent herewith in the e-voting communication. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. Members who have cast their vote(s) by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.
14. Members of the Company under the category of Institutional/Corporate Shareholders are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize their representatives to participate and vote are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by e-mail at cs@rkejriwal.com and the same should also be uploaded on the VC portal / e-Voting portal of CDSL.
15. Pursuant to Regulation 46 of the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018, the securities of a Recognized Stock Exchange are required to be maintained in Demat mode. Further, in terms of Listing Regulations, securities of listed companies can only be transferred in Demat mode w.e.f. April 1, 2019. In view of the above, Members are advised to dematerialize their shares held in physical mode.
16. The Register of Members and the Share Transfer Books of the Company will remain closed from 21st August, 2024 to 27th August, 2024 (both days inclusive).
17. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are deemed to be interested, maintained under Section 189 of the Act, will be available for inspection by the members during the AGM. All documents referred

to in the Notice will also be available 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@hazoormultiproject.com.

18. The Shareholders are requested to direct change of address notifications and updates details to their respective Depository Participant(s).
19. Equity shares of the Company are under compulsory demat trading by all Investors.
20. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication from the company electronically and quicker response to their queries to RTA or Company.
21. Members seeking any information/document as referred in the notice are requested to write to the Company on or before 25th August, 2024 through email at hmpl.india@gmail.com, cs@hazoormultiproject.com. The same will be addressed by the Company suitably.
22. Members are requested to contact our Registrar and Transfer Agent for any query related to shares and other inquiry at the following address:

Link Intime India Private Limited
C-101,247 Park, L.B.S. Marg, Vikhroli (W), Mumbai-400083
Email Id: mumbai@linkintime.co.in ,
Website: www.linkintime.co.in
Ph. No.:+91-022-49186000
Tele Fax:+91-022-49186060

23. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM, is furnished as annexure to the Notice. The directors have furnished consent/declaration for their appointment/ re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
24. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 20th August, 2024.
25. Since this AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

26. Information and other instructions relating to e-voting are as under:

- i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- ii. The members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through E-voting.
- iii. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- iv. Shri Ranjit Binod Kejriwal, Practicing Company Secretary has been appointed to act as the Scrutinizer for conducting the remote e-voting process as well as during the AGM through the e-voting, in a fair and transparent manner.
- v. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member as on the cut-off date i.e. August 20, 2024.

- vi. A person, whose name is recorded in the register of members as on the cut-off date, i.e. August 20, 2024 only shall be entitled to avail the facility of remote e-voting / as well as voting through the polling process at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- vii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. August 20, 2024, shall be entitled to exercise his/her vote either electronically.
- viii. The Remote e-voting period will commence on Saturday, 24th August, 2024 at 9.00 a.m. and will end on Monday, 26th August, 2024 at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. August 20, 2024, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be automatically disabled for voting thereafter.
- ix. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- x. The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company. The results shall be communicated to the Stock Exchange.
- xi. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. August 27th, 2024.
- xii. **Instructions to Members for 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.

- a. The voting period begins on Saturday, 24th August, 2024 at (9:00 AM IST) and ends on Monday, 26th August, 2024 (5:00 PM IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date August 20, 2024 of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- b. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- c. 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.

- (i) 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
<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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 an 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 or joining virtual meeting & voting during the meeting.
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 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. 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.

(ii) Login method for e-Voting and joining virtual meeting for **physical shareholders and other than individual shareholders 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
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. 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 Shareholders holding shares in Demat Form other than individual and Physical Form	
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 as mentioned in

- (iii) After entering these details appropriately, click on “SUBMIT” tab.
- (iv) 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.
- (v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vi) Click on the EVSN 240727003 for HAZOOR MULTI PROJECTS LIMITED.
- (vii) 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.
- (viii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (ix) 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.
- (x) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xii) 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.
- (xiii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiv) **Additional Facility for Non – Individual Shareholders and Custodians –Remote Voting:**
- 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; hmpl.india@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at hmpl.india@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM 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 available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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 Company/RTA email id.
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 toll free no. 1800 22 55 33.

Please note the following:

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer through e-voting for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

Other information:

- o Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- o It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

Place: Mumbai	By order of the Board
Date: 26/07/2024	For Hazoor Multi Projects Limited
	SD/-
	Swaminath Chhotelal Jaiswar
	Company Secretary & Compliance Officer

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND OTHER APPLICABLE PROVISIONS

Item No. 3

The Members of the Company at the Annual General Meeting ('AGM') held on 27th September, 2019 approved the appointment of **M/s VMRS & Co.**, Chartered Accountants, as the Auditors of the Company for a period of five years from the conclusion of the said Annual General Meeting. **M/s VMRS & Co.**, will complete their present term on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the appointment of **M/s VMRS & Co.**, Chartered Accountants, as the Auditors of the Company for a period of Five years from the conclusion of this 32nd AGM till the conclusion of the 37th AGM on the meeting held on 26th July, 2024. The Board may fix the remuneration payable to the auditor as recommendation by audit committee. The Committee considered various parameters like capability to serve a diverse and complex business as that of the Company, audit experience etc., for appointment of Statutory Auditor.

M/s VMRS & Co., have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

The Board recommends the Ordinary Resolution set forth at item No. 3 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No 3.

Item No. 4

The Board, on the recommendation of the Audit Committee, has approved on May 29, 2024 the appointment of M/s N. Ritesh & Associates, Cost Accountants, Mumbai, at a remuneration of Rs. 55,000/- p.a. (Rupees Fifty-Five Thousand only) excluding applicable Tax to conduct the Cost Audit of the Company for the financial year 2024-25.

In accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit & Auditor Rules), 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

The Board of Directors recommends the Ordinary Resolution set forth at Item No. 4 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No 4.

Item No. 5

The Board of Directors of the Company had appointed Mr. Tejas Kirtikumar Thakkar (DIN: 01638689) as the Additional Executive Director of the Company w.e.f. 29th May, 2024.

The Board based on the recommendation of the Nomination & Remuneration Committee and subject to the approval of the Members recommend to appoint Mr. Tejas Kirtikumar Thakkar (DIN:01638689) as an Executive Director.

Mr. Tejas Kirtikumar Thakkar is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Executive Director of the Company. The broad terms and conditions of the proposed appointment of Mr. Tejas Kirtikumar Thakkar are annexed herewith.

The Board recommends the Ordinary Resolution set forth at item No. 5 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No 5.

Item No. 6

The Board on the recommendation of the Nomination & Remuneration Committee at its meeting held on 29th May, 2024, approved the appointment of Mr. Arvind Vilasrao Sapkal (DIN:08607096) as Additional Director designated Non- Executive Director of the Company, to hold the office upto the date of this Annual General Meeting.

Mr. Arvind Vilasrao Sapkal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Non-Executive Director of the Company. The broad terms and conditions of the proposed appointment of Mr. Arvind Vilasrao Sapkal are annexed herewith.

The Board recommends the Ordinary Resolution set forth at item No. 6 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6.

Item No. 7

The Board of Directors of the Company recommended for the approval of the members, the appointment of Mr. Pramod Kumar as an Independent Director of the Company, in terms of Section 149 read with Schedule IV of the Companies Act, 2013.

As per the provisions of Companies Act, 2013, Independent Directors shall be appointed for not more than two terms of five years each and that the Independent Directors shall not be liable to retire by rotation at every Annual General Meeting.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Mr. Pramod Kumar be appointed as an Additional Independent Director in the meeting of Board of Directors held on 29th May, 2024.

On the recommendation of Nomination and Remuneration Committee of the Board of Directors of the Company, The Board of Directors has recommended him as a Non-Executive Independent Director for the term of five years starting from 29th May, 2024 subject to the member's approval in ensuing general meeting and he is not liable to retire by rotation.

Mr. Pramod Kumar is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Company has received from Pramod Kumar:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified for being appointed as Directors under sub-section (2) of Section 164 of the Companies Act, 2013, and
- (iii) a declaration to the effect that he meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

In the opinion of the Board, Mr. Pramod Kumar fulfils the conditions for him appointment as an Independent Director as specified in the Act and the Listing Regulations.

Mr. Pramod Kumar is independent of the management and possesses appropriate skills, experience and knowledge. Copy of draft letter of appointment of Mr. Pramod Kumar setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

The Board of Directors recommends the Special Resolution set forth at Item No. 7 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7.

Item No. 8

The Board of Directors of the Company recommended for the approval of the members, the appointment of Mrs. Divya Solanki as an Independent Director of the Company, in terms of Section 149 read with Schedule IV of the Companies Act, 2013.

As per the provisions of Companies Act, 2013, Independent Directors shall be appointed for not more than two terms of five years each and that the Independent Directors shall not be liable to retire by rotation at every Annual General Meeting.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director

requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Mrs. Divya Solanki be appointed as an Additional Independent Director in the meeting of Board of Directors held on 29th June, 2024.

On the recommendation of Nomination and Remuneration Committee of the Board of Directors of the Company, the Board of Directors has recommended her as Non-Executive Independent Director for the term of five years starting from 29th June, 2024 subject to the member's approval in ensuing general meeting and she is not liable to retire by rotation.

Mrs. Divya Solanki is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director.

The Company has received from Divya Solanki:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified for being appointed as Directors under sub-section (2) of Section 164 of the Companies Act, 2013, and
- (iii) a declaration to the effect that she meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

In the opinion of the Board, Mrs. Divya Solanki fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations

Mrs. Divya Solanki is independent of the management and possesses appropriate skills, experience and knowledge. Copy of draft letter of appointment of Mrs. Divya Solanki setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

The Board of Directors recommends the Special Resolution set forth at Item No. 8 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8.

Item No. 9

As per Section 149(10) of the Companies Act, 2013 (Companies Act, 2013), an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re- appointment on passing a special resolution by the Company for further term of upto five consecutive years on the Board of a Company.

In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Harsh Harish Sharma, it is proposed to re-appoint him for the second term as an independent director on the Board of the company for a period of five years w.e.f. 30th July, 2025 to 29th July, 2030 and In the opinion of the Board, Mr. Harsh Harish Sharma fulfils the conditions specified in the Act.

The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Harsh Harish Sharma as an Independent Director. Accordingly, the Board recommends passing of the Resolution at Item No. 9 of the Notice as a Special Resolution.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested, financial or otherwise, in the resolution set out at Item No. 9.

Item No. 10 & 11

Presently the Authorized Share Capital of the Company is Rs. 100,50,00,000/- (Rupees Hundred Crores and Fifty Lakhs Only) divided into 1,00,50,000 (One Crore Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each and its Paid up Share Capital is Rs. 18,85,66,020 (Rupees Eighteen Crores Eighty Five One lakhs Sixty Six Thousand and Twenty Only) divided into 1,88,56,602 {One Crore Eighty Eight lakhs Fifty Six Thousand and Two Only} Equity Shares of Rs. 10/- each.

The Market price of the Company's Equity Shares has increased significantly during the last few years. In order to improve the liquidity of the Company's Equity Shares and to make these equity shares more affordable/accessible for the small retail investors to invest in the Company's shares, the Board of Directors ("hereinafter referred as Board") at its meeting held on 26/07/2024 recommended the Sub-Division of 1 {One} Equity Share having a Face Value of Rs. 10/- (Rupees Ten) each into 10 (Ten) Equity Shares having Face Value of Re. 1/- (Rupee One) each, for the approval of Shareholders.

Further Article 36(c) of the Article of Association permits sub-division of shares subject to the approval of members. The Record Date for the aforesaid Sub-Division of Equity Shares will be fixed by the Board of Directors of the Company after obtaining approval of members. Pursuant to the aforesaid sub-division of Equity Shares and as per Section 13 & 61 of the Companies Act, 2013 and the rules made thereunder, it is required to alter the existing Capital Clause V of the Memorandum of Association of the Company.

Accordingly, your directors recommend the passing of Special Resolution set out at Item no. 10 and Item no. 11 of the Notice for approval of Shareholders in the interest of the company.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested, financial or otherwise, in the resolution set out at Item No. 10 & 11.

Item No. 12

Ratification of Amount of "Issue Related Expenses" from Point No. II of explanatory statement pertaining to Item No. 1 of Notice of Extra-ordinary General Meeting dated 12th April 2024.

The Board of Directors of the company in its meeting held on April 12, 2024 approved the issuance and allotment up to 1,62,00,000 (One Crore and Sixty-Two Lakhs Only) Fully Convertible Warrants ("Warrants") carrying a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant, at an issue price of Rs. 300/- (Rupees Three Hundred Only), for an aggregate amount of up to Rs. 486,00,00,000 (Rupees Four Hundred Eighty Six Crores Only), for cash on preferential basis subject to the shareholders' approval and the said proposal was subsequently approved by the members at the Extraordinary General meeting of the Company held on May 07, 2024 by means of passing a Special Resolution.

The company had made the application to the Stock Exchange i.e. BSE Limited for obtaining In-Principle Approval and during the approval process, BSE Limited had instructed us to reduce the issue related expenses and pursuant to the power empowered to the Board/ KMP/ Executive Director by the members of the company in their Extra-ordinary General Meeting held on 07th May 2024, in relation to the preferential issue, company had reduced the amount of issue related expenses from Rs. 18 Crore to Rs. 0.25 Crore and re-allocated the reduction amount of Rs. 17.75 cores to another object i.e. Working Capital requirement. Further, the company confirmed while obtaining the approval from stock exchange that this amendment will also be ratified by the members of the company, by means of passing a requisite resolution, at their ensuing Annual General Meeting/Extra Ordinary General Meeting/Postal Ballot, whichever happens first. Hence, the approval of the members is accordingly being sought by way of passing a 'Special Resolution.

Additionally, the Board of Directors of the company at its meeting held on June 25, 2024 allotted 1,25,85,300 Warrants at an issue price of Rs. 300/- (Rupees Three Hundred Only) per Warrant, after receipt of stipulated amount i.e. 25% of the Issue Price as subscription amount in accordance with provisions of Chapter V of SEB] ICDR Regulations. Accordingly, the Issue Size get reduced and consequent adjustments in each of the objects of the Issue.

Accordingly, your Directors recommend the passing of Special Resolution set out at Item no. 12 of the Notice for approval of Shareholders in the interest of the company.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested, financial or otherwise, in the resolution set out at Item No. 12.

Place: Mumbai	By order of the Board
Date: 26/07/2024	For Hazoor Multi Projects Limited
	SD/-
	Swaminath Chhotelal Jaiswar
	Company Secretary & Compliance Officer

ANNEXURE TO NOTICE:**DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING**

(Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) and Secretarial Standard 2 issued by the Institute of Company Secretaries of India

Particulars	Dineshkumar Laxminarayan Agrawal	Tejas Kirtikumar Thakkar	Arvind Vilasrao Sapkal
DIN No.	05259502	01638689	08607096
Date of Birth	07/09/1968	08/02/1980	28/05/1955
Qualification	B. Com & LLB	B.COM	B, Tech (Mechanical Engg) IIT Mumbai.
Expertise in specific functional areas	Experience of more than 23 years in the areas of finance and audit.	He is a distinguished businessman and the founder of Fastgo Infra Private Limited with a keen expertise in toll operations. Tejas Kirtikumar Thakkar has established himself as a significant player in the infrastructure sector having 21 years.	He has worked for OVL, Offshore Vietnam interest in many ways like Coordinating Day to day activities, enlarging OVLs equity participation, Liaison with Government of Vietnam, Embassy/Consulate and OVL Delhi office, Revenue Monitoring, Bank related work, Investment monitoring, Association in annual budget, support to various technical outcome. He has also worked in production field, as Field Reservoir engineer aimed to Business Development for Country having experience of 34 Years.
Terms and Conditions of appointment/Reappointment	As per the resolutions at Item No 2 of the Notice.	As per the resolutions at Item No. 5 of the Notice.	As per the resolutions at Item No 6 of the Notice.
Remuneration last drawn	6,00,000/- P.a.	NIL	NIL
Remuneration proposed	6,00,000/- P.a.	60,00,000/- P.a.	NIL
Date of First Appointment	09/02/2018	29/05/2024	29/05/2024
Relationship with Directors/Key managerial Personnel	No relation with other Directors	No relation with other Directors	No relation with other Directors
List of Companies in which directorship is held as on 31 st March, 2024	As per Detailed below	As per detailed below	As per detailed below
Chairman/Member of the Committee of other Company	NIL	NIL	NIL
No. of Meetings of the Board Attended during the last year	13	NIL	NIL

Particulars	Pramod Kumar	Divya Solanki	Harsh Harish Sharma
DIN No.	10640996	10664248	08798790
Date of Birth	15/08/1960	15/10/1969	14/08/1996
Qualification	BSC (Agriculture), CAIIB	BA BL	B.com
Expertise in specific functional areas	He is a Result oriented banking professional with more than 36 years of experience across all facets of banking including Branch Banking, Corporate Banking, Wholesale Banking, General administration and handling board affairs.	She a Lawyer, Journalist and a Publisher by profession as well as a public relations expert and a policy analyst too. She is a Practicing Advocate at the Supreme Court of India, Madras High Court and various other High Courts in India for over 15 years in the field of civil law. She was Appointed as an Advisor matters relating to legal, commercial, civil and others in India as well outside of India.	Experience of more than 7 years in the field of Broking sector.
Terms and Conditions of Appointment/Reappointment	As per the resolutions at Item No 7 of the Notice.	As per the resolutions at Item No 8 of the Notice.	As per the resolutions at Item No 9 of the Notice.
Remuneration last drawn	NIL	NIL	50,000/- P.A.
Remuneration proposed	NIL	NIL	50,000/- P.A.
Date of First Appointment	29/05/2024	29/06/2024	30/07/2020
Relationship with Directors/Key managerial Personnel	No relation with other Directors	No relation with other Directors	No relation with other Directors
List of Companies in which directorship is held as on 31 st March, 2024	NIL	NIL	As per detailed below
Chairman/Member of the Committee of other Company	NIL	NIL	NIL
No. of Meetings of the Board Attended during the last year	NIL	NIL	13

1. List of Companies in which Mr. Dineshkumar Laxminarayan Agrawal holds directorship as on 31st March, 2024:

Sr. No.	Name of the Company	Nature of Interest	Shareholding	Date on which interest arose/changed
1.	Hazoor Multi Projects Limited	Director	NIL	09/02/2018
2.	Hazoor Infra Projects Private Limited	Director	100	17/10/2023

2. List of Companies in which Mr. Tejas Kirtikumar Thakkar holds directorship as on 31st March, 2024:

Sr. No.	Name of the Company	Nature of Interest	Shareholding	Date on which interest arose/changed
1.	Shubharambh Tollways Solutions Private Limited	Director	5000	23/02/2024
2	Alta Vista Realtors & It Solutions Private Limited	Additional Director	NIL	30/03/2021
3	Fastgo Infra Private Limited	Director	40000	09/09/2021
4	Tejvaibhav Chit Funds Private Limited	Director	NIL	10/03/2008
5	Northern Star Consultants	Designated	NIL	06/01/2015

	And Multitrade LLP	Partner	
--	--------------------	---------	--

3. List of Companies in which Mr. Arvind Vilasrao Sapkal holds directorship as on 31stMarch, 2024:

S. No.	Name of the Company	Nature of Interest	Shareholding	Date on which interest arose/changed
1.	Ishita Drugs and Industries Limited	Director	Nil	12/11/2019
2	MJM Engineering Services Private Limited	Director	5100	04/07/2022

4. List of Companies in which Mr. Harsh Harish Sharma holds directorship as on 31stMarch, 2024:

S. No.	Name of the Company	Nature of Interest	Shareholding	Date on which interest arose/changed
1.	Hazoor Multi Projects Limited	Director	Nil	30/07/2020

The Board of Directors recommends the proposed resolutions for acceptance by member.

Place: Mumbai	By order of the Board
Date: 26/07/2024	For Hazoor Multi Projects Limited
	SD/-
	Swaminath Chhotelal Jaiswar
	Company Secretary & Compliance Officer

Statement as required under Section II, Part II of the Schedule V to the Companies Act, 2013 with reference to the Special Resolution at Item No.5 of the Notice

I	General Information																												
1.	Nature of Industry	Company is engaged in the business of Real Estate and Road construction.																											
2	Date of Commencement of Commercial Production	Commercial operations commenced in the year 1992																											
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable																											
4.	Financial Performance based on given indicators	As per Consolidated & Standalone Audited Financials (In Lakhs)																											
		<table border="1"> <thead> <tr> <th>Particulars</th> <th>F.Y. 2023-24 (Consolidated)</th> <th>F.Y. 2023-24 (Standalone)</th> </tr> </thead> <tbody> <tr> <td>Paidup Capital</td> <td>1871.416</td> <td>1871.416</td> </tr> <tr> <td>Reserves excluding Revaluation Reserves</td> <td>21788.784</td> <td>20899.333</td> </tr> <tr> <td>Total Income</td> <td>54930.728</td> <td>49460.132</td> </tr> <tr> <td>Total Expenses</td> <td>46344.908</td> <td>42062.909</td> </tr> <tr> <td>Profit before Tax</td> <td>8585.820</td> <td>7397.223</td> </tr> <tr> <td>Exceptional tem</td> <td>0.00</td> <td>0.00</td> </tr> <tr> <td>Tax Expenses</td> <td>2208.873</td> <td>1909.727</td> </tr> <tr> <td>Profit after Tax</td> <td>6376.946</td> <td>5487.496</td> </tr> </tbody> </table>	Particulars	F.Y. 2023-24 (Consolidated)	F.Y. 2023-24 (Standalone)	Paidup Capital	1871.416	1871.416	Reserves excluding Revaluation Reserves	21788.784	20899.333	Total Income	54930.728	49460.132	Total Expenses	46344.908	42062.909	Profit before Tax	8585.820	7397.223	Exceptional tem	0.00	0.00	Tax Expenses	2208.873	1909.727	Profit after Tax	6376.946	5487.496
Particulars	F.Y. 2023-24 (Consolidated)	F.Y. 2023-24 (Standalone)																											
Paidup Capital	1871.416	1871.416																											
Reserves excluding Revaluation Reserves	21788.784	20899.333																											
Total Income	54930.728	49460.132																											
Total Expenses	46344.908	42062.909																											
Profit before Tax	8585.820	7397.223																											
Exceptional tem	0.00	0.00																											
Tax Expenses	2208.873	1909.727																											
Profit after Tax	6376.946	5487.496																											
5.	Foreign investments or collaborators, if any	The Company has not entered into any foreign collaboration and no direct capital investment has been made in the Company. Foreign investors, mainly comprising NRIs. are investors in the Company on account of past issuance of securities/purchase of shares of the Company from the secondary market.																											
II	Information about the Director	Tejas Kirtikumar Thakkar																											
1.	Background details	As Per Explanatory Statement Item No. 5 above																											
2.	Past remuneration	NIL																											
3.	Recognition or awards	NIL																											
4.	Job profile and his/her suitability	As Per Explanatory Statement Item No. 5 above																											
5.	Remuneration proposed	60,00,000 P.a.																											
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Keeping in view the profile and the position, the remuneration is fully justifiable and comparable to that prevailing in the industry.																											
7.	Pecuniary relationship, directly or indirectly, with the Company or relationship with the managerial personnel, if any	No relation with other Directors																											
III	Other Information																												
1.	Reasons of loss or inadequate profits	The company is engaged in the real estate and infrastructure sector which is highly dependent on the economic conditions. Due to the real estate market down economic and financial conditions of the economy is affected and which may affect the real estate sectoral so and it may incur losses due to uncontrollable reasons, resulting in inadequate profits in some years to pay managerial remuneration.																											
2.	Steps taken or proposed to be Taken for improvement	The Company takes various steps on a regular basis such as cost control, improving efficiency, etc.																											

3.	Expected increase in productivity and profits in measurable terms	The Company is conscious about improvement in productivity and continually undertakes measures to improve its productivity and profitability. The Management is confident of achieving sustained revenue growth in the future.
IV	Disclosures	
	The prescribed disclosures with respect to elements of remuneration package, details of fixed component and performance linked incentives, performance criteria, service contracts, notice period, severance fees and stock options details of all the Directors, as applicable, is mentioned in the Corporate Governance section of the Annual Report of the Company.	

Place: Mumbai	By order of the Board
Date: 26/07/2024	For Hazoor Multi Projects Limited
	SD/-
	Swaminath Chhotelal Jaiswar
	Company Secretary & Compliance Officer

ELECTRONIC VOTING PARTICULAR (For Fully Paid-Up Equity Shares)

EVSN (EVOTING SEQUENCE NUMBER)
240727003

E-Voting shall remain start on Saturday, 24th day of August, 2024 (9.00 a.m.) and will be open till Monday, 26th day of August, 2024 till the close of working hours (i.e.5.00 p.m.)

Note: Please read the instructions carefully before exercising your vote.