

**SABRIMALA INDUSTRIES INDIA LIMITED**  
**CIN:L74110DLC1984PLC018467**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING OF SABRIMALA INDUSTRIES INDIA LIMITED WILL BE HELD ON MONDAY 16<sup>TH</sup> DAY OF DECEMBER , 2024 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (“VC”)/OTHER AUDIO-VISUAL MEANS (“OVAM”) TO TRANSACT THE FOLLOWING BUSINESS:**

**SPECIAL BUSINESS**

- 1. TO CONSIDER AND RATIFY THE APPOINTMENT OF MR.VARUN MANGLA ADDITIONAL DIRECTOR AS DIRECTOR OF THE COMPANY .**

**The Following resolution is proposed to be passed as Ordinary Resolution, with or without modification(s):-**

“RESOLVED THAT Mr. Varun Mangla, DIN(08868103), as per Section 161 of Companies Act 2013, appointed as Additional Director in the Board Meeting dated 12/11/2024, be and is hereby appointed as Director of the Company, liable to retire by rotation.

“RESOLVED FURTHER THAT any of the Directors and/or Company Secretary be are hereby authorised individually to take necessary steps/actions to implement this resolution”.

- 2. TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. VARUN MANGALA AS MANAGING DIRECTOR OF THE COMPANY**

**The Following resolution is proposed to be passed as Ordinary Resolution, with or without modification(s):-**

“RESOLVED THAT Mr. Varun Mangla, as per Section 196(4) of Companies Act 2013 be and is hereby appointed as Managing Director of the Company as per the terms of the agreement and Schedule V of the Act for a term of five years from the date of his appointment as Managing Director.

“RESOLVED FURTHER THAT any of the Directors and/or Company Secretary be are hereby authorised individually to take necessary steps/actions to implement this resolution”.

3. **TO CONSIDER AND RATIFY THE APPOINTMENT OF M/S SURESH & ASSOCIATES, AS STATUTORY AUDITORS OF THE COMPANY FOR THE FINANCIAL YEARS FROM 2024-2025 TO FINANCIAL YEAR 2028-29**

“RESOLVED THAT M/s Suresh & Associates (FRN: 003316N), be and are hereby appointed as Statutory Auditors of the Company under section 139 of the Companies Act, 2013 for a term of 5 years from the conclusion of 40<sup>th</sup> Annual General Meeting for the financial years from 2023-24 till the conclusion of Annual General Meeting for the financial year 2028-29 on the remuneration as may be agreed between the Board of the Directors of the Company and the Auditors”

“RESOLVED FURTHER THAT any of the Directors and/or Company Secretary be are hereby authorised individually to take necessary steps/actions to implement this resolution”.

#### **SPECIAL BUSINESS;**

4. **TO CONSIDER AND RATIFY THE APPOINTMENT OF MR. DINESH MEHRA, AN ADDITIONAL DIRECTOR, (NON-EXECUTIVE AND INDEPENDENT DIRECTOR) AS A DIRECTOR, (NON-EXECUTIVE AND INDEPENDENT DIRECTOR), OF THE COMPANY**

**The Following resolution is proposed to be passed as Special Resolution, with or without modification(s):-**

“RESOLVED THAT Mr. Dinesh Mehra, as per Section 149(4) of Companies Act 2013, be and is hereby appointed as Director (Non-Executive and Independent Director) of the Company and Schedule IV of the Act for a term of five years from the date of his appointment.

“RESOLVED FURTHER THAT any of the Directors and/or Company Secretary be are hereby authorised individually to take necessary steps/actions to implement this resolution”.

**6. ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIR.**

**By order of the Board of Directors  
Sabrimala Industries India Limited**

**Shibu Singh  
Company Secretary and Compliance officer  
Membership No.A71484**

**Date : 18.11.2024**

**Place: Delhi**

## NOTES:

1. As per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 10/2022 Dated 28th December, 2022. The forthcoming EGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (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 EGM will be provided by CDSL.
3. The Members can join the EGM 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.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since, the EGM is being conducted through VC/OAVM, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.sabrimala.co.in](http://www.sabrimala.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. In continuation of this Ministry's General Circular No. 20/2020, dated 05<sup>th</sup> May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their EGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no.02/2021 dated January 13, 2021.
8. **The Register of Directors and Key Managerial Personnel and their shareholding and other documents referred to in the Notice and Explanatory statements will be available electronically for inspection via a secured platform without any fee by the members during the EGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to date of EGM. Members seeking to inspect such documents can send email to [cs@sabrimala.co.in](mailto:cs@sabrimala.co.in)**

9. **The Securities and Exchange Board of India (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 their PAN to their DPs with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.**

10. The notice of EGM is being sent to those members/beneficial owners whose name will appear in the register of members/list of beneficiaries received from the depositories as on 18th November, 2024.

In accordance with the above Circulars, the Notice along with the required annexures for the EGM is being sent only through e-mail, to those Members whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent ("RTA"), i.e. M/s. Skyline Financial Services Private Limited or the Depository Participant(s), unless any member has requested for a physical copy of the same. The Notice shall be available on the website of the Company viz., [www.sabrimala.co.in](http://www.sabrimala.co.in) and on the website of the Stock exchange where equity shares of the Company are listed viz., [www.bseindia.com](http://www.bseindia.com)

Members holding shares in physical mode, who have not yet registered/updated their email address are requested to kindly register the same by sending relevant documents in Form ISR-1 to the RTA of the Company i.e M/s. Skyline Financial Services Private Limited having registered office at D-153 A| Ist Floor | Okhla Industrial Area, Phase - I New Delhi-110 020. Members holding shares in demat mode should update their email addresses directly with their respective Depository Participants.

**11. The Register of Members and Share Transfer books of the Company shall remain closed during the Book Closure period i.e., Tuesday, 10th day of December, 2024 till Sunday, 15th day of December, 2024, both days inclusive.**

*12. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form*

13. The Board of Directors of the Company appointed **Mr. Loveneet Handa, Company Secretary in Practice (COP No. - 10753)** partner of M/s RSH & Associates, as the Scrutinizer for monitoring, conducting, and scrutinizing the e-voting during the EGM and to conduct remote e-voting process in a fair and transparent manner.

14. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first download the votes cast at the EGM and thereafter unblock the votes cast through remote e-voting and shall two (2) working days of conclusion of its AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.

15. The Results shall be declared on or after the Extraordinary General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.sabrimala.co.in](http://www.sabrimala.co.in) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com), within 2 working days of passing of the resolutions at the Extraordinary General Meeting and will be

communicated to Stock Exchanges wherein shares of the company are listed.

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

17. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.1.

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

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Wednesday, December 11, 2024 (9.00 A.M.) and ends on Sunday, December 15, 2024 (5.00 P.M.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Tuesday, 10<sup>th</sup> December, 2024, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="http://web.cdslindia.com/myeasi/home/login/">http://web.cdslindia.com/myeasi/home/login/</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://evoting.cdslindia.com/myeasi/Registration/EasiRegistration">https://evoting.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="http://evoting.cdslindia.com/Evoting/EvotingLogin">http://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for</li> </ol>

	<p>IDEAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
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Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**



(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details <b>OR</b> 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. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li></ul>

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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 mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@sabrimala.co.in](mailto:cs@sabrimala.co.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / I-Pads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only, be allowed to express their views/ask questions during the meeting. Please note that a maximum of 10 questions may be addressed at the meeting
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

**3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

## **Explanatory Statement**

### **Pursuant to Section 102(1) of the Companies Act, 2013**

#### **ITEM NO.1**

Mr. Varun Mangla , Independent Director resigned from the post on 28/10/2024 which was accepted by the Board of Directors on 12.11.2024.

He has submitted his consent in DIR-2 dated 28/10/2024 for his appointment as Director and Managing Director of the company. The Board of Director in its meeting on 12/11/2024 has approved his appointment as Additional Director which needs to be ratified by the shareholders. Therefore, his appointment is recommended to be approved by the Shareholders.

Mr. Varun Mangla is a Commerce Graduate with vast experience of Business Management and Administration of companies including manufacturing companies . Presently, he is Director in 7 companies.

#### **ITEM NO.2**

Mr. Suresh Kumar Mittal, Managing Director, submitted his resignation on 26/10/20214 due to his personal reasons. His resignation has been accepted by the Board in its meeting on 12/11/2024. The Board of Directors has recommended the appointment of Mr. Varun Mangla as Managing Director for a term of five years from the date of his appointment. The Shareholders need to approve his appointment as Managing Director. His consent for appointment as Managing Director has been received. Therefore, his appointment is recommended to be approved by the Shareholders.

The Board of Directors in its meeting dated 12/11/2024 recommended the appointment of Mr. Varun Mangla as Managing Director. Mr. Mangla is Commerce Graduate with vast experience in management and administration of companies including manufacturing companies. He is Director in 6 companies.

#### **ITEM NO.3**

Mr. Varun Mangla, Independent Director, resigned on 28/10/2024. His resignation has been accepted by Board of Directors in its meeting dated 12/11/2024. In accordance with the SEBI (LODR) Regulation 2015, The Company is required to appoint minimum 2 Independent Directors.

The Board of Directors in its meeting on 12/11/2024 appointed Mr. Dinesh Mehra as Additional Director, Non-Executive and an Independent Director. His appointment is to be ratified by the Shareholders. therefore this matter is placed before the Shareholders for their consideration and approved. Mr. Mehra is MBA with vast experience of business management and administration.

#### **ITEM NO.4**

The Statutory Auditor of the Company, M/s Saini Pati Shah & Co. LLP, did not accord their consent to be reappointed as Auditors of the company after the completion of their term of five years on the conclusion of 40<sup>th</sup> Annual General Meeting for the financial year ending 31<sup>st</sup> March,2024.

The Board of Directors in compliance this section 139 (8) appointed Mr. Suresh & Associates as Statutory Auditor of the company subject to approval of Shareholders for ratification of the appointment of the M/s Suresh & Associates as Statutory Auditor for the term of five year from the conclusion of Annual General Meeting for the Financial year 2024-25 till the conclusion of Annual General Meeting for the financial year 2028-2029.

For on behalf of Sabrimala Industries India Limited

Shibu Singh  
Company Secretary and Compliance Officer  
Membership No.A71484  
Place : Delhi  
Date:18.11.2024