Yuvraaj Hygiene Products Limited

7th December, 2020

To
The Manager – DCS,
BSE Limited
PhirozeJeejeebhoy Towers,
2nd Floor, Dalal Street, Fort,
Mumbai – 400 001

Dear Sir(s),

Scrip Code: 531663

Sub: Intimation of 25th Annual General Meeting to be held on Tuesday, 29th December, 2020 and Book Closure.

With reference to the above captioned subject, we wish to inform you that the 25th Annual General Meeting ("AGM") of the Company will be held on Tuesday, 29th December, 2020at 12.00 Noonthrough video conferencing/other audio visual means (VC/OAVM) to transact the Ordinary and Special Business as set out in the Notice convening the 25th AGM, dated 1st December, 2020. A Copy of the Notice of 25th Annual General Meeting is attached with this letter.

Further pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 23rd December, 2020 to Tuesday, 29th December, 2020 (both days inclusive) for the purpose of AGM. Intimation of book closure in prescribed format is also enclosed herewith.

Kindly take the same on your records.

Thanking You,

Yours faithfully,

For Yuvraaj Hygiene Products Limited

Vishal Kampani

Vishal Kampani
ManagingDirector
DIN: 03335717

YUVRAAJ HYGIENE PRODUCTS LIMITED NAVI MUMBAI

Encl.: A/a

HIC
HAMARA INDIA CLEAN

Yuvraaj Hygiene Products Limited

Attn. Market Operations Department

Name of the Company: Yuvraaj Hygiene Products Limited

Scrip Code	Type of Security	Book Closure		Record date	Purpose
		From	To		
531663	Equity	Wednesday, 23rd December, 2020	Tuesday, 29th December, 2020	N.A.	Annual General Meeting

For Yuvraaj Hygiene Products Limited

Vishal Kampani

Vishal Kampani
Managing Director
DIN: 03335717

YUVRAAJ HYGIENI PRODUCTS LIMITED NAVI MUMBAI

CIN : L74999MH1995PLC220253
Address : A-650, TTC, MIDC, Mahape, Navi Mumbai - 400 705.
Tel. No. : 022-2778 4491 | 92 | 93 |94 | **E-mail :** yhpl@hic.in | **Website :** www.hic.in

Yuvraaj Hygiene Products Limited

CIN: L74999MH1995PLC220253

Registered Office : Plot No. A-650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape, Navi Mumbai - 400 705

Tel: 022-27784491, Email: yhpl@hic.in, Website: www.hic.in

NOTICE

Notice is hereby given that the **25th (Twenty Fifth) Annual General Meeting ("AGM")** of the members of Yuvraaj Hygiene Products Limited will be held on Tuesday, 29th day of December, 2020 at 12.00 Noon through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Report of the Board of Directors and Auditor's thereon.

2. To appoint a Director in place of Mr. Ankur Kampani, (DIN: 06370995) Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Issue of Equity Shares on preferential basis on conversion of loan.**

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

   "RESOLVED THAT pursuant to provisions of Section 62(1)(c) read with Sections 23 and 42 and all other applicable provisions, if any, of the Companies Act, 2013 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force), Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (the "SEBI (ICDR) Regulations, 2018") and other applicable regulations of Securities and Exchange Board of India ("SEBI"), if any (for the time being in force) as may be applicable to the preferential issue of equity shares, the applicable rules, notifications, guidelines issued by various authorities including but not limited to the Government of India, SEBI, Reserve Bank of India ("RBI") and other competent authorities, and subject to the approval(s), consent(s), permission(s) and/or sanction(s) as may be required from the Central Government, RBI, SEBI and/or from any other appropriate authority, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board") which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred by this resolution to offer, issue, and allot in one or more tranches up to 1,65,00,000 (One Crore Sixty Five Lakhs) Equity Shares of the face value of Re. 1/- (Rupee One only) each fully paid up at par aggregating to Rs. 1,65,00,000/- (Rupees One Crore Sixty Five Lakhs only) to Mr. Vishal Kampani and Mrs. Benu Kampani, being the promoters, on a preferential basis, in such manner and on such terms and conditions as may be determined by the Board in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 or any other provisions of law as may be prevailing as on date.

   RESOLVED FURTHER THAT the Equity Shares proposed to be allotted in terms of this resolution shall be subject to the following:

   - The Equity Shares to be allotted to the Proposed Allottee shall be under lock-in for such period as may be prescribed by the SEBI (ICDR) Regulations, 2018;
   - The Equity Shares so allotted to the Proposed Allottee under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations, 2018 except to the extent and in the manner permitted thereunder;
   - Allotment shall only be made in dematerialized form;
   - The **'Relevant Date'** as per the provisions of SEBI (ICDR) Regulations, 2018, for the purpose of determining the minimum price of the Equity Shares proposed to be allotted to the above mentioned allottee should be 27th November, 2020**.** However, since the shares of the Company are infrequently traded, the valuation of the shares is arrived based on the Valuation Report obtained from the Independent registered valuer as on **30th September, 2020**;
   - The allotment of Equity Shares is proposed to be completed within a maximum period of 15 days from the date of passing this resolution, provided that where the allotment is pending on account of pendency of any approval by any regulatory authority, or the Central Government then, the allotment shall be completed within 15 days from the date of receipt of such approval;
   - The Equity Shares proposed to be issued shall rank *pari-passu* with the existing Equity Shares of the Company in all respects and that the Equity Shares so allotted during the financial year shall be entitled to the dividend declared, if any, including other corporate benefits, if any, for which the book closure or the record date falls subsequent to the allotment of Equity Shares.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, the Board be and is hereby authorised on behalf of the Company to take all actions and to do all such acts, deeds, matters and things and perform such actions as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, including to seek listing, apply for in principle listing approval of the Equity Shares to be issued and allotted to the above mentioned allottee upon conversion of their outstanding loan amounts and to modify, accept and give effect to any modifications in the terms and conditions of the issue(s) as may be they deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors/ Key Managerial Personnel/ Officers of the Company."

Place: Navi Mumbai
Date: 1st December, 2020

By order of the Board of Directors
of Yuvraaj Hygiene Products Limited

Registered Office:
Plot No. A-650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape,
Navi Mumbai - 400 705

Vishal Kampani
Managing Director
DIN: 03335717

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India ("SEBI") wherein the Companies are permitted to holding the Annual General Meeting ("AGM") through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the 25th AGM of the Company is being held through VC/OAVM. Hence, members can participate in the AGM through VC/OAVM only.

   The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith (Refer Point no. 'B') and the same is also available on the Company's website www.hic.in.

2. The Statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business is annexed hereto and forms part of this notice.

3. Since this AGM is being held pursuant to the 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 the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.hic.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL https://www.evotingindia.com.

5. Corporate Members (i.e. other than individuals/HUF, NRI, etc.) are required to send a duly certified scanned copy (PDF/JPG Format) of its Board or governing body Resolution /Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting, pursuant to Section 113 of the Companies Act, 2013. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to scrutinizer@mgconsulting.in with a copy marked to helpdesk.evoting@cdslindia.com.

6. Members seeking any information with regard to any matter to be placed at the AGM, can raise questions during the meeting or are requested to write to the Company atleast 7 (seven) days in advance through email at yhpl@hic.in. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same. The queries raised by the members will be replied by the Company suitably.

7. Brief resume of Directors proposed to be appointed / re-appointed at the ensuing AGM in terms of Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is annexed to the Notice forming part of this Annual Report. The Company is in receipt of relevant disclosures/consents from the Directors pertaining to their appointment/re-appointment.

8. Pursuant to Section 91 of the Act, Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 23rd December, 2020 to Tuesday, 29th December, 2020 (both days inclusive).

9. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to notify immediately changes, if any, in their address or bank mandates to the Company/Registrar & Share Transfer Agents ("RTA") quoting their Folio Number and Bank Account Details along with self-attested documentary proofs. Members holding shares in the Dematerialized (electronic) Form may update such details with their respective Depository Participants.

10. Members are requested to forward all Share Transfers and other communications, correspondence to the RTA – M/s. CIL Securities Limited, Unit: Yuvraaj Hygiene Products Limited, 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500 001, and members are further requested to always quote their Folio Number in all correspondences to be made with the Company.

11. Members holding shares in physical form, in identical order of names, in one or more folio are requested to write to the Company/RTA enclosing their share certificate(s) to enable the Company to consolidate their holding in one folio for better services. Consolidated Share Certificate will be issued to such Members after making requisite changes.

12. 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.

13. To comply with the provisions of Section 88 of the Act, read with the Rule 3 of the Companies (Management and Administration) Rules, 2014, the Company shall be required to update its database by incorporating some additional details of its members.

    Members who have not registered their email addresses with the Company are therefore requested to kindly submit their e-mail ID and other details vide the e-mail updation form annexed with this Annual Report. The same could be done by filling up and signing at the appropriate place in the said form and sending it by an email to rta@cilsecurities.com and yhpl@hic.in.

    The e-mail ID provided shall be updated subject to successful verification of their signatures as per records available with the RTA of the Company.

14. The Register of Directors and Key Managerial Personnel and their Shareholdings, as maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested as maintained under Section 189 of the Act, and all documents referred to in the Notice will be available for inspection in electronic mode during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the members from the date of circulation of this Notice up to the date of AGM, i.e. 29th December, 2020.

15. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

16. Members desirous of seeking any information relating to the accounts and operations of the Company are requested to address their queries to the Company Secretary & Compliance Officer of the Company at least 7 (Seven) days in advance of the meeting i.e. before 22nd December, 2020 to enable the Company to provide the required information at the meeting.

17. Securities Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in DEMAT Form are therefore requested to submit their PAN details to their respective Depository Participants with whom they have their DEMAT account(s). Members holding shares in physical form can submit their PAN details to the Company/RTA of the Company.

18. Non Resident Indian members are requested to inform the Company's RTA, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable if such details were not furnished earlier.

19. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

20. Information Relating to joining the AGM and E-Voting process are as under:

- In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the ICSI, the Company is pleased to provide e-voting facility to its members to cast their vote electronically on the resolutions mentioned in the Notice of the 25th Annual General Meeting (AGM) of the Company dated 1st December, 2020. The members may cast their vote using an electronic voting system from a place other than the venue of the meeting. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as agency to provide the e-voting facility.

- 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 for 1000 members on first come first served basis. However, the participation of members holding 2% or more shares, promoters, and Institutional Investors, directors, key managerial personnel, chairperson of Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and Auditors are not restricted on first come first serve basis.

- The Company has appointed M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as the Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process at the AGM in a fair and transparent manner. The Company has fixed Tuesday, 22nd December, 2020 as the 'Cut-off Date'. The e-voting /voting rights of the Members/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. Tuesday, 22nd December, 2020.

- The e-voting facility is available at the link www.evotingindia.com.

INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM THROUGH VC/OAVM:

A. Procedure/ Instructions for e-voting before/during the AGM are as under:

(i) The voting period begins on Saturday, 26th December, 2020 (9.00 a.m. IST) and ends on Monday, 28th December, 2020 (5.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Tuesday, 22nd December, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" module.

(v) 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.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) 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.

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

	For Members holding shares in Demat Form 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) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
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. • 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 instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) 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.

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant 'YUVRAAJ HYGIENE PRODUCTS LIMITED' on which you choose to vote.

(xiii) 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.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) 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.

(xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

B. Process for those members whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this Notice of AGM:

(i) 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.**

(ii) For Demat shareholders- please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 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 Aadhar Card) to **Company/ RTA Email ID.**

(iii) The Company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

C. Instructions for Members attending the AGM through VC/OAVM are as under:-

(i) Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at https://www.evotingindia.com under Members/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in Members/members login where the EVSN of Company will be displayed.

(ii) Members are encouraged to join the Meeting through Laptops / IPads for better experience.

(iii) Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

(iv) 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.

(v) Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending a request in advance atleast 3 (three) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at Company's email id yhpl@hic.in. The Members who do not wish to speak during the AGM but have queries may send their queries in advance 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number Company's email id yhpl@hic.in. These queries will be replied to by the Company suitably through the email id.

Those Members who have pre-registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

(vi) Note for Non – Individual Members and Custodians

- 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; yhpl@hic.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited (CDSL), 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 1800225533.

These details and instructions form an integral part of the Notice for the 25th Annual General Meeting to be held through VC / OAVM on Tuesday, 29th December, 2020.

21. GENERAL INSTRUCTION FOR MEMBERS:

(i) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Tuesday, 22nd December, 2020.

(ii) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Tuesday, 22nd December, 2020, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.

(iii) However, if members are already registered with CDSL for e-voting then they can use their existing user ID and password for casting the vote. If they forget their password, they can reset their password by using "Forgot User Details/Password" option available on www.evotingindia.com.

(iv) 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 e-voting.

(v) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast and make, not later than 48 hours of conclusion of the AGM, 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 viz. www.hic.in and on the website of the CDSL www.evotingindia.com. The Company shall simultaneously forward the results to BSE Limited, where the equity shares of the Company are listed.

STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 3

As on 30th November, 2020, the outstanding unsecured loan due to the promoters of the Company viz. Mr. Vishal Kampani and Mrs. Benu Kampani amounts to Rs. 7,98,20,508/- (Rupees Seven Crores Ninety Eight Lakhs Twenty Thousand Five Hundred and Eight only). The Board of Directors, due to the current financial situation and liquidity position of the Company proposes to convert a portion of the loan amount into equity.

The Board of Directors in their meeting held on 12th November, 2020 has resolved to issue, offer and allot upto 1,65,00,000 (One Crore Sixty Five Lakh) Equity Shares at Re.1/- (Rupee One only) per share aggregating to Rs. 1,65,00,000/- (Rupees One Crore Sixty Five Lakh only) to Mr. Vishal Kampani, Managing Director and Mrs. Benu Kampani, Whole-time Director, also being the promoters of the Company, on a preferential basis, by converting an equivalent amount of outstanding unsecured loan into Equity Shares. The Special Resolution as mentioned under Item No. 3 proposes to authorize the Board to issue and allot these shares on preferential basis, in such manner and on such terms and conditions as prescribed under SEBI (ICDR) Regulations, 2018 and in compliance with Sections 42 and 62 and other applicable provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014.

The following are the details of the unsecured loan sought to be converted into Equity Shares pursuant to this resolution:

Sr. No.	Name of the proposed Allottee	Outstanding loan amount as on 30th November, 2020 (in Rs.)	Number of Equity Shares to be allotted	Balance of loan outstanding after conversion (in Rs.)
1.	Mr. Vishal Kampani	1,45,55,079	65,00,000	80,55,079
2.	Mrs. Benu Kampani	6,52,65,429	1,00,00,000	5,52,65,429
	Total	**7,98,20,508**	**1,65,00,000**	**6,33,20,508**

The information pertaining to the proposed preferential allotment in terms of Chapter V of the SEBI (ICDR) Regulations, 2018 is as stated below:

a. **Objects of the preferential issue:** The object of this issue is to repay a portion of the outstanding loan due to the promoters of the Company by converting the outstanding unsecured loan into Equity Shares.

b. **Maximum number of specified securities to be issued:** 1,65,00,000 (One Crore Sixty Five Lakhs) equity shares of Re.1/- (Rupee One only) each.

c. **Intent of the promoters, directors or key managerial personnel of the Company to subscribe to the offer:** Only the following individuals have conveyed to the Company to subscribe to the equity shares of the Company:

Sr. No.	Name of Allottee	Number of Equity Shares	Category
1.	Mr. Vishal Kampani	65,00,000	Promoter and Managing Director
2.	Mrs. Benu Kampani	1,00,00,000	Promoter and Whole-time Director
	Total	**1,65,00,000**	

d. **Shareholding Pattern of the Company before and after the preferential issue**:

Sr. No.	Category	Pre-preferential issue Shareholding		Post preferential issue Shareholding	
		No Shares	%	No Shares	%
A	**Promoters' Holding**				
(i)	Indian Promoters				
(a)	Individual/HUF	5,14,25,500	69.35	6,79,25,500	74.93
(b)	Bodies Corporate	0	0	0	0
(c)	Others (Trusts)	0	0	0	0
(ii)	Foreign Promoters				
	- Individual	0	0	0	0
	- Bodies Corporate	0	0	0	0
	Sub Total (A)	**5,14,25,500**	**69.35**	**6,79,25,500**	**74.93**
B	**Non- Promoters' Holding**				
	Mutual Fund	0	0	0	0
	FI's Bank / UTI	0	0	0	0
	FIIs	0	0	0	0
	Bodies Corporate	15,16,899	2.05	15,16,899	1.67
	Residents/ Individuals	2,11,42,598	28.51	2,11,42,598	23.32
	QIB	0	0	0	0

Sr. No.	Category	Pre-preferential issue Shareholding		Post preferential issue Shareholding	
		No Shares	%	No Shares	%
	NRI	60,183	0.08	60,183	0.07
	NBFC	0	0	0	0
	Overseas Corporate Bodies	0	0	0	0
	Clearing Members	10,726	0.01	10,726	0.01
	Directors/Relatives	0	0	0	0
	Foreign Trusts	0	0	0	0
	Indian Trusts	500	0.00	500	0.00
	IEPF	0	0	0	0
	Sub Total (B)	**2,27,30,906**	**30.65**	**2,27,30,906**	**25.07**
	Grand Total (A+B)	**7,41,56,406**	**100.00**	**9,06,56,406**	**100.00**

Note: The above pre-issue shareholding pattern is prepared as on 30.09.2020.

e. **Time frame within which the preferential issue shall be completed:** As required under the SEBI (ICDR) Regulations, 2018, the Company shall complete the allotment of Equity Shares on or before the expiry of 15 days from the date of passing of this resolution by the shareholders granting consent for preferential issue, provided that in case the allotment on preferential basis is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, then the allotment shall be completed within 15 days from the date of receipt of such approval.

f. **Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control:**

Name of the Allottee	Pre-Preferential Holding		Proposed Allotment	Post Preferential Holding	
	No Shares	%	No Shares	No Shares	%
Mr. Vishal Kampani	4,35,56,250	58.74	65,00,000	5,00,56,250	55.22
Mrs. Benu Kampani	78,69,250	10.61	1,00,00,000	1,78,69,250	19.71
TOTAL	**5,14,25,500**	**69.35**	**1,65,00,000**	**6,79,25,500**	**74.93**

g. **Pricing of the Issue and Relevant Date:** The shares of the Company are infrequently traded shares as per SEBI (ICDR) Regulations, 2018. The issue price arrived is as per the Valuation report issued by a Registered Valuer - CA Harsh Chandrakant Ruparelia (SV Road, Kandivali West, Mumbai – 400 067), determined in accordance with Regulation 165 of the SEBI (ICDR) Regulations.

The minimum price is arrived at Rs. 0.70/- (Seventy paise only) per equity Share and the issue price is accordingly fixed at Re. 1/- (Rupee One only) per equity share by the Board of Directors as recommended by the Valuer.

As per the SEBI (ICDR) Regulations, 2018, the "Relevant Date" for the purpose of calculating the price of the Equity Shares should be Friday, 27th November, 2020. However, since the shares of the Company are infrequently traded shares as per definition provided in SEBI (ICDR) Regulations, 2018, the valuation is arrived as on 30th September, 2020 based on the Valuation report provided by the Registered Valuer in accordance with the SEBI (ICDR) Regulations, 2018.

h. **Lock-in period of shares:** The Equity shares to be allotted to the promoters on preferential basis shall be locked-in for a period as per requirements of SEBI (ICDR) Regulations, 2018.

i. **Auditors' Certificate:** The certificate from M/s. N. S. Gokhale & Co., Chartered Accountants, the Statutory Auditors of the Company, to the effect that the present preferential issue is being made in accordance with the requirements contained in the chapter V of the SEBI (ICDR) Regulations, 2018 will be available for inspection in electronic mode during the AGM and will be kept open for inspection at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday of every week, upto the date of this AGM.

j. **Change in control**: There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of equity shares of the Company.

k. **Other disclosures/undertakings:**
   i. It is hereby confirmed that neither the Company nor its Directors and to the Company's knowledge any of its Promoters is a wilful defaulter.
   ii. The Proposed Allottees' has not sold any equity shares during the six months preceding the Relevant Date.
   iii. The Company undertakes to re-compute the price of the equity shares issued in terms of the preferential allotment under this resolution in terms of the SEBI (ICDR) Regulations, 2018 where it is required to do so.
   iv. The Company undertakes that if the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018 the specified equity shares shall continue to be locked-in till the time such amount is paid by the allottees.

The Board of Directors of the Company believes that the proposed issue is in the best interest of the Company and its Members.

None of the Directors, Key Managerial Personnel or their respective relatives except Mr. Vishal Kampani, Mrs. Benu Kampani and Mr. Ankur Kampani is in any way concerned or interested in the resolution mentioned as Item No. 3 of the Notice.

By order of the Board of Directors
of Yuvraaj Hygiene Products Limited

Place: Navi Mumbai
Date: 1st December, 2020

Vishal Kampani
Managing Director
DIN: 03335717

Registered Office:
Plot No. A-650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape,
Navi Mumbai - 400 705

In pursuance of the provisions of SS-2 issued by the ICSI, details of Director seeking appointment/re-appointment at the ensuing Annual General Meeting (AGM) is as follows:

Name of the Director	Mr. Ankur Kampani
DIN	06370995
Date of Birth (Age)	4th December, 1976 (44 years)
Nationality	Indian
Date of first appointment on the Board	6th September, 2012
Designation	Non-Independent/Non-Executive Director
Qualification	Commerce Graduate
Experience/ Expertise	He is having experience of over 22 years in importing Engineering Tools & Lifting tackles
Terms and Conditions of Appointment or Re-appointment	Non- Executive Director liable to retire by rotation without any remuneration.
Remuneration sought to be paid / last drawn	-
Justification for choosing the appointees for appointment as Independent Directors	Not Applicable
Number of Meetings of the Board attended during the year	6 (All Board Meetings held during the year 2019-20)
Shareholding in the Company (Equity Shares of Rs. 10/- each)	Nil
List of Directorships in other Companies	Nil
List of Chairmanship or membership of various Committees in listed Company and others Companies	**Chairmanship** Nil
(The Committee membership and chairpersonship includes membership of the Audit Committee, Stakeholders' Relationship Committee and Nomination & Remuneration Committee	**Membership** Nil
Relationship with other Directors of the Company	Brother of Mr. Vishal Kampani