



505-508, TEN/11, Beside Mardia Plaza,  
C.G. Road, Ahmedabad - 9.  
Ph.: 079-26440303/0505, 48990505/0606  
Telefax : 079-26406810  
www.shrenik.co.in • e-mail : info@shrenik.co.in  
CIN No.: L51396GJ2012PLC073061

6<sup>th</sup> September, 2020

To,  
The National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051,  
Maharashtra, India.

Company Symbol: SHRENIK

Dear Sir/Madam,

**Sub: Submission of Notice of 8<sup>th</sup> Annual General Meeting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.**

Pursuant to under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we enclose herewith the Notice along with e-voting instruction of the 8<sup>th</sup> Annual General Meeting of the Company to be held on Monday, September 28, 2020 at 4.00 p.m. through Video Conference ("VC") / Other Visual Means ("OAVM"). The aforesaid Notice is sent to all eligible Shareholders along with Annual Report for financial year 2019 - 20.

The same is also available on the website of the Company at [www.shrenik.co.in](http://www.shrenik.co.in).

Thanking you.  
Yours Faithfully

For SHRENIK LIMITED

*Rishit Vimala*

RISHIT VIMAWALA  
WHOLETEIME DIRECTOR  
DIN: 03474249



: Wholesale Distributors :

 Ballarpur Industries Ltd.  APP Asia Pulp & Paper  TNPL Tamilnadu Newsprint & Papers Ltd.

 N R Anarwal Industries Ltd.  APRIL April Fine Paper Trading Pte. Ltd.  NAINI

**NOTICE OF THE 8<sup>th</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 8<sup>th</sup> Annual General Meeting (“AGM”) of the Shareholders of **SHRENIK LIMITED** will be held on Monday, September 28, 2020 at 4.00 P.M. through Video Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”) to transact the following business. The venue of the meeting shall be deemed to be the registered office of the Company at 505-508, TEN/11, Beside Mardia Plaza, C.G. Road, Ahmedabad – 380 009, Gujarat.

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare a dividend\* of ₹ 0.20/- per equity share, for the financial year ended March 31, 2020.
3. To appoint a Director in place of Mr. Shrenik Vimawala (DIN: 03474255), who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:****4. Appointment of Chi. Goswami Vishal Nathdwara (DIN:08644273) as a Director.**

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 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Articles of Association of the Company, Chi. Goswami Vishal Nathdwara (DIN: 08644273), who was appointed as an Additional Non-Executive Non-Independent Director by the Board of Directors with effect from June 30, 2020 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and whose appointment has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

**5. Appointment of Mr. Shalin Kusumgar (DIN:07634143) as an Independent Director.**

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 and 161 read with Schedule IV and other applicable provisions, if any, of Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Articles of Association of the Company, Mr. Shalin Kusumgar (DIN: 07634143), who was appointed as an Additional Non-Executive Independent Director by the Board of Directors with effect from June 30, 2020 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for Independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and whose appointment has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, who shall not be liable to retire by rotation, for a term of Five (5) years commencing from June 30, 2020 to June 29, 2025.”

**6. Sub - Division (Stock Split) of equity shares from the face value of ₹ 2/- (Rupees Two only) each to ₹ 1/- (Rupee One only) each.**

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 13, 61(1)(d), 64 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and in accordance with the Memorandum of Association

and Articles of Association of the Company and subject to such approvals, consent, permissions and sanctions, if any, as may be necessary from the concerned authorities or bodies and subject to such conditions as may be agreed to by the Board of Directors of the Company, the consent of the members be and is hereby accorded to sub-division of the 1 (One) equity share of the Company having face value of ₹ 2/- (Rupees Two only) each be sub-divided into 2 (Two) equity shares of face value of ₹ 1/- (Rupee One only) each and consequently, the Authorized Share Capital of the Company of ₹ 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 12,50,00,000 (Twelve Crores Fifty Lakhs) equity shares of ₹ 2/- (Rupees Two only) each would be subdivided into and shall comprise of 25,00,00,000 (Twenty Five Crores) equity shares of ₹ 1/- (Rupee One only) each aggregating to ₹ 25,00,00,000/- (Rupees Twenty Five Crores only) with effect from the Record Date to be determined by the Board for this purpose;"

**"RESOLVED FURTHER THAT** pursuant to Sub-Division of the Authorized equity share capital of the Company, an issued, subscribed and a paid-up equity share of face value of ₹ 2/- (Rupees Two only) existing on the Record Date to be determined by the Board, shall stand sub-divided into 2 (Two) equity shares of ₹ 1/- (Rupee One only) each as fully paid up;"

**"RESOLVED FURTHER THAT** upon Sub-Division of equity shares of the Company as aforesaid, the number of sub-divided equity shares be credited to the respective beneficiary accounts of the Shareholders with the Depository Participants in lieu of the existing credits representing the equity shares before sub-division, at free of cost to the Shareholders;"

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director or Whole Time Director or Company Secretary, to give effect to the aforesaid resolution."

#### 7. Increase in Authorized Share Capital.

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 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force) and Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from ₹ 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 25,00,00,000 (Twenty Five Crores) equity shares of ₹ 1/- (Rupee One only) each to ₹ 65,00,00,000/- (Rupees Sixty Five Crores only) divided into 65,00,00,000 (Sixty Five Crores) equity shares of ₹ 1/- (Rupee One only) by creation of additional 40,00,00,000 (Forty Crores) equity shares of ₹ 1/- (Rupee One only) each ranking pari passu with the existing equity share of the Company;"

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director or Whole Time Director or Company Secretary, to give effect to the aforesaid resolution."

#### 8. Alteration of the Capital Clause of the Memorandum of Association.

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 13 read with Section 61 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and subject to such approvals, consent, permissions and sanctions, if any, as may be necessary from the concerned authorities or bodies, the existing Clause V of the Memorandum of Association of the Company be and is hereby amended and substituted by the following:

V. The Authorized Share Capital of the Company is ₹ 65,00,00,000/- (Rupees Sixty Five Crores Only) divided into 65,00,00,000 (Sixty Five Crores) Equity Shares of ₹ 1/- (Rupee One only) each.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director or Whole Time Director or Company Secretary, to give effect to the aforesaid resolution."

**9. Issue of Bonus Equity Shares.**

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 63 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and subject to terms and conditions contained in the Articles of Association of the Company and subject to such approvals, consent, permissions and sanctions, if any, as may be necessary from the concerned authorities or bodies and the consent of the members of the Company be and is hereby accorded for capitalization of such sum standing to the credit of the Securities Premium account and/or Retained Earnings, or such other account as may be considered necessary by Board of Directors of the Company, including any Committee of the Board or person authorised by the Board for the purpose of issue of Bonus equity shares of ₹ 1/- (Rupee One only) each, credited as fully paid up equity shares to eligible members of the Company holding equity shares of ₹ 1/- (Rupee One only) each of the Company whose name(s) appear in the Register of Members on the Record Date to be determined by the Board for this purpose, in the proportion of 2:1 i.e. 2 (Two) new fully paid-up equity share of ₹ 1/- (Rupee One only) each for every 1 (One) existing fully paid-up equity share of ₹ 1/- (Rupee One only) each held by the members and that such new Bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up equity share capital of the Company held by each such member;”

**“RESOLVED FURTHER THAT** the Bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date;”

**“RESOLVED FURTHER THAT** no allotment letters shall be issued to the allottees of the Bonus shares and the Bonus equity shares shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) within such time as prescribed by law and the relevant authorities;”

**“RESOLVED FURTHER THAT** the allotment of new equity Bonus shares to the extent that they relate to Non - Resident members of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999 as may be deemed necessary;”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary, expedient or incidental in this regard including but without limitation to file any documents with the Securities and Exchange Board of India, Stock Exchange(s) where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/or Concerned Authorities, applying and seeking necessary listing approvals from the Stock Exchange(s), and to settle any question, difficulty or doubt that may arise in regard thereto and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director or Whole Time Director or Company Secretary, to give effect to the aforesaid resolution.”

**Registered Office:**

505-508, TEN/11,  
Beside Mardia Plaza, C.G. Road,  
Ahmedabad- 380 009, Gujarat.

**By Order of the Board****Date :- August 24, 2020****Place :- Ahmedabad****Roshni Shah  
Company Secretary**

\*The actual Equity Dividend on equity shares to be declared or approved by the Shareholders at the 8<sup>th</sup> AGM will be for equity shares other than the equity shares in respect of which the Equity Shareholder(s) has/have waived/forgone his/her/their right to receive the Dividend for the financial year ended March 31, 2020 in accordance with the rules framed by the Board as per Note no. 26 hereinafter appearing.



**Notes:**

1. In view of the continuing COVID-19 pandemic, the 8<sup>th</sup> AGM will be held on Monday, September 28, 2020 at 4.00 p.m. through Video Conferencing (“VC”) / Other Audio- Visual Means (“OAVM”), in compliance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular no. 14/2020, dated April 8, 2020, MCA General Circular no. 17/2020, dated April 13, 2020; MCA General Circular No. 20/2020 dated May 5, 2020 and MCA General Circular No. 22/2020 dated June 15, 2020 (collectively referred to as “MCA Circulars”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Therefore, the deemed venue for the 8<sup>th</sup> AGM shall be the Registered Office of the Company. Annual Report will not be sent in physical form.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Businesses Item Nos. 4 to 9 in the Notice is annexed hereto.
3. Pursuant to the requirement of Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by The Institute of Company Secretaries of India, the brief profile/particulars of the Directors of the Company seeking their appointment or re-appointment at the AGM are stated at the end of the Explanatory Statement annexed hereto.
4. Pursuant to the provisions of the Companies Act, 2013, 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. 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 Attendance Slip and Proxy Form are not annexed to this Notice.
5. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/ OAVM are requested to send to the Company on their email Id [cs@shrenik.co.in](mailto:cs@shrenik.co.in), a certified copy of the Board Resolution/Authorization Letter authorizing their representative to attend and vote on their behalf at the Meeting and through E-voting.
6. In case of Joint Holders attending the AGM, 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.
7. In compliance with the aforesaid MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company or Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.shrenik.co.in](http://www.shrenik.co.in) and website of stock exchanges i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com). The AGM Notice is also disseminated on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).
8. Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participant. These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to the Members.
9. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts.
10. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address with the Registrar and Share Transfer Agents (RTA) of the Company for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
11. Nomination Facility: As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in dematerialized form, the Nomination Form may be filed with the respective Depository Participant.
12. The Shareholders 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. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

13. Shareholders attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members by writing an e-mail to the Company Secretary at [cs@shrenik.co.in](mailto:cs@shrenik.co.in).
15. Shareholders requested to intimate queries, if any, to the Company at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.

**VOTING THROUGH ELECTRONIC MEANS**

16. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended, and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-voting to its Members in respect of the Business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a Member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

**17. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

- a. The E-Voting period will commence on Friday, September 25, 2020 at 9:00 a.m. and will end on Sunday, September 27, 2020 at 5:00 p.m. During this period the Shareholders holding shares as on Monday, September 21, 2020 ("Cut-off Date") may cast their vote electronically. The remote e-voting facility will be disabled by CDSL for voting after 5.00 p.m. on Sunday, September 27, 2020. Once the vote on resolution is cast by the Shareholder, he shall not be allowed to change it subsequently.
- b. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the Meeting venue.
- c. Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- d. Click on "Shareholders" module.
- e. Then Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- f. Next enter the Image Verification as displayed and Click on Login.
- g. If you are holding shares in Demat form and have logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used.
- h. If you are a first time user follow the steps given below:

	<b>Steps:</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department 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 / Communicated by mail 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 Shareholder id / folio number in the Dividend Bank details field as mentioned in instruction (e).

- i. After entering these details appropriately, click on "SUBMIT" tab.
- j. 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.
- k. Click on the EVSN for SHRENIK LIMITED.

- l. 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.
  - m. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
  - n. 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.
  - o. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
  - p. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
  - q. 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.
  - r. Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while remote e-voting on your mobile.
18. Process for those Shareholders whose Email Addresses are not registered with the Depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:
- a. For Demat Shareholders –  
Please provide Demat Account details, Name, Client Master or copy of Consolidated Account Statement, PAN (self-attested copy), AADHAR (self-attested copy) by email to the Company or RTA email id [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).
  - b. The Company or RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned Shareholders.
19. Note for Non – Individual Shareholders and Custodians
- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - 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 [cs@shrenik.co.in](mailto:cs@shrenik.co.in), if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
20. **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**
- a. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under Shareholders/Members login by using the remote e-voting credentials. The link for VC/OAVM will be available in Shareholder/Members login where the EVSN of Company will be displayed.
  - b. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
  - c. Further Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.
  - d. 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.

- e. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to Meeting** i.e. on or before September 18, 2020 mentioning their name, demat account number/folio number, email id, mobile number at Company's email id i.e. cs@shrenik.co.in. The Shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to Meeting** i.e. on or before September 18, 2020 mentioning their name, demat account number/folio number, email id, mobile number at cs@shrenik.co.in. These queries will be replied to by the Company suitably by email.
- f. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

#### 21. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
  - b. Only those Shareholders, who are present in the AGM 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 AGM.
  - c. 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.
  - d. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM. Member who had voted through Remote E-voting, casts his vote again at the E- Voting provided during the AGM, then the Votes cast during the AGM through E-voting shall be considered as Invalid.
22. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> 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.

#### DIVIDEND RELATED INFORMATION

23. The Board of Directors at their meeting held on June 30, 2020, recommended a Dividend of ₹ 0.20 per equity shares (10%) of the face value of ₹ 2/- each for the financial year ended March 31, 2020 and the same, if declared at the Meeting, will be paid within a period of thirty days from the date of declaration, to those members whose names appear on the Register of as beneficial owners at the close of business as on Wednesday, September 9, 2020 as per the list furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of shares held in electronic form i.e. the record date for the members who shall be eligible for dividend.
24. Payment of Dividend shall be made through electronic mode to the Shareholders who have updated their Bank Account details. Dividend Warrants / Demand Drafts will be dispatched to the Registered Address of the Shareholders who have not updated their Bank Account details, after normalization of the postal service.
25. Pursuant to Finance Act 2020, Dividend income will be taxable in the hands of Shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from Dividend paid to Shareholders at the prescribed rates. However, no tax will be deducted on payment of Dividend to the Resident Individual Shareholders, if the total Dividend paid does not exceed ₹ 5,000/-. The rate of tax deducted at source will vary depending on the residential status of the Shareholder and documents registered with the Company.



**A. RESIDENT SHAREHOLDERS**
**A.1 Tax Deductible at Source for Resident Shareholders**

Sr. No.	Particulars	Rate of Deduction of Tax at Source	Documents Required, (if any)
1.	Valid PAN updated in the Company's Register of Members	7.5%	No Document required (if no exemption is sought)
2.	No PAN/Valid PAN not updated in the Company's Register of Members	20%	No Document required (if no exemption is sought)
3.	Availability of lower/nil tax deduction certificate issued by Income Tax Department u/s 197 of Income Tax Act, 1961	Rate specified in the Certificate	Lower/nil tax deduction certificate obtained from Income Tax Authority

A.2 No Tax Deductible at Source on Dividend payment to Resident Shareholders if the Shareholders submit and register following documents mentioned in column no. 4 of the below table with the Company at [tdsdividend@shrenik.co.in](mailto:tdsdividend@shrenik.co.in).

Sr. No. (1)	Particulars (1)	Rate of Deduction of Tax at Source (3)	Documents Required, (if any) (4)
1.	Submission of Form No. 15G/15H	NIL	Declaration in Form No. 15G (applicable to any person other than a Company or a Firm) / Form No.15H (applicable to an Individual who is 60 years and above), fulfilling certain conditions. Please download Form No. 15G/15H from the Income Tax website <a href="http://www.incometaxindia.gov.in">www.incometaxindia.gov.in</a> .
2.	Shareholders to whom section 194 of the Income Tax Act, 1961 does not apply such as LIC, GIC, etc.	NIL	Documentary evidence that the said provisions are not applicable.
3.	Shareholder covered u/s 196 of Income Tax Act, 1961 such as Government, RBI, corporations established by Central Act & Mutual Funds.	NIL	Documentary evidence for coverage u/s 196 of the Income Tax Act, 1961.
4.	Category I and II Alternative Investment Fund.	NIL	SEBI registration certificate to claim benefit u/s 197A (1F) of the Income Tax Act, 1961.
5.	<ul style="list-style-type: none"> <li>• Recognised provident funds</li> <li>• Approved superannuation fund</li> <li>• Approved gratuity fund</li> </ul>	NIL	Necessary documentary evidence as per Circular No.18/2017 issued by Central Board of Direct Taxes (CBDT).
6.	National Pension Scheme	NIL	No TDS as per section 197A (1E) of the Income Tax Act, 1961.

**B. NON-RESIDENT SHAREHOLDERS**

Tax deducted at source on Dividend payment to Non-Resident Shareholders if the Non-Resident Shareholders submit and register following documents with the Company at [tdsdividend@shrenik.co.in](mailto:tdsdividend@shrenik.co.in).

Sr. No.	Particulars	Rate of Deduction of Tax at Source	Documents Required, (if any)
1.	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)	20% (plus applicable surcharge and case)	FPI registration number / certificate.
2.	Other Non-Resident Shareholders	20% (plus applicable surcharge and cess) or tax treaty rate, whichever is beneficial	To avail beneficial rate of tax as per applicable tax treaty, following tax documents would be required: <ol style="list-style-type: none"> <li>1. Tax Residency certificate issued by revenue authority of country of Residence of Shareholder for the year in which dividend is received.</li> <li>2. Permanent Account Number (PAN)</li> <li>3. Form No. 10F filled &amp; duly signed</li> <li>4. Self-declaration for non-existence of permanent establishment/ fixed base in India.</li> </ol> (Note: Application of beneficial tax treaty rate shall depend upon the completeness of the documents submitted by the non-resident shareholder and review to the satisfaction of the Company)
3.	Indian Branch of a Foreign Bank	NIL	Lower/Nil tax deduction certificate u/s 195(3) obtained from Income Tax Authority. Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank.
4.	Availability of Lower/ Nil tax deduction certificate issued by Income Tax Department u/s 197 of Income Tax Act, 1961	Rate specified in the certificate	Lower/Nil tax deduction certificate obtained from Income Tax Authority.

- C. Kindly note that the aforementioned documents are required to be emailed to the Company at [tdsdividend@shrenik.co.in](mailto:tdsdividend@shrenik.co.in) on or before September 15, 2020 in order to enable the Company to determine and deduct TDS / withholding tax at appropriate rate. Communication on the tax determination / deduction shall not be entertained post September 15, 2020. It may be further noted that in case the tax on said Dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from you, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible.
- D. All queries/ grievances/ issues in this regard shall be attended/ addressed on [tdsdividend@shrenik.co.in](mailto:tdsdividend@shrenik.co.in) / [cs@shrenik.co.in](mailto:cs@shrenik.co.in).
- E. Application of TDS rate is subject to necessary verification as per details as available in Register of Members as on the Record Date, and other documents available with the Company.
- F. In case TDS is deducted at a higher rate, an option is still available with the Shareholder to file the return of income and claim an appropriate refund from the Income-tax department.
- G. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Member/s, such Member/s will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any assessment / appellate proceedings.

- H. This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment from the Company or its affiliates its Registrar & Transfer Agent. Shareholders should consult their tax advisors for requisite action to be taken by them.
- I. The tax withholding rates referred above are based on the law prevailing as on the date.
- J. In the event there is ambiguity in law or interpretation or matters concerning tax withholding, the highest applicable tax withholding rate shall be considered on a conservative basis.
26. Through postal ballot on July 4, 2019 (Result declaration date), the Shareholders had approved, by way of a Special Resolution, certain amendments whereby few Articles were inserted in the Articles of Association of the Company relating to enabling the Company to implement any instruction from Shareholder(s) of the Company to waive/forgo his/her/their right to receive the Dividend (interim or final) from the Company for any financial year. The above referred amendments as approved through postal ballot have been retained and are inter alia forming part of new set of Articles of Association. Thus, the Shareholders of the Company can waive/forgo, if he/she/they so desire(s), his/her/their right to receive the Dividend (interim or final) for any financial year effective from the Dividend recommended by the Board of Directors of the Company for the year ended March 31, 2019 on a year to year basis, as per the rules framed by the Board of Directors of the Company from time to time for this purpose. The member, if so wishes to waive/forgo the right to receive Dividend for the year ended March 31, 2020, shall fill up the form and send it to the Company's RTA on or before Wednesday, September 9, 2020 The form prescribed by the Board of Directors of the Company for waiving/forgoing the right to receive Dividend for any year shall be available for download on the Company's website [www.shrenik.co.in](http://www.shrenik.co.in) under section "Investors – Dividend" or can also be obtained from the Company's RTA.

The Board of Directors of the Company in its meeting held on July 25, 2019 has framed the following rules under Articles of Association of the Company for members who want to waive/forgo the right to receive in respect of financial year in respect of financial year 2018-2019 or for any year thereafter:

- a. A Shareholder can waive/forgo the right to receive the dividend (either final and/or interim) to which he is entitled, on some or all the Equity Shares held by him in the Company as on the Record Date fixed for determining the names of Shareholders entitled for such dividend. However, the Shareholder cannot waive/ forgo the right to receive the dividend (either final and/or interim) for a part of percentage of dividend on a share(s).
- b. The Equity Shareholder(s) who wish to waive/forgo the right to receive the dividend for any year shall inform the Company only in the form prescribed by the Board of Directors of the Company.
- c. In case of joint holders holding the Equity Shares of the Company, all the joint holders are required to intimate to the Company in the prescribed form their decision of waiving/forgoing their right to receive the dividend from the Company.
- d. The Shareholder, who wishes to waive/forgo the right to receive the dividend for any year shall send his irrevocable instruction waiving/ forgoing dividend so as to reach the Company before the Record Date fixed for the payment of such dividend. Under no circumstances, any instruction received for waiver/ forgoing of the right to receive the dividend for any year after the Record Date fixed for the payment of such dividend for that year shall be given effect to.
- e. The instruction once given by a Shareholder intimating his waiver/forgoing of the right to receive the dividend for any year for interim, final or both shall be irrevocable and cannot be withdrawn for that particular year for such waived/forgone right to receive the dividend. But in case, the relevant Shares are sold by the same Shareholder before the Record Date fixed for the payment of such dividend, the instruction once exercised by such earlier Shareholder intimating his waiver/forgoing the right to receive dividend will be invalid for the next succeeding Shareholder(s) unless such next succeeding Shareholder(s) intimates separately in the prescribed form, about his waiving/ forgoing of the right to receive the dividend for the particular year.
- f. The Equity Shareholders who wish to waive/forgo their right to receive the dividend for any year can inform the Company in the prescribed form only after the beginning of the relevant financial year for which the right to receive the dividend is being waived/forgone by him.
- g. The instruction by the Shareholders to the Company for waiving/ forgoing the right to receive dividend for any year is purely voluntary on the part of the Shareholder(s). There is no interference with a Shareholder's right to receive the dividend, if he does not wish to waive/forgo his right to receive the dividend. No action is required on the part of Shareholder who wishes to receive dividends as usual. Such Shareholder will automatically receive dividend as and when declared.

- h. The decision of the Board of Directors of the Company or such person(s) as may be authorized by Board of Directors of the Company shall be final and binding on the concerned Shareholders on issues arising out of the interpretation and/or implementation of these Rules.
  - i. These Rules can be amended by the Board of Directors of the Company from time to time as may be required.
27. Members are requested to address all correspondence, including on dividends, to the Company's RTA i.e. Link Intime India Private Limited, C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, Tel: (022) 49186000 or E-mail: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)
  28. Shareholders wishing to claim dividends that remain unclaimed are requested to correspond with the RTA as mentioned above or with the Company Secretary, at the Company's registered office or E-mail: [cs@shrenik.co.in](mailto:cs@shrenik.co.in).
  29. Members are requested to note that Dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013, be transferred to the Investor Education and Protection Fund (IEPF). The Shares on which Dividend remains unclaimed by the Members for seven consecutive years or more will be transferred to the IEPF Authority as per Section 124 of the Companies Act, 2013 and the applicable Rules.

**GENERAL INSTRUCTION AND INFORMATION FOR MEMBERS:**

30. The Company has appointed Mr. Premal M. Shah, Proprietor of M/s Premal Shah and Company, Practicing Company Secretaries, Ahmedabad as the Scrutinizer to scrutinize the remote e-voting & e-voting process in a fair and transparent manner.
31. The Scrutinizer shall, immediately after the conclusion of voting at the 8<sup>th</sup> AGM, count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses who are not in the employment of the Company and make, not later than 48 hours of conclusion of the Meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or to a person authorized by the Chairman in writing who shall countersign the same.
32. The Chairman or the person authorized by him in writing shall forthwith on receipt of the Consolidated Scrutinizer's Report, declare the Results of the voting. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website i.e. [www.shrenik.co.in](http://www.shrenik.co.in) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) immediately after the Results is declared and communicated to the Stock Exchange i.e. National Stock Exchange of India Limited where the equity shares of the Company are listed.
33. Since the 8<sup>th</sup> AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.



**EXPLANATORY STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013**

The statements pursuant to Section 102 of the Companies Act, 2013 setting out all the material facts relating to the special Business mentioned in accompanying Notice are as follows:

**SPECIAL BUSINESS:****Item No. 4:**

Chi. Goswami Vishal Nathdwara (DIN: 08644273), was appointed as an Additional Non-Executive Non-Independent Director with effect from June 30, 2020, by the Board of Directors on the recommendation of Nomination and Remuneration Committee. Pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company, he holds office up to the date of this Annual General Meeting of the Company and is eligible for appointment as a Director. The Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director. He has also furnished a further declaration that he is not debarred or disqualified from being appointed or continuing as Director of Companies by the SEBI /MCA or any such Statutory Authority.

Chi. Goswami Vishal Nathdwara, also known as “GNV”, is the 18<sup>th</sup> descendent of Jagatguru Shri Vallabhacharyaji, who established one of the four principle sects of Hinduism - Pushti Bhakti Marg (The Path of Grace). His family has been serving Lord Shrinathji since the last 550 years and he continues the blessedness of this tradition. Brief resume of Chi. Goswami Vishal Nathdwara is provided in the annexure to the Notice.

The Board of Directors is of the opinion that he will be of great value to the Company and hence recommends the resolution as set out in Item No. 4 of the accompanying notice for the approval of the Shareholders of the Company as an Ordinary Resolution.

Except Chi. Goswami Vishal Nathdwara and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives are in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

**Item No. 5:**

The Board of Directors, on recommendation of the Nomination and Remuneration Committee, had appointed Mr. Shalin Kusumgar (DIN: 07634143) as an Additional Non-Executive Independent Director of the Company, for a term of Five (5) consecutive years commencing from June 30, 2020 to June 29, 2025, subject to approval of the Shareholders of the Company. Pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company, he holds office up to the date of this Annual General Meeting of the Company and is eligible for appointment as an Independent Director. During his tenure of appointment, he shall not be liable to retire by rotation. The Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director.

Mr. Shalin Kusumgar is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as Director. The Company has received declaration from Mr. Shalin Kusumgar, confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and as per Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also furnished a further declaration that he is not debarred or disqualified from being appointed or continuing as Director of Companies by the SEBI /MCA or any such Statutory Authority. The Board has formed an opinion that he fulfills the conditions specified in the Act and the rules made thereunder and is independent of the management.

Brief resume of Mr. Shalin Kusumgar is provided in the annexure to the Notice. A copy of the draft letter of appointment of Mr. Shalin Kusumgar setting out his terms and conditions is available for inspection at the Registered Office of the Company during normal business hours on working days upto the date of Annual General Meeting.

The Board of Directors recommends the resolution as set out in Item No. 5 of the accompanying notice for the approval of the Shareholders of the Company as an Ordinary Resolution.

Except Mr. Shalin Kusumgar and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives are in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

**Item No. 6, 7, 8 & 9:**

The members may be aware that increased activities and operations of the Company during the last few years have generated considerable interest in the Company's equity shares. In order to improve the liquidity of the Company's shares in the stock market vis a vis increased number of equity shares and to make equity shares more affordable for the small investors to invest in the Company's shares, the Board of Directors of the Company at their meeting held on August 24, 2020 recommended the following for the member's approval:

1. Sub-Division (Stock Split) of the 1 (One) equity share of the Company having face value of ₹ 2/- (Rupees Two only) each be sub-divided into 2 (Two) equity shares of face value of ₹ 1/- (Rupee One) each.
2. Issue of Bonus equity shares of ₹ 1/- (Rupee One only) each, credited as fully paid to eligible Members of the Company in the proportion of 2:1 i.e. 2 (Two) new fully paid-up equity shares of ₹ 1/- (Rupee One only) each for every 1 (One) existing fully paid-up equity share of ₹ 1/- (Rupee One only) each held by the members by capitalizing a such sum standing to the credit of the Securities Premium account and/or Retained Earnings, or such other account as may be considered necessary.
3. Increase the Authorized Share Capital of the Company from ₹ 25,00,00,000/- (Rupees Twenty Five Crores only) to ₹ 65,00,00,000/- (Rupees Sixty Five Crores only) in view of the proposed issuance of bonus shares.

Accordingly, the Clause V of the Memorandum of Association is proposed to be amended as consequent to the proposed Sub-Division (Stock Split) of shares as set out in Item No. 6 and increase in Authorized Share Capital as set out in Item No. 7

Members are therefore requested to accord their approval for (i) Sub-Division (Stock Split) of shares of the Company (ii.) Increase in Authorized Share Capital of the Company (iii.) Consequential Alteration to Clause V of the Memorandum of Association of the Company (iv.) Issue of Bonus equity shares.

Details of the Authorized, Issued, and paid-up share Capital of the Company before and after (i.) Sub-Division (Stock Split) (ii.) Increase in Authorized Share Capital (iii.) Issue of Bonus equity shares are as follows:

Particulars	Present	After Sub - Division (Stock Split)	After increase in Authorised Capital	After Bonus Shares in the ratio of 2:1	After Sub - Division (Stock Split), increase in Authorised Capital and Bonus Shares
	No. of equity shares of face value of ₹ 2/- each	No. of equity shares of face value of ₹ 1/- each	No. of equity shares of face value of ₹ 1/- each	No. of equity shares of face value of ₹ 1/- each	No. of equity shares of face value of ₹ 1/- each
Authorised	12,50,00,000	25,00,00,000	65,00,00,000	65,00,00,000	65,00,00,000
Issued, Paid-up and Subscribed	10,20,00,000	20,40,00,000	20,40,00,000	61,20,00,000	61,20,00,000


The draft revised Memorandum of Association and the Articles of Association are available for inspection by the Shareholders at the Registered Office of the Company.

The Board of Directors recommends the resolution as set out in Item No. 6, 7, 8 and 9 of the accompanying notice for the approval of the Shareholders of the Company as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

**ANNEXURE TO THE NOTICE**

Details of Directors seeking Appointment/Re-appointment at the 8<sup>th</sup> Annual General Meeting (Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India on General Meetings.

Name of the Director	 Chi. Goswami Vishal Nathdwara	Shrenik Vimawala	Shalin Kusumgar
Date of Birth	05/01/1981	08/01/1965	14/06/1990
Age in years	39 years	55 years	30 years
Date of Appointment	June 30, 2020	December 20, 2012	June 30, 2020
Qualifications	B. Com.	B. Com.	M.B.A.
Brief Resume	Please refer Company's website: <a href="http://www.shrenik.co.in">www.shrenik.co.in</a> for detailed profile.		
Terms and Conditions of appointment or re-appointment along with remuneration sought to be paid.	As per the resolution at Item No. 4 of the Notice convening this Meeting read with explanatory statement thereto, Chi. Goswami Vishal Nathdwara is proposed to be appointed as Non- Executive Non-Independent Director.	In terms of Section 152(6) of the Companies Act, 2013, Mr. Shrenik Vimawala who was re-appointed as a Managing Director at the Annual General Meeting held on May 10, 2017, is liable to retire by rotation.	As per the resolution at Item No. 5 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Shalin Kusumgar is proposed to be appointed as Independent Director for a term of Five (5) years commencing from June 30, 2020 to June 29, 2025.
Remuneration last drawn by such person, if any	Not Applicable	₹ 60,00,000/-	Not Applicable
Shareholding in the Company as on March 31, 2020	1051 Equity Shares	6,49,96,500 Equity Shares	1,85,007 Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	Father of Mr. Rishit Vimawala, Whole Time Director and Mr. Kaivan Vimawala, Whole Time Director	None
Number of Meetings of the Board attended during the year.	Not Applicable	5 Meetings	Not Applicable
Directorship in other Companies	-	-	-
Chairman/Member of the Committees of Board of other Companies	-	-	-