



B.Com, Company Secretaries  
Resolution Professional  
(IBBI / IPA-002/IP/N 00718/2018-2019 / 12199)

*Jalan Alkesh & Associates*

304, Agrawal Arcade, Nr. Ambawadi Circle,  
Ambawadi, Ahmedabad - 380006  
Tel. : (079) 40024082 (M) 98255 - 55097  
E-mail : jalanalkesh@gmail.com

---

## CERTIFICATE

This is to state that Mr. Aayush Kambleshbhai Shah having Director Identification Number : 10149440 appointed as an Independent Director of H.M. Electro Mech Limited ( herein after referred to as “Company” or “the Company” ) with effect from 27<sup>TH</sup> June, 2024 comply with all below mentioned criteria of independent director envisaged under Section 149(6) of the Companies Act, 2013

(i) He is or was not a promoter of the company or its holding, subsidiary or associate company;

(ii) He is not related to promoters or Directors in the company, its holding, subsidiary or associate company;

( iii ) He has or had no pecuniary relationship, other than remuneration as such director or having transaction not exceeding ten per cent of his total income or such amount as may be prescribed, with the company, its holding, subsidiary or associate company, or their promoters, or Directors, during the two immediately preceding financial years or during the current financial year;

( iv ) none of his relatives—

(a) is holding any security of or interest in the company, its holding, subsidiary or associate company during the two immediately preceding financial years or during the current financial year:

Provided that the relative may hold security or interest in the company of face value not exceeding fifty lakh rupees or two per cent. of the paid-up capital of the company, its holding, subsidiary or associate company or such higher sum as may be prescribed;

(b) is indebted to the company, its holding, subsidiary or associate company or their promoters, or Directors, in excess of such amount as may be prescribed during the two immediately preceding financial years or during the current financial year;

(c) has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or Directors of such holding company, for such amount as may be prescribed during the two immediately preceding financial years or during the current financial year; or

(d) has any other pecuniary transaction or relationship with the company, or its subsidiary, or its holding or associate company amounting to two per cent. or more of its gross turnover or total income singly or in combination with the transactions referred to in sub-clause (i), (ii) or (iii);

(v) He, neither himself nor any of his relatives—

(i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;

Provided that in case of a relative who is an employee, the restriction under this clause shall not apply for his employment during preceding three financial years.

(ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—

(A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

(B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;

(vi) holds together with his relatives two per cent. or more of the total voting power of the company; or


(vii) is a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, Directors or its holding, subsidiary or

associate company or that holds two per cent or more of the total voting power of the company;

The above Certificate is issued at the request of the Company.



For, Jalan Alkesh & Associates  
Company Secretary

  
Alkesh Jalan  
Proprietor  
C.P No. 4580

UDIN : F010620F001741624

Date : 24/10/2024

Place : Ahmedabad



B.Com, Company Secretaries  
Resolution Professional  
(IBBI / IPA-002/IP/N 00718/2018-2019 / 12199)

*Jalan Alkesh & Associates*

304, Agrawal Arcade, Nr. Ambawadi Circle,  
Ambawadi, Ahmedabad - 380006  
Tel. : (079) 40024082 (M) 98255 - 55097  
E-mail : jalanalkesh@gmail.com

---

## CERTIFICATE

This is to state that Mrs. Bhavisha Kunal Chauhan having Director Identification Number : 10092854 appointed as an Independent Director of H.M. Electro Mech Limited ( Sherein after referred to as “Company” or “the Company” ) with effect from 27<sup>TH</sup> June, 2024 comply with all below mentioned criteria of independent director envisaged under Section 149(6) of the Companies Act, 2013

(i) She is or was not a promoter of the company or its holding, subsidiary or associate company;

(ii) She is not related to promoters or Directors in the company, its holding, subsidiary or associate company;

( iii ) She has or had no pecuniary relationship, other than remuneration as such director or having transaction not exceeding ten per cent of her total income or such amount as may be prescribed, with the company, its holding, subsidiary or associate company, or their promoters, or Directors, during the two immediately preceding financial years or during the current financial year;

( iv ) none of her relatives—

(a) is holding any security of or interest in the company, its holding, subsidiary or associate company during the two immediately preceding financial years or during the current financial year:

Provided that the relative may hold security or interest in the company of face value not exceeding fifty lakh rupees or two per cent. of the paid-up capital of the company, its holding, subsidiary or associate company or such higher sum as may be prescribed;

(b) is indebted to the company, its holding, subsidiary or associate company or their promoters, or Directors, in excess of such amount as may be prescribed during the two immediately preceding financial years or during the current financial year;

(c) has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or Directors of such holding company, for such amount as may be prescribed during the two immediately preceding financial years or during the current financial year; or

(d) has any other pecuniary transaction or relationship with the company, or its subsidiary, or its holding or associate company amounting to two per cent. or more of its gross turnover or total income singly or in combination with the transactions referred to in sub-clause (i), (ii) or (iii);

(v) She, neither himself nor any of her relatives—

(i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which She is proposed to be appointed;

Provided that in case of a relative who is an employee, the restriction under this clause shall not apply for her employment during preceding three financial years.

(ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which She is proposed to be appointed, of—

(A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

(B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;

(vi) holds together with her relatives two per cent. or more of the total voting power of the company; or


(vii) is a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, Directors or its holding, subsidiary or

associate company or that holds two per cent or more of the total voting power of the company;

The above Certificate is issued at the request of the Company.



**For, Jalan Alkesh & Associates  
Company Secretary**

  
**Alkesh Jalan  
Proprietor  
C.P No. 4580**

**UDIN : F010620F001741767**

Date : 24/10/2024

Place : Ahmedabad