



महाराष्ट्र MAHARASHTRA

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प्रधान मुद्राक कार्यालय, मुंबई
प.मु.वि.क्र. ८०००००९

15 DEC 2020

सक्षम अधिकारी



POWER OF ATTORNEY

KNOW ALL MEN by these presents that:

WHEREAS GRASIM INDUSTRIES LIMITED, a Company incorporated under the Gwalior Companies Act (1 of Samvat 1963) and deemed to be a Company under the Companies Act, 2013, bearing CIN No. L17124MP1947PLC000410 and having its Registered Office at Birlagram, Nagda 456 331, in the State of Madhya Pradesh and Corporate Office at A-2, Aditya Birla Centre, S.K. Ahire Marg, Worli, Mumbai - 400 030 in the State of Maharashtra (hereinafter called "the Company") has its **CHEMICAL DIVISION** situated at Renukoot, 231 217, District - Sonbhadra in the State of Uttar Pradesh (hereinafter referred to as the "said Division");



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16 DEC 2020

16 DEC 2020

ANEXURE - II

पंजीकृत वस्तु का बिल / अनु. क्रमांक / दिनांक
Serial No. / Date

वस्तु का विवरण / अनुबंध क्रमांक
(Nature of Document)

यदि संदर्भित करपत्र दर्ज है ?
Whether it is to be Registered Yes/No

वस्तु का विवरण (Property Description in brief)

ग्रुपिंग प्रदाता का नाम / यदि कोई हो तो
Group Purchaser's Name if any

यदि अन्य किसी व्यक्ति के माध्यम से किया गया है तो
If through other person then Name and Signature

अन्य पक्ष के नाम
(Name of the other Party)

मुद्रांक शुल्क राशि
(Stamp Duty Amount)

परवानाधारक मुद्रांक विवेकधारी सही
JYOTI P. GOOA

LSV No. 8000009

6, Kondaaji Bldg. No. 3, Nr. Tata Hospital, Parel, Mumbai - 400 012

यदि करपत्रादाता का नाम मुद्रांक दर दे देता है तो उसे दर्ज करवायें
If stamp duty is paid by the purchaser, then mention the name of the person who has paid the stamp duty

मुद्रांक दर दे देता है / यदि नहीं तो धनदाता का नाम

Grasim Industries Limited
A-2, Aditya Birla Centre,
Sikhulda Marg, Worli,
Mumbai - 400 030.

Emph...

NOTAR
B. P. SINGH
REGD. NO. 42
MUMBAI
MAHARASHTRA

A circular notary seal for B. P. Singh, a registered professional in Mahanagar, Government of India. The seal contains the text: "NOTARY", "B. P. SINGH", "REGD. NO. 41", "MAHANAGAR", and "GOVT. OF INDIA". There is a star symbol on the left side of the seal.



WHEREAS **MR. SRIDHARA NARASIMHA SASTRY (MR. S. N. SASTRY)**, son of Mr. Krishna Murthy Sastry, resident of Grasim Colony, Chemical Division, Renukoot, 231 217, District-Sonebhadra in the State of Uttar Pradesh, is the **UNIT HEAD** of the said Division and for the efficient discharge of his duties and responsibilities, it was thought necessary to delegate to him such powers as may be necessary and expedient in relation to the affairs of the said Division;

WHEREAS the Finance Committee of the Board of Directors of the Company, vide a Resolution passed at its meeting held on 29th December 2020, has resolved to renew and execute a General Power of Attorney, being these presents, in favour of Mr. Sridhara Narasimha Sastry (Mr. S. N. Sastry), in respect of matters pertaining to the said Division, as true and lawful attorney of the Company (without prejudice to the generality of the powers exercisable by him as such Unit Head) to do, perform and execute in particular, the following acts, matters, deeds and things mentioned hereunder in connection with work pertaining only to the said Division with effect from 1st January 2021 and have authorized Mr. Dilip Gaur, Managing Director of the Company to execute, sign and deliver the same.

NOW THIS POWER OF ATTORNEY WITNESSES AS FOLLOWS:

The Company hereby constitutes and appoints **MR. SRIDHARA NARASIMHA SASTRY (MR. S. N. SASTRY)**, **UNIT HEAD** of the said Division of the Company as aforesaid, as its Attorney (hereinafter called the "**Attorney**") to do the following acts, deeds and things, in connection with work pertaining to the said Division, subject to the general control and authority of the Board of Directors of the Company:



Authorize payment, draw and endorse hundies, pay orders, etc.

- 1 To authorise payment and sign and/or certify cash, Bank and Journal vouchers, debit and credit notes and to pay into the account or accounts any moneys, received in the course of the business of the said Division and subject to the proviso contained in Clause 32 herein below, to sign, execute or endorse hundies, pay orders, bills of exchange, usance bills and promissory notes.

Purchase and Sell movable Property

- 2 Subject to the proviso contained in Clause 32 herein below, to purchase or sell or contract for purchase or sale in the ordinary course of business any movable property, necessary or useful for the business of the said Division under separate agreement, deed or document as may be required and pay the applicable stamp duty thereon.





Execute lease agreements, lease deeds, etc.

Sign & Endorse Invoices, Stock reports, Receipts, Railway Receipts, etc.

Receive moneys from Government Department

Purchase and sell raw materials, auxiliary materials, packing materials, etc.



Provide advance to suppliers

- 3 To take possession of land and to execute lease agreements, sub-lease agreement, lease-cum-sale agreements, leave & license agreement, lease deeds or any other agreements, undertakings, deeds and documents as may be required in connection with taking possession of the land or any other property for the projects of the said Division and to lodge the same, if required, for registration at office of Sub-Registrar of Assurances for registration and admit execution.
- 4 To sign, endorse, accept, execute or authenticate sale bills or invoices and delivery orders, stock reports, receipts or discharges whether for money or for goods, balance confirmations, acknowledgements, assignments of insurance policies and/or cover notes, bills of lading, railway receipts, motor receipts, and other documents of title of goods and letters of credit, counter guarantees, trust receipts, forwarding notes, custom house warrants and other documents.
- 5 To receive moneys payable to or due to the said Division from the Government authorities or any other department of the Government of India or State Government or any other public authority.
- 6 To purchase or contract for purchase and to take or give on loan, hire purchase, lease in any part of India or elsewhere, for immediate or future delivery of raw materials, auxiliary materials, packing materials, stores materials, chemicals, spares and things and other articles and things, necessary or desirable to enable the said Division to carry on its normal activities in the ordinary course of business (hereinafter for brevity's sake referred to as "the said goods and things") and to sell back, resell or to send for sale to any part of India or elsewhere all or any of the said goods and things.
- 7 In order to purchase or contract for purchase as provided in the preceding clauses, to make advances in the ordinary course of business to the suppliers of the said goods and things and for other movable and immovable properties (including plant and machinery) on such terms and





Appoint Brokers,
Stockists, Sales
Promoters, Agents,
etc.

Maintain and defend
movable and
immovable property

Maintain various
records



Sign correspondence,
returns, etc.

conditions as are usual or as may be in accordance with the practice and custom of the market.

- 8 To sell or contract for sale in the ordinary course of business in any part of India or elsewhere for immediate or future delivery of the said Division's products and to appoint brokers, stockists, sales promoters, agents, etc. for this purpose and to settle the terms and conditions of their services and remuneration and to terminate or vary any such appointment.
- 9 To get repaired and keep in repairs movable and immovable properties (including plant and machinery) of the said Division and to insure the same against damage by fire, tempest, accident, riot, lightning and other risks and also to use and take all such lawful ways and means as may be necessary for defending and protecting the said movable and immovable properties (including plant and machinery) of the said Division.
- 10 To look after and supervise the keeping and maintaining of the records and books as may be required under the provisions of the Companies Act and/or other legislations governing the affairs of the said Division and otherwise to ensure compliance with the provisions of such laws and to do all such acts, deeds, and things as may be necessary or expedient to ensure compliance with such laws as also to appear and represent the said Division, before any officer or authority or court/bench appointed under any such laws for the time being in force.
- 11 To sign correspondence, statements, returns, applications and/or other forms including ER-I Form as required or necessary under the Central Excise Laws, or Customs Laws, Goods and Services Tax Laws and Rules framed thereunder and also to sign the accounts and registers maintained for the said purpose as and when necessary or required by the concerned Authorities, and attest any corrections which may be made in the said accounts, registers, statements, returns, applications forms and other records.





Receive dividends,
interest etc.

Sign papers and
documents

Vote at and represent
the said Division at
meetings

Recover Dues



- 12 To receive dividends, interest and income arising from any Stocks, Shares, Debentures, Government, Port Trust, Improvement Trust and Municipal Promissory Loan Notes and Bonds and State Electricity Board Bonds or other securities or investments now or hereafter belonging to the Company whether solely or jointly as aforesaid and either in the Company's own right or as having any other interest or otherwise howsoever and to give effectual discharges for the same.
- 13 To sign, execute and deliver on behalf of the said Division all papers, correspondence and receipts and other documents of title and all other deeds, assurances and documents for the due completion and performance of all transactions in the ordinary course of business of the said Division.
- 14 To vote at and otherwise represent the said Division at the meetings of any Society, Club or Association, of which the said Division may be a member or at the meeting of any committee or commission appointed by the Government in which the said Division may be interested or concerned to act as the said Division's Attorney or Proxy in respect of any stock, shares, debentures or other investments now held or which may hereafter be acquired by the said Division whether solely or jointly with others.
- 15 In the name of the said Division and on its behalf to ask, demand, sue for, recover and receive, from every person and every body politic or corporate whom it shall or may concern, all sums of money debts, dues, goods, wares, merchandise, chattels, effects and things of whatsoever nature or description which now are or which at any time, during the subsistence of these presents, shall or may have or become due, owing or belonging to the said Division in or by any right, title, ways or means howsoever, or otherwise become due or payable to the said Division and upon receipt thereof or of any part thereof in the name of the said Division or in his name or otherwise as the case may require to make, sign, execute and deliver such receipts, release or other discharges for the same respectively as the Attorney shall think fit or be advised.





To represent before
Banks, Insurance
Companies, etc.

16 To represent the said Division before Banks, insurance companies, courts, registration offices, municipal offices, office of competent authority, urban land ceiling, post offices, tax offices/authorities, customs offices, revenue offices or any co-operative society, Central or any other State Government or other authority, society, body corporate or other person for any purpose or purposes whatsoever and do all acts as may be expedient before the same or in connection therewith.

Examine Records

17 To examine all books, papers, documents or other records relating to the business of the said Division in possession of any third party and where such books, papers, documents or other records are the properties of the said Division to take possession of the same.

Commence and carry
on legal proceedings

18 In consultation with the Corporate Legal Cell, to commence, prosecute, enforce, defend, answer, oppose or appear or appeal in, all actions and other legal proceedings and demands whether civil, criminal, political, administrative or revenue, or proceedings relating to the customs or excise duties, sales tax, value added tax, service tax, entry tax, income-tax, super tax, wealth tax, registered firms tax, professional tax and all taxes on income or otherwise and to accept service of notices or processes touching any of the matters aforesaid or any other matters in which the said Division is or may hereafter be interested or concerned and also if thought fit, to compromise, refer to arbitration, submit to judgement, proceed to judgement and execute or become non-suited in any such action or proceedings as aforesaid and also to enforce by execution, attachment distress, suit or otherwise any decree or award in favour of the said Division and to defend or resist any such process issued against the said Division, in any such action or proceedings as aforesaid and to retain, employ, engage and remunerate advocates, attorneys, vakils and pleaders and to sign and give warrants, vakalatnamas and other necessary authorities and to revoke such retainership and authorities from time to time as the attorney may in his discretion deem fit.





Appear before Courts,
Customs, etc.

19 To appear before all and every or any court or courts, Magistrates, Government or Public Officer, Customs, Excise, Abkari, Electricity Board, Revenue, Railway, Police, Port Trust, Improvement Trust, Income Tax, Sales Tax, Goods and Service Tax, Reserve Bank of India, Import of Foreign Trade Control authorities or Export Promotion Councils and any other authorities/bodies whatsoever and to make applications and to answer, defend and plead to all matters and things touching and concerning the said Division or wherein the said Division may be interested or concerned either solely or jointly with another or others and in any capacity whatsoever and to execute and/or file letters, affidavits, indemnity bonds, declarations, undertakings, pleadings, writings, etc., and to present and make applications and petitions to the said officers and authorities.

Sign papers for
trademarks, patents,
intellectual property,
etc.

20 To make, sign, execute, swear, declare, register and advertise declarations, affidavits, applications or writings and to do acts, deeds and things whatsoever usual, necessary or expedient for the due registration and protection of any intellectual property rights, trademarks, trade names, patents, designs, brands, labels or rights belonging to or used by or may hereafter belong to or used by the said Division and to give evidence and/or attend to any proceedings before any competent authority under the relevant law for the time being in force.



Sign papers for legal
matters

21 To make, sign, execute, swear, declare, register and advertise all declarations, affidavits, applications, letters, papers and writings and to do all acts, deeds and things whatsoever necessary or expedient for the business of the Division under Factories Act, Payment of Wages Act, Boilers Act, Explosives Act and Rules, Employees State Insurance Act, Employees Provident Funds and Miscellaneous Provisions Act, Indian Electricity Act, Motors Vehicles Act, Income Tax Act, Goods and Service Tax Act, Value Added Tax Acts, Sales Tax Acts, Professional Tax Act, Post and Telegraph Act, Foreign Exchange Management Act and Rules, Companies Act and any other





Acts, Rules or Notifications of the Central or State Government (including making applications for obtaining sales tax, value added tax, Goods & Service Tax declaration forms), Municipal Bodies, Excise, Reserve Bank of India or Customs or Import Trade Control Authorities or Foreign Trade Control Authorities or Export promotion Councils and to appear on behalf of the Company before any authority under the above mentioned laws, rules or notifications and to represent the Company in all correspondence, matters and proceedings before them of any nature whatsoever.

Appear before
Registering
Authorities

- 22 To appear before any Notary Public, Registrar of Assurances, Sub-Registrar of Assurances, District Registrar, Metropolitan Magistrate or other officer or officers or authority having jurisdiction and to present for registration or have registered and perfected any deed or document already executed or signed or which may hereafter be executed and signed on the said Division's behalf and otherwise to do all acts, deeds, matters and things to get such deeds or documents registered according to law and to admit the execution of such document or documents deeds, instruments and writings, executed, signed or made by or on behalf of the said Division.


Settle Claims



Execute Bonds

- 23 To adjust, settle, compromise or submit to arbitration any accounts, debts, claims, demands or disputes touching any of the matters herein provided for or any other matters which are now subsisting or may hereafter arise between the Company or between the Attorney on the one hand and any other person, firm, company or corporation on the other hand to give time for payment to any of the debtors of the said Division.
- 24 Subject to the proviso contained in Clause 32 herein below, to execute any Bond or Bill for and on behalf of the said Division as required under any law or statute or rules or regulations of Central Government, State Government or any competent or concerned authority, body or association in the forms prescribed under any such law, statute, rules or regulations or otherwise.





Look after and supervise working of the said Division

Negotiate with Workers, Employees, Trade Unions and Federations

Grant Loans



Appoint Officers, Staff and Workmen

25 To look after and supervise the working of the said Division and to do or cause to be done all such acts, deeds, things as may be necessary or expedient to ensure smooth working of factories, other offices and establishments of the said Division.

26 To negotiate with the workers and employees of the said Division or with the trade unions or federations, on demands made by such workmen and employees and to participate in all proceedings relating to the industrial matters, before the Labour Officers, Conciliation Officers, Labour Commissioners, Labour Tribunals, Industrial Tribunals, Wage Board and other authorities appointed by the Central or State Government and to agree to refer such disputes to Arbitrator or to Industrial Court or Tribunal and to make on behalf of the said Division suitable or necessary representations and to present the case of the said Division and to agree and come to any settlement with such workmen, employees, trade unions or federations as the attorney may in his discretion deem fit.

27 To grant advances and loans to officers, members of the staff, workmen, employees and servants of the said Division of such amounts, from time to time, as the attorney may think fit, provided that such loans and advances shall be given for the specific purpose and upto the limits as decided by the Board of Directors of the Company from time to time subject to the restrictions as per other legal promulgations.

28 To appoint officers and other executive staff upto Vice President rank for the said Division in accordance with the rules, policies and guidelines specified by the Company from time to time and to settle the terms and conditions of their services and to terminate or vary the terms of any such appointment including payment of bonus, gratuity, perquisites and other allowances and also to employ, engage and appoint workmen and employees on lower grades and to terminate or vary the terms of their





appointment as aforesaid, to allocate from time to time duties and functions to such officers, executives, staff, workmen and employees and to implement, enforce and otherwise give effect to Industrial Awards and settlements.

Apply for licence etc.

- 29 To apply for, in any State in India or to Government of India, and obtain and renew certificates of approval, licenses, mining leases, import licences, licences under the Industrial Development and Regulation Act, Foreign Investment Promotion Board, Export Promotion Council, etc., for setting up Industrial Undertakings, all matters relating to the grant of mineral concession to the said Division, sanctions of the Reserve Bank of India and/or the Government of India, to sign and execute various papers and documents required for submission to the Director General of Foreign Trade and / or Director General of Foreign Trade and in respect of all matters requiring the sanction of the Government and in general all licenses, permits, agreements etc. with the Governments that may be necessary for carrying on the said Division's business and to execute the aforesaid documents on behalf of the said Division.

Delegate powers



- 30 For better and more effectively doing, effectuating, executing and performing of the several matters and things herein contained, to delegate all or any of the powers and authorities herein contained by way of sub-delegation, duly countersigned by a Director or Company Secretary of the Company and revoke such delegation at pleasure, provided that:

- (a) the following powers cannot be delegated by the Attorney to any person:

<u>Clause No.</u>	<u>Description</u>
1	Authorize payment, draw and endorse hundies, pay orders, etc.
24	Execute Bonds



(b) the person to whom the Attorney has delegated any power cannot further sub-delegate the powers to any other person.

Concur and join

31 To concur in doing any of the acts and things herein mentioned in conjunction with any other person or persons similarly authorized.

32 GENERALLY to do all such acts and things as may be conducive or incidental to the exercise of the powers and authorities hereby given provided always and it is hereby expressly declared that the powers and authorities specified in the following Clauses of this Power of Attorney, shall only be exercised and be exercisable by the Attorney jointly with any other person duly authorized by the Company in this behalf and in whose favour the Company has executed a Power of Attorney:

Clause No. Description

- | | |
|----|---|
| 1 | Authorize payment, draw and endorse hundies, pay orders, etc. |
| 2 | Purchase & Sell movable Property |
| 24 | Execute Bonds |

PROVIDED THAT none of the powers contained herein shall be exercised by the said Attorney acting jointly with any person to whom he has delegated such powers.

AND THE COMPANY DO HEREBY AGREES to ratify and confirm all acts, deeds and things as the said Attorney shall lawfully do or cause to be done during the continuance of these presents in respect of the matters aforesaid by virtue hereof.



This Power of Attorney shall be operative from 1st January 2021 and shall remain valid until the earlier of:

- the expiry of the term i.e. 31st December, 2022;
- the date on which the Power of Attorney holder ceases to be in the employment of the Company;
- the date on which this Power of Attorney is revoked by the Company; or
- the date on which the Attorney ceases to hold office as Unit Head of the Division.




IN WITNESS WHEREOF the Common Seal of GRASIM INDUSTRIES LIMITED has been hereunto affixed this 30th day of Dec. Two Thousand twenty 15 FY/21/12/215

The Common Seal of Grasim Industries Limited has hereunto been affixed pursuant to the Resolution passed by the Finance Committee of the Board of Directors of the Company on 29th December 2020 in the presence of Mr. Dilip Gaur, Managing Director of the Company and Mrs. Hutokshi Wadia, an Officer of the Company, who have signed in token thereof.

ARhlade

ARhlade

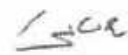

Signature of the Constituted Attorney
(Sridhara Narasimha Sastry)

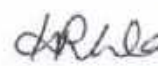
We Attest



Before Me




(Dilip Gaur)


(Hutokshi Wadia)

BE FOREME


30/12/2020
B. P. SINGH, BSc.LLB
Advocate & Notary
(Govt. Of India)
Regn. No. 4874
127, Lakshmi Sadan M. P.
Marg, Kurla (W), M - 70.



NOTED & REGISTERED
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