



## NOTICE OF 40TH ANNUAL GENERAL MEETING

Notice is hereby given that the 40<sup>th</sup> Annual General Meeting of the shareholders of VBC Ferro Alloys Limited will be held on Friday, 30<sup>th</sup> September 2022 at 11.30 A.M. through Video Conferencing ("VC")/Other Audio- Visual Means ("OAVM"), to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31<sup>st</sup>, 2022, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

### SPECIAL BUSINESS

2. 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 152 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the Rules made thereunder Mr. Mathukumilli Siddhartha (DIN: 07630456), who has been appointed as an Additional Director w.e.f. 2<sup>nd</sup> December 2021 and who ceases to hold office at the commencement of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 be and is hereby appointed as a Non- Executive Director of the Company retiring by rotation."

"RESOLVED FURTHER THAT the Board is hereby authorized to take all necessary steps as may be necessary to give effect to the above resolution including filing of all such necessary documents as may be required in this regard."

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Hirak Kurmar Basu (DIN: 09701496 ), who was appointed as an Additional Director of the Company in the Independent Category, pursuant to Section 161 of the Companies Act 2013 with effect from August 12, 2022 and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a term of upto 5 (five) consecutive years with effect from August 12, 2022."



"RESOLVED FURTHER THAT the Board is hereby authorized to take all necessary steps as may be necessary to give effect to the above resolution including filing of all such necessary documents as may be required in this regard."

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")(including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Packirisamy Raju (DIN: 09701389), who was appointed as an Additional Director of the Company with effect from August 12, 2022, pursuant to Section 161 of and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a term of upto 5 (five) consecutive years with effect from August 12, 2022."

"RESOLVED FURTHER THAT the Board is hereby authorized to take all necessary steps as may be necessary to give effect to the above resolution including filing of all such necessary documents as may be required in this regard."

5. Appointment of Ratification of remuneration of the Cost Auditors for the Financial Year ending 31st March, 2023

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 and other applicable provisions of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 framed thereunder (the "Rules") (including any statutory modification(s) or re-enactment thereof for the time being in force) and as approved by the Board of Directors of the Company, remuneration of Rs.0.35 Lakhs (plus applicable taxes and reimbursement of out of pocket expenses incurred in connection with the audit) to be paid to M/s. Nageswara Rao & Co, Cost Accountant (Firm Registration Number: 00332), appointed by the Board of Directors of the Company as an Cost Auditors on the recommendation of the Audit Committee to conduct the audit of the Cost Records of the Company for the financial year ending March 31, 2023, be and is hereby ratified.

6. 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 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. M. Priyanka (DIN: 09380152), Additional Director in the Board Meeting held on 2<sup>nd</sup> December 2021 pursuant to the provisions of Section 161 of



the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General be and is hereby appointed as a Non- Executive Director of the Company retiring by rotation.”

“RESOLVED FURTHER THAT the Board is hereby authorized to take all necessary steps as may be necessary to give effect to the above resolution including filing of all such necessary documents as may be required in this regard.”

7. 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 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (Act), read with Schedule V (as amended from time to time) to the said Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subject to such other approvals as may be necessary, Sri M.V. Ananthakrishna, Whole-Time Directors of the Company whose term of office will be upto 06<sup>th</sup> April 2023 be and is hereby re-appointed as Whole-Time Director of the Company for a period of 3 ( Three ) years w.e.f. 7<sup>th</sup> April, 2023 to 06<sup>th</sup> April, 2026 (both days inclusive) with such duties and powers as maybe delegated to him by the Board of Directors / Chairman of the Company from time to time and on the terms and conditions as to remuneration and other benefits as set out hereunder:

1. Salary: Basic: Rs.50,000/- per month (Rs. Fifty Thousand only)

2. HRA: 40% of Basic pay

3. Term: 3 (Three) Years

The total remuneration in any one financial year shall not exceed the limits prescribed from time to time under sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (Act), read with Schedule V (as amended from time to time) to the said Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as may for the time being, be in force and any amendments thereto.

“RESOLVED FURTHER THAT the Board is hereby authorized to take all necessary steps as may be necessary to give effect to the above resolution including filing of all such necessary documents as may be required in this regard.”

By Order of the Board  
for VBC Ferro Alloys Limited  
Sd/-

Sonali Solanki  
Company Secretary

Place: Hyderabad

Date: 12.08.2022

Registered Office:  
VBC FERRO ALLOYS LIMITED  
6-2-913/914, Progressive Towers  
Khairatabad, Hyderabad -500 004  
CIN: L27101TG1981PLC003223  
Email: vbcfalhyd@gmail.com  
**Website:** [www.vbcfal.in](http://www.vbcfal.in)

**NOTES:**

1. In view of the continuing COVID-19 global pandemic, the Ministry of Corporate Affairs ("MCA") has issued circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19", circular no. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" and Circular no. 02/2021 dated January 13, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", circular no. 19/2021 dated December 08, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM) and circular no. 21/2021 dated December 14, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" collectively referred to as "MCA Circulars"). In compliance with the MCA Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PURSUANT TO THE MCA CIRCULARS, PROVISION FOR APPOINTMENT OF PROXIES BY THE MEMBERS ARE NOT AVAILABLE FOR THE AGM HELD THROUGH VC. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXY FOR THIS AGM HAS NOT BEEN PROVIDED TO THE MEMBERS AND THE PROXY FORM IS NOT ANNEXED TO THIS NOTICE.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (Act), relating to the item Special Business under Item Nos. 2,3, 4, 5, 6 and 7 of the Notice, is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standards-2, of the persons seeking appointment/re-appointment as Directors / Independent Directors, are also annexed.
4. Members attending the AGM through VC shall only be counted for the purpose of quorum under Section 103 of the Act and the attendance of the members shall be reckoned accordingly. No separate attendance form is being enclosed with the notice.
5. The place of the AGM for the statutory purposes shall be the registered office of the Company.
6. In accordance with, the General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 issued by MCA and Circular No. SEBI/HO/ CFD/ CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.vbcfal.in](http://www.vbcfal.in). The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at [www.bseindia.com](http://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](http://www.evotingindia.com).
8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by members during the AGM.



1. The Institutional and Corporate Investors (i.e. other than individuals, HUF, NRI, etc.,) are encouraged to attend the AGM through VC by sending a scanned copy (PDF / JPG Format) of its Board / Governing body resolution / Authorization etc., authorizing its representative to attend the AGM through VC on its behalf and to vote through remote e-voting. The said resolution / authorization shall be sent to the Scrutinizer by email to [ajsharma7@rediffmail.com](mailto:ajsharma7@rediffmail.com).
2. The members present at the AGM who have not cast their votes by availing the remote e-voting facility may cast their votes during the AGM.
3. The Scrutinizer shall after the conclusion of voting at the AGM, 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, 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, who shall countersign the same and declare the results of the voting forthwith.
4. The results declared along with the report of the Scrutinizer will be placed on the website of the Company, [www.vbcfal.in](http://www.vbcfal.in) after the declaration of the results by the Chairman or a person authorized by him. The results will also be immediately forwarded to the stock exchanges where the shares of the Company are listed. In addition, the results will also be displayed on the Notice Board of the Registered Office of the Company.
5. Pursuant to provisions of the Companies Act, 2013 and applicable provisions of the Listing Agreement, Register of Members and Share Transfer Books of the Company will be closed from September 24, 2023 to September 30, 2022 (both days inclusive) in connection with the Annual General Meeting.
6. Members who wish to seek any further information / clarification at the meeting, on the annual accounts of the Company are requested to send their queries at least one week in advance from the date of the Meeting to the Whole-Time Director at the Registered Office of the Company to his mail ID [ananth.vbcfal@gmail.com](mailto:ananth.vbcfal@gmail.com)
7. Members are requested to quote Folio No. / DP ID and Client ID in all correspondence and intimate any change in their address to the Company's Share Transfer Agents promptly.
8. Members who have multiple folios in identical names or joint holding in the same order are requested to intimate the Company's Registrars and Share Transfer Agents about the Ledger Folios of such holdings to enable them to consolidate all such shareholdings into a single folio.
9. Members are requested to avail the facility of converting their physical shareholdings into electronic mode of holding for their own convenience coupled with increased flexibility in dealing with such shares.
10. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days during business hours up to the date of the Meeting.
11. Remote e-Voting: 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), the Company is providing facility of remote e-voting to its Members through e-Voting agency with M/s. Central Depository Services (India) Limited (CDSL) Only those Members, whose names appear in Register of Members / List of beneficial owners as on Saturday, September 24, 2022 ("Cut-off Date") shall be entitled to vote (through remote e-voting and during AGM) on the resolutions set forth in this Notice and their voting rights shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date. A person who is not a member as on the Cut-off Date should treat this Notice for information only.
12. The Board of Directors has appointed A.J. Sarma & Associates, Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner



1. The Scrutinizer will make a consolidated Scrutinizer's Report of the total votes cast in favour or against and invalid votes, if any, to the Chairman / Managing Director of the Company or in his absence to any other Director authorized by the Board of Directors, who shall countersign the same. Based on the Scrutinizer's Report, the result will be declared by the Chairman / Managing Director or in his absence by the Company Secretary within two working days from the conclusion of the AGM at the Registered Office of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM i.e., September, 30 2022.
2. PROCEDURE FOR REMOTE E-VOTING AND E VOTING DURING THE AGM PROCEDURE FOR REMOTE E-VOTING

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The remote e-voting period begins on 27<sup>th</sup> September, 2022 at 9:00 am and ends 29<sup>th</sup> September, 2022 at 5:00 pm. 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 24<sup>th</sup> September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. 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.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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 &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>

Individual Shareholder holding securities in Dmat mode with NSDL	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 &amp; voting during the meeting</li> </ol>
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Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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 above mentioned 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.



Individual Shareholders holding securities in Dematmode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending arequest at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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- (i) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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](http://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:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable forboth demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>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.</li> </ul>
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 yourdemat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter themember id / folio number in the Dividend Bank details field.</li> </ul>

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (iii) 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 requiredto 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.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutionscontained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) 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 andoption NO implies that you dissent to the Resolution.
- (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (viii) 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.

- (i) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (ii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (iii) 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.
- (iv) Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.
  - Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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](mailto: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; [cs@seil.co.in](mailto:cs@seil.co.in) or [csravindra.seil@gmail.com](mailto:csravindra.seil@gmail.com) (designated email address by company), 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 THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM 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.
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 at least 5 days prior to meeting



mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance at least 10 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.

1. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
2. 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.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall 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](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

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](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

By Order of the Board  
for VBC Ferro Alloys Limited  
Sd/-

Sonali Solanki  
Company Secretary

Place: Hyderabad  
Date: 12.08.2022



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## EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

### ITEM NO.2: APPOINTMENT OF SHRI MATHUKUMILLI SIDDHARTHA AS DIRECTOR

Siddhartha Mathukumilli holds a degree in Bachelor of Arts with a Major in International Studies-Economics with all the Rights & Privileges, from the University of California, San Diego, USA. Shri M. Siddhartha is a Director of Orissa Power Consortium Limited, Krishna Power Utilities Ltd and also Executive Director of Sideshwari Power Generation Pvt Ltd

On recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Shri Mathukumilli Siddhartha as an Additional Director and his term expires on the date of the ensuing Annual General Meeting.

In this regard, the Company has received the request in writing from a member of the company proposing Shri Mathukumilli Siddhartha's candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013.

The Board of Directors considers his association with the Company as Director will benefit the Company and it is desirable to continue him as Director to avail of the services of Shri Mathukumilli Siddhartha. Accordingly, the Board of Directors recommends the resolution for the appointment of Shri M. Sri Siddhartha as Director in terms of the provisions of Section 160 of the Companies Act, 2013 and his Directorship is liable for retirement by rotation.

The Board feels that the presence of Shri Mathukumilli Siddhartha on the Board is desirable and would be beneficial to the company and hence recommend resolution No.4 for adoption.

Shri Mathukumilli Siddhartha holds 73,500 Equity shares in the Company.

The Board of Directors of your Company recommends the Ordinary Resolution set out in item 2 of the Notice for approval by the Shareholders.

Except Shri Mathukumilli Siddhartha, none of the Directors/ Key Managerial Personnel of the Company/ their respective relatives is in any way concerned or interested, financially or otherwise, in this Resolution.

### ITEM NO.3: APPOINTMENT OF SHRI HIRAK KUMAR BASU AS INDEPENDENT DIRECTOR

On the recommendation of the Nomination & Remuneration Committee, the Board of Directors in their meeting held on August 12 2022 appointed Shri Hirak Kumar Basu (DIN: : 09701496 8) as an Additional Director in the category of Independent for first term of 5 years effective from 12<sup>th</sup> August 2022

In terms of the provisions of Section 161 of the Act, Shri Hirak Kumar Basu holds the office till the date of ensuing Annual General Meeting.



The Company has received from him all statutory disclosures/declarations including a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1) (b) of SEBI Listing Regulations. Notices under the provisions of Section 160 of the Act have been received from members signifying their intention to propose the candidature of Shri Hirak Kumar Basu as Director of the Company.

In terms of Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term upto five consecutive years on the Board of a company. In view of the above provisions, the proposal for appointment of Shri Hirak Kumar Basu as an Independent Director not liable to retire by rotation for a period of five consecutive years with effect from August 12, 2022.

Shri Hirak Kumar Basu is not related to any other Director and Key Managerial Personnel of the Company. A brief profile of the Independent Director to be appointed is given below:

#### Professional Experience

Shri Hirak Kumar Basu did his Graduation in Mechanical Engineering from The University of Calcutta – Bengal Engineering College Shibpur (currently IEST Shibpur). Over 40 years' experience in the Power Sector-Engineering Consultancy, Project Management, Construction Management and Commissioning, Residual Life Assessment, Refurbishment Modernization. Held senior positions in reputed Indian Companies like BHEL, Tata Projects, L&T, DCPL and My Home Group. Also worked as Consultant to Cyient Limited and other reputed companies. Presently a Technical Advisor at Krishna Power Utilities Limited and Group Companies.

The other disclosures as required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standards-2 are provided in Annexure to this Notice. In the opinion of the Board, Shri Hirak Kumar Basu meets the fit and proper criteria and has the necessary knowledge and experience for being appointed as an Independent Director.

The Board of Directors, therefore, recommend the resolution as set out in item No. 4 of this Notice for approval of the shareholders by way of a special resolution.

Except Shri Hirak Kumar Basu, none of the Directors/ Key Managerial Personnel of the Company/ their respective relatives is in any way concerned or interested, financially or otherwise, in this Resolution.

#### **ITEM NO:4: APPOINTMENT OF SHRI. PACKIRISAMY RAJU AS INDEPENDENT DIRECTOR**

On the recommendation of the Nomination & Remuneration Committee, the Board of Directors in their meeting held on August 12 2022 appointed Shri. Packirisamy Raju (DIN: 09701389) as an Additional Director in the category of Independent for first term of 5 years effective from 12<sup>th</sup> August 2022

In terms of the provisions of Section 161 of the Act, Shri. Packirisamy Raju holds the office till the date of ensuing Annual General Meeting and is eligible for appointment.

The Company has received from him all statutory disclosures/declarations including a declaration to the effect that he meets the criteria of independence as provided in sub-section (6)



of Section 149 of the Companies Act, 2013 and Regulation 16(1) (b) of SEBI Listing Regulations. Notices under the provisions of Section 160 of the Act have been received from members signifying their intention to propose the candidature of Shri. Packirisamy Raju as Director of the Company.

In terms of Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term upto five consecutive years on the Board of a company. In view of the above provisions, the proposal for appointment of Shri. Packirisamy Raju as an Independent Director not liable to retire by rotation for a period of five consecutive years with effect from August 12, 2022.

Shri. Packirisamy Raju is not related to any other Director and Key Managerial Personnel of the Company. A brief profile of the Independent Director to be appointed is given below:

#### Professional Experience

Shir Raju did BTech Mechanical Engineering, Diploma Electrical Engineering, BOE, AVSI having 35 years' experience in Project Execution, Commissioning, operation and maintenance thermal power project up to 100 MW capacity. He was worked in various levels in ISGEC , Bharathi cement, Ultra Tech Cement ,Raj Group Kenya . Ethimalai group Sri Lanka Thiruarroran Sugars, Indian cane power ltd. NCS group. NSL group and Worked in KGPUL (Nw KPUL) from Zero stage

The other disclosures as required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standards-2 are provided in Annexure to this Notice. In the opinion of the Board, Shri. Packirisamy Raju meets the fit and proper criteria and has the necessary knowledge and experience for being appointed as an Independent Director.

The Board of Directors, therefore, recommend the resolution as set out in item No. 5 of this Notice for approval of the shareholders by way of a special resolution.

Except Shri Raju P, none of the Directors/ Key Managerial Personnel of the Company/ their respective relatives is in any way concerned or interested, financially or otherwise, in this Resolution.

#### **ITEM NO.5: RATIFICATION OF APPOINTMENT OF COST AUDITORS:**

Companies (Cost Records and Audit) Rules, 2014 conducted by a Cost Accountant in Practice. Based on the documents available and the discussions held at the meeting of the Audit Committee, it considered and recommended the appointment and remuneration of the Cost Auditor to the Board of Directors ('Board'). The Board has, on the recommendation of the Audit Committee, approved the appointment and remuneration to M/s Nageswara Rao & Co., Cost Accountants (Firm Registration No.00332) as the Cost Auditor of the Company for the FY 2022-23.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors has to be ratified by the Members of the Company. The Board of Directors has fixed the



remuneration payable to the Cost Auditors for FY 2022-23 at Rs.0.35 lakh plus applicable taxes. Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at Item No6 of the Notice for ratification of the remuneration payable to the Cost Auditor of the Company for the Financial Year ending March 31, 2023.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at the Notice

#### **ITEM NO.6: APPOINTMENT OF Ms. PRIYANKA M AS DIRECTOR**

Priyanka M holds a degree in Bachelor of Technology(B.Tech). She is having five years experience in Technology and other areas.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Priyanka M as an Additional Director and her term expires on the date of the ensuing Annual General Meeting. The Board also appointed her as an Independent Director for a term of five years effective from 02.12.2021.

In this regard, the Company has received the request in writing from a member of the company proposing Priyanka M 's candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013.

The Board of Directors considers her association with the Company as Director will benefit the Company and it is desirable to continue her as Director to avail of the services of Priyanka M. Accordingly, the Board of Directors recommends the resolution for the appointment of Priyanka M as Director in terms of the provisions of Section 160 of the Companies Act, 2013 and her Directorship is liable for retirement by rotation in order to maintain a balance between rotational and non-rotational Directors.

The Board feels that the presence of Priyanka M on the Board is desirable and would be beneficial to the company and hence recommend resolution No.4 for adoption.

Priyanka M does not hold any Equity shares in the Company.

The Board of Directors of your Company recommends the Ordinary Resolution set out in item 3 of the Notice for approval by the Shareholders.

Except Priyanka M, none of the Directors/ Key Managerial Personnel of the Company/ their respective relatives is in any way concerned or interested, financially or otherwise, in this Resolution.

#### **ITEM NO.7: RE-APPOINTMENT OF SHRI. M.V.ANANTHAKRISHNA AS WHOLE-TIME DIRECTOR:**

Board of Directors has appointed Shri. M.V. Ananthakrishna as a Whole-Time Director for a period of Five years effective from 07<sup>th</sup> April 2018 and his tenure ends on 06<sup>th</sup> April 2023. Therefore, the Board of Directors on recommendations of Nomination and Remuneration Committee proposes to reappoint him for a further period of Three years effective from 07<sup>th</sup> April 2023.

Shri. M.V. Ananthakrishna is an MBA from the University of Michigan, Ann Arbor, USA and a BE in Electronics and Communications Engineering from the College of Engineering Guindy,



University of Madras. He worked as a consultant for the Environmental Protection Agency in USA and was responsible for setting up the Design Automation Center for Texas Instruments Inc. USA in Bangalore in 1986. He is actively involved in developing Renewable Energy Projects using biomass gasification technology from USA. He is a member of the Rotary Club of Madras, Executive Committees of Andhra Chamber of Commerce. He is a certified Management Consultant (CMC), Fellow of Institute of Consultants of India(FIMC). CMC & FIMC are international credentials of a professional management consultant, awarded in accordance with global standards of the International Council of Management Consulting Institutes (ICMCI). He was the Immediate Past President of the Institute of Management Consultants, Chennai Chapter. He is a Director of M.K. Raju Consultants Private Limited (MKRC) which has completed over 100 CHP studies and implemented 121MW of CHP Projects with an annual savings of Rs 125 Crores. MKRC has carried out over 500 Energy Studies with an annual savings of Rs.250 Crores.

Keeping in view his experience and expertise, it is proposed to re-appoint him for a further period of 3 years with effect from 6th April 2023.

The Nomination and Remuneration Committee of the Board of Directors of the Company recommended the proposed re-appointment of Shri M.V. Ananthakrishna with a remuneration set out in the proposed resolution.

The Board considered his association with the Company would be of immense benefit to the Company and it is desirable to continue to avail the services of Shri. M.V. Ananthakrishna. Accordingly, the Board recommends the resolution for appointment of Shri. M. V. Ananthakrishna as Whole-Time Director pursuant to provisions of the Companies Act, 2013.

As on date, Shri. M.V. Ananthakrishna is not holding any equity shares in the Company.

The Board of Directors of your Company recommends the Ordinary Resolution set out at the item 7 of the Notice for approval by the Shareholders.

Except Shri. M.V. Ananthakrishna, none of the Directors/ Key Managerial Personnel of the Company /their respective relatives are, in any way, concerned or interested, financially or otherwise, in this Resolution.

Information in accordance with Schedule V of Companies Act, 2013

#### I. GENERAL INFORMATION

- 1 Nature of Industry: Manufacture of Ferro Alloys
- 2 Date or expected date of re-commencement of commercial production: December 2021
- 3 In case of new companies, expected date of commencement of business activities as per project approved by financial institutions appearing in the prospects: Not Applicable
- 4 Financial performance based on given indications

Particulars	2021-22 (Rs. in lakhs )	2020-21 (Rs. in lakhs )	2019-20 (Rs. in lakhs )
Turnover	9246.86	176.41	4245.95
Net profit/ (Loss) after Tax	19.02	(4560.64)	(2242.05)



- 5 Foreign investments or collaborations, if any: Not Applicable

## II. INFORMATION ABOUT THE APPOINTEE:

- 1 Background Details: Sri. M.V. Ananthakrishna is an MBA from the University of Michigan, Ann Arbor, USA and a BE in Electronics and Communications Engineering from the College of Engineering Guindy, University of Madras. He worked as a consultant for the Environmental Protection Agency in USA and was responsible for setting up the Design Automation Centre for Texas Instruments Inc. USA in Bangalore in 1986. He is actively involved in developing Renewable Energy Projects using biomass gasification technology from USA. He is a member of the Rotary Club of Madras, Executive Committees of Andhra Chamber of Commerce. He is a certified Management Consultant (CMC), Fellow of Institute of Consultants of India (FIMC). CMC & FIMC are international credentials of a professional management consultant, awarded in accordance with global standards of the International Council of Management Consulting Institutes (ICMCI). He was the Immediate Past President of the Institute of Management Consultants, Chennai Chapter. He is a Director of M. K.Raju Consultants Private Limited (MKRC) which has completed over 100 CHP studies and implemented 121MW of CHP Projects with an annual savings of Rs 125 Crores. MKRC has carried out over 500 Energy Studies with an annual savings of Rs.250 Crores.
- 2 Past Remuneration: Same as Proposed
- 3 Recognition or awards: CMC (Certified Management Consultant) & FIMC (Fellow of Institute of Management Consultants of India) are international credentials of a professional management consultant, awarded in accordance with global standards of the International Council of Management Consulting Institutes (ICMCI).
- 4 Job Profile and his suitability: Has over 35 years of experience in General Management, Turnaround Strategy, Corporate Strategy, Cost Improvement, Energy Conservation & Onsite Power Generation/Co-generation Feasibility Studies
- 5 Remuneration proposed:  
As set out in the resolution for the item No.5 the remuneration to Sri. M V Ananthakrishna, Whole Time Director has the approval of the Nomination and Remuneration Committee and Board of Directors.
- 6 Comparative remuneration profile with respect to industry, size of the company profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin):  
Taking into consideration of the size of the Company, the profile of Sri. M V Ananthakrishna and the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial positions in other companies.
- 7 Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:  
Besides the remuneration proposed, he is holding Nil Equity Shares of the Company.

**Additional information as required under SS -2 notified under Section 118 (10) of the Companies Act, 2013**



Name of the Director	M Siddartha	Priyanka M	Hirak Kumar Basu	Packirisamy Raju
Category	Non-Executive Non-Independent Director	Non-Executive Non-Independent Director	Non-Executive Independent Director	Non-Executive Independent Director
DIN	7630456	9380152	09701496	09701389
Date of Birth	06.03.1994	13.07.1995	23.10.1959	22-05-1965
Age	28 Years	27 Years	63 Years	57 Years
Nationality	Indian	Indian	Indian	Indian
Date of Appointment	02-12-2021	02-12-2021	12-08-2022	12-08-2022
Qualification	BA	B.Tech(MBA)	B.E.	B.Tech
Occupation	Business	Professional	Professional	Professional
Nature of expertise in specific functional areas	Having more than 8 years of Experience in Ferro Alloys & Finance Industries	Having more than 5 years of Experience in Finance and other fields	Over 40 years' experience in Power and other industries from Manger to General Manager in BHEL, Tata Projects and Myhome Group etc	Over 35 Years' experience in Power, Sugar and other Industries from Manager to General Manager in India and Abroad.
Terms and conditions	Appointment is subject to retires by rotation and being eligible, offers himself for re-appointment	Appointment is subject to retires by rotation and being eligible, offers himself for re-appointment	Appointment as a Non executive Independent Director of the company subject to approval of members	Appointment as a Non executive Independent Director of the company subject to approval of members
Remuneration sought to be paid	Except sitting fee no remuneration will be paid	Except sitting fee no remuneration will be paid	Except sitting fee no remuneration will be paid	Except sitting fee no remuneration will be paid
Remuneration last drawn by such person	Except sitting fee no remuneration will be paid	Except sitting fee no remuneration was paid	Except sitting fee no remuneration was paid	Except sitting fee no remuneration was paid
Relationship with Directors	None	None	None	None
Directorships In other companies as on	1. Orissa Power Consortium Litd 2. Sideshwari Power Generation Pvt Ltd 3. Krishna Power Utilities Ltd 4. Amaravathi Alloys Private Limited	-	-	



Chairman/Member of the committee of the Board of Directors	Chairman-Stakeholders Relationship Committee	1.Chairman-Audit Committee 2. Chairman-Nomination & Remuneration Committee up to 12.08.2022	1.Chairman- Audit Committee 2. Chairman-Nomination & Remuneration Committee effective from 12.08.2022	Member Stakeholders Relationship Committee effective from 12.08.2022
Shareholding including shareholding as a beneficial owner	73500	-	-	
Number of Meetings of the Board attended during the year	2	2	NA	NA
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	1	1	1	1
Names of listed entities from which the person has resigned in the past three years	1	0	0	0
In case of Independent Director, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	NA	NA	Yes	Yes