



SHARIKA ENTERPRISES LIMITED

Regd. Off: S 550-551, School Block Part-2,

Welcome Plaza, Shakarpur, Delhi-110092

CIN- L51311DL1998PLC093690

Tel: 0120 411 62100

e-mail:info@sharikaindia.com, Website: www.sharikaindia.com

NOTICE

Notice is hereby given that the 25th (Twenty Fifth) Annual General Meeting of the members of Sharika Enterprises Limited will be held on Thursday, September 28, 2023 at 03:00 p.m. through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS

2. To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT Mr. Sanjay Verma (DIN:08139841), a director liable to retire by rotation, offer himself for re-appointment, be re-appointed as an Executive Director of the Company”

3. To appoint Mrs. Tanu Sharma (DIN:10163333) as an Independent Director and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Tanu Sharma (DIN:10163333), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting 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 her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period up to May 24, 2028 and shall not be liable to retire by rotation hereinafter in accordance with the provision of Companies Act, 2013.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all other acts, deeds and things as may be necessary in this regard.”

4. To appoint Mr. Hitesh Kumar (DIN:10197659) as an Independent Director and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Hitesh Kumar (DIN:10197659), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting 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, be and is hereby appointed as an Independent Director of the Company for a period up to July 03, 2028 and shall not be liable to retire by rotation hereinafter in accordance with the provision of Companies Act, 2013.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all other acts, deeds and things as may be necessary



in this regard.”

5. To re-appoint Mr. Rajinder Kaul (DIN:01609805) as a Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and all other applicable provisions, if any, of the said act, and the Companies (Appointment and Remuneration of Managerial Personnel), Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company, the Company hereby accords its approval for the reappointment of Mr. Rajinder Kaul (DIN:01609805) as Managing Director of the Company, for a period of five years commencing from August 01, 2023.

RESOLVED FURTHER THAT the Company hereby approves the salary, perquisites, allowances and commission as per the existing terms and conditions as set out in the Statement annexed to the Notice convening this Meeting with liberty to the Board of Directors (the term Board shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said reappointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Rajinder Kaul within the overall limit specified under Section I of Part II of Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment or substitution thereof from time to time.

RESOLVED FURTHER THAT in the event of absence or inadequacy of net profit in any financial year, the company do pay to Mr. Rajinder Kaul remuneration by way of salary, perquisites and allowances not exceeding the ceiling limit specified under section II of Part II of Schedule V of the Companies Act, 2013 or any statutory modification(s) or reenactment thereof;

RESOLVED FURTHER THAT the Board of Directors (the term Board shall be deemed to include the Nomination and Remuneration Committee of the Board) be and hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. To approve payment of managerial remuneration in case of no profit or inadequate profit and in

this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

“**RESOLVED FURTHER THAT** in supersession of the resolutions passed earlier by the Shareholders in this regard and pursuant to the provisions section 197 and 198 read with Schedule V of the Companies Act, 2013 and all other applicable provisions, if any, of the said act, and the Companies (Appointment and Remuneration of Managerial Personnel), Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals as may be necessary, the Company hereby accords its approval for payment of minimum remuneration to managerial personnel in case of no profit or inadequate profit in any financial year, during the 3 financial years commencing from August 01, 2023 up to an amount as the Board of Directors (including its Committee thereof) may approve from time to time within the overall limits specified under Section II of Part II of Schedule V of the Companies Act, 2013 or any statutory modification(s) thereof.

7. To approve the shifting of registered office of the Company and, if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 12, 13 and all other applicable provisions and Rules of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of the Central Government and such other approvals, permissions and sanctions as may be required, the consent of the shareholders be and is hereby accorded for shifting the registered office of the Company from State of Delhi to State of Uttar Pradesh under the jurisdiction of Registrar of Companies, Kanpur.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 (4) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 30 of Companies (Incorporation) Rules, 2014 and subject to the confirmation of the Regional Director, Delhi, the Clause II of the Memorandum of Association of the company be and is hereby altered for change in the situation



of the registered office of the company from the "State of Delhi" to the "State of Uttar Pradesh" and that, the Clause II of the Memorandum of Association of the Company be read as follows:

II The Registered Office of the Company will be situated in the State of Uttar Pradesh

RESOLVED FURTHER THAT the Chairman & Managing Director, Non-Executive Directors, Chief Executive officer, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to make necessary application to the Central Government, Regional Director, Registrar of Companies and other regulatory authorities in this matter, to appear before them, to make any modifications, changes, variations, alterations or revisions stipulated by the concerned authorities while according approval or consent, and to do all such acts, deeds, matters and things as may be necessary / incidental / ancillary to give effect to this resolution including execution / signing / filing of necessary forms / documents / affidavits / indemnity / undertakings / declarations as may be required, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to engage counsels / consultants / executives / advisors to represent the Company and appear on its behalf before the Central Government, Regional Director, Registrar of Companies, and other regulatory authorities in this matter and obtain the necessary directions and/or Order(s) upon confirmation by the concerned Regulatory Authority and do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution including but not limited to signing, certification and filing of the e-Forms with the Registrar of Companies."

Date: August 10, 2023
Place: Noida

By order of the Board of Directors
Sharika Enterprises Limited

Corporate Office:

C-504, ATS Bouquet, Sector-132
Noida, U.P. 201305
CIN: - L51311DL1998PLC093690
e-mail: -info@sharikaindia.com

Aditya Sharma
Company Secretary
Membership No. A60502

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2022, December 14, 2021,

December 8, 2021, January 13, 2021 May 5, 2020, April 13, 2020 and April 08, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

2. Pursuant to the provisions of the Act, 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 Proxy Form and Attendance Slip are not annexed to this Notice
3. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent via registered email of the shareholder to email of the Company—info@sharikaindia.com
4. The Members can join the AGM in the VC/OAVM mode 30 minutes before 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 available on first come first served basis.
5. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2022-23 is being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.sharikaindia.com, websites of the Stock Exchanges i.e, BSE Limited and on the websites of CDSL <https://www.evotingindia.com>.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
8. Members who have not registered their email address with the Company or Depositories, may complete the email registration process as under:

- i) The members of the Company holding equity shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses



- registered with Skyline Financial Services Private Limited by clicking the link:admin@skylinerta.com and follow the registration process as guided therein. The members are requested to provide details such as DPID, Client ID/Folio NO/ PAN, mobile number and e-mail id. In case of any query, a member may send an e-mail to Skyline at info@sharikaindia.com.
- ii) It is clarified that for permanent registration of email address, shareholders are requested to register their email addresses, in respect of electronic holdings with their concerned Depository Participants by following the procedure prescribed by the Depository Participant.
9. Members 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 DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.
 10. Effective from January 1 2022, any service requests or complaints received from the member, will not be processed by RTA till the required details/ documents (i.e., Postal Address with Pin Code, email address, mobile number, bank account details etc.) are provided to RTA. On or after April 1 2023, in case any of the above cited documents/ details are not available in the Folio(s), RTA shall be constrained to freeze such Folio(s).
 11. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4.
 12. It is clarified that for permanent registration of email address, shareholders are requested to register their email addresses, in respect of electronic holdings with their concerned Depository Participants by following the procedure prescribed by the Depository Participant.
 13. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Businesses to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.
 14. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 25, 2023 through email on info@sharikaindia.com. The same will be replied by the Company suitably.
 15. **Other Instructions:**
 - The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
 - The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.sharikaindia.com and on the website of CDSL <https://www.evotingindia.com> immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.
 - The recorded transcript of the forthcoming AGM on September 28, 2023, shall also be made available on the website of the Company at www.sharikaindia.com, as soon as possible after the Meeting is over.
 16. **Voting through electronic means:**
 1. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company has provided a facility to its members to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited ("CDSL") on all the resolutions set forth in this Notice. Members who have cast their votes by remote e-voting prior to the AGM may also participate in the AGM through VC but shall not be entitled to cast their vote on such resolutions again. The manner and process of e-voting remotely by members is provided in the instructions for e-voting which forms part of this Notice.
 2. The remote e-voting period will commence on Monday, September 25, 2023 (IST 09:00 a.m.) and will end on Wednesday, September 27, 2023 (IST 05:00 p.m.). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, September 22, 2023 may cast their vote by [remotevoting](#). The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares in the



paid-up equity share capital of the Company as on the cut-off date i.e., Friday, September 22, 2023.

3. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast 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 during the AGM.
4. Any person who becomes a member of the Company after sending the Notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at helpdesk. evoting@cdslindia.com. However, if a member is already registered with CDSL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
5. Detail e-voting instructions and instructions for attending the AGM through VC are given separately.
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.
18. The Register of Members and share Transfer Books of the Company will be closed from Friday, September 22, 2023 to Thursday, September 28, 2023 (Both days inclusive).
19. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
20. Pursuant to the requirements of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the information about the Directors proposed to be appointed/ re-appointed is given in the Annexure to the Corporate Governance Report.
21. The Securities 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 the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Transfer Agent.

Important Communication to Members

Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to Special Business mentioned in the accompanying Notice:

ITEM-2

The Board of Directors in its meeting held on August 10, 2023 subject to the approval of the shareholders and on the recommendation of the Nomination & Remuneration Committee re-appointed Mr. Sanjay Verma as Non-Independent Executive Director liable to retire by rotation on the following terms and conditions:

a) Basic salary: Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum.

b) Benefits, Perquisites & Allowances:

Details of Benefits, Perquisites and Allowances are as follows:

- (i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month.
- (ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium).
- (iii) Car facility as per Rules of the Company.
- (iv) Telecommunication facility as per Rules of the Company.
- (v) Housing loan facility as per Rules of the Company.
- (vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum.

This includes:

- a. Medical allowance,
- b. Leave Travel Concession/Allowance,
- e. Other Allowances,
- d. Personal Accident Insurance Premium,
- e. Annual club membership fees.
- (vii) Leave and encashment of unavailed leave as per the Rules of the Company.

c) Other Terms:

A. Minimum Remuneration: In the event of absence or inadequacy of net profits in any financial year, the Company do pay to Mr. Sanjay Verma, Executive Director remuneration by way of salary, perquisites and allowance as per the provision of section II of part II of Schedule V to the Companies



Act, 2013 or any statutory modification thereof.

- B. Reimbursement of expenses in connection with Company's business:** Mr. Sanjay Verma, Executive Director shall also be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business and such other benefits/amenities and other privileges, as from time to time, be available to other senior executives of the Company.

The Board of Directors may in its absolute discretion and from time to time, will fix the salary payable to the Executive Director and may vary the perquisites payable to the Executive Director.

The above remuneration is within the ceiling laid down in section 196 and 197 read with Schedule V to the Companies Act, 2013 as modified by the circulars issued by the Company Law Board/ Ministry of Corporate Affairs from time to time.

Mr. Sanjay Verma satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under sub-section (3) of section 196 of the Act for being eligible for their re-appointment. They are not disqualified from being appointed as Directors in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Sanjay Verma, under section 190 of the Act.

Brief resume of Mr. Sanjay Verma, nature of his expertise in specific functional areas, names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships amongst directors inter-se as stipulated under Listing Regulations and Secretarial Standard-2 (Secretarial Standard on General Meeting) are provided in the Annexure forming part of this Notice.

The terms and conditions of re-appointment of Mr. Sanjay Verma, shall be open for inspection by the members at the Registered Office of the Company during the normal business hours on any working day.

Mr. Sanjay Verma, is interested in the resolutions set out respectively at Item No. 2 of the Notice, which pertains to reappointment of Mr. Sanjay Verma and remuneration payable to him.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the Notice.

The Board commends the Ordinary Resolution set out at Item No.2 of the Notice for approval by the shareholders.

ITEM-3

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Mrs. Tanu Sharma as an Additional Director of the Company with effect from May 25, 2023.

In terms of the provisions of Section 161(1) of the Act, Mrs. Tanu Sharma would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mrs. Tanu Sharma for the office of Director of the Company.

Mrs. Tanu Sharma is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director.

Section 149 of the Act inter alia stipulates the criteria of independence to be adopted to appoint an Independent Director on its Board. As per the said Section 149, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of a company and shall not be included in the total number of directors for retirement by rotation.

The Company has received a declaration from Mrs. Tanu Sharma that she meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mrs. Tanu Sharma fulfils the conditions for her appointment as an Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mrs. Tanu Sharma is Independent of Management.

The resolution seeks the approval of members for the appointment of Mrs. Tanu Sharma as an Independent Director of the Company for a period up to May 25, 2028 pursuant to section 149 and other applicable provision of the Companies Act, 2013 and the Rules made thereunder. She will not be liable to retire by rotation.

Brief resume of Mrs. Tanu Sharma, nature of her expertise in specific areas and names of companies in which she holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the Annexure forming part of this notice.

Keeping in view her vast expertise and knowledge, it will be in the interest of the Company that Mrs. Tanu Sharma be appointed as an Independent Director. Copy of the draft letter for appointment of Mrs. Tanu Sharma as an Independent Director setting out the terms and conditions and other relevant documents are available for inspection by members at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and Public holidays up to the date of the Annual General Meeting and is also available on the website of the Company at www.sharikaindia.com.



This Statement may also be regarded as a disclosure with the Stock Exchanges. Save and except Mrs. Tanu Sharma, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.3 of the Notice.

The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the shareholders.

ITEM-4

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Mr. Hitesh Kumar as an Additional Director of the Company with effect from July 04, 2023.

In terms of the provisions of Section 161(1) of the Act, Mr. Hitesh Kumar would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Hitesh Kumar for the office of Director of the Company.

Mr. Hitesh Kumar is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Section 149 of the Act inter alia stipulates the criteria of independence to be adopted to appoint an Independent Director on its Board. As per the said Section 149, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of a company and shall not be included in the total number of directors for retirement by rotation.

The Company has received a declaration from Mr. Hitesh Kumar that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Hitesh Kumar fulfils the conditions for his appointment as an Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Hitesh Kumar is Independent of Management.

The resolution seeks the approval of members for the appointment of Mr. Hitesh Kumar as an Independent Director of the Company for a period up to July 03, 2028 pursuant to section 149 and other applicable provision of the Companies Act, 2013 and the Rules made thereunder. He will not be liable to retire by rotation.

Brief resume of Mr. Hitesh Kumar, nature of his expertise in specific areas and names of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the Annexure forming part of this notice.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Mr. Hitesh Kumar be appointed as an Independent Director. Copy of the draft letter for appointment of Mr. Hitesh Kumar as an Independent Director setting out the terms and conditions and other relevant documents are available for inspection by members at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and Public holidays up to the date of the Annual General Meeting and is also available on the website of the Company at www.sharikaindia.com.

This Statement may also be regarded as a disclosure with the Stock Exchanges. Save and except Mr. Hitesh Kumar, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.4 of the Notice.

The Board commends the Special Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

ITEM -5

The Board of Directors in its meeting held on August 10, 2023 subject to the approval of the shareholders and on the recommendation of the Nomination & Remuneration Committee re-appointed Mr. Rajinder Kaul for further period of five (5) years, effective from August 01, 2023 on the following terms and condition:

a) Basic salary: Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum.

b) Benefits, Perquisites & Allowances:

Details of Benefits, Perquisites and Allowances are as follows:

- (i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month.
- (ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium).
- (iii) Car facility as per Rules of the Company.
- (iv) Telecommunication facility as per Rules of the Company.
- (v) Housing loan facility as per Rules of the Company.
- (vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum.



This includes:

- a. Medical allowance,
 - b. Leave Travel Concession/Allowance,
 - e. Other Allowances,
 - d. Personal Accident Insurance Premium,
 - e. Annual club membership fees.
- (vii) Leave and encashment of unavailed leave as per the Rules of the Company.

c) Other Terms:

A. Minimum Remuneration: In the event of absence or inadequacy of net profits in any financial year, the Company do pay to Mr. Rajinder Kaul, Managing Director remuneration by way to salary, perquisites and allowance as per the provision of section II of part II of Schedule V to the Companies Act, 2013 or any statutory modification thereof.

B. Reimbursement of expenses in connection with Company's business: Mr. Rajinder Kaul, Managing Director shall also be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business and such other benefits/amenities and other privileges, as from time to time, be available to other senior executives of the Company.

The Board of Directors may in its absolute discretion and from time to time, will fix the salary payable to the Managing Director and may vary the perquisites payable to the Managing Director.

The above remuneration is within the ceiling laid down in section 196 and 197 read with Schedule V to the Companies Act, 2013 as modified by the circulars issued by the Company Law Board/ Ministry of Corporate Affairs from time to time.

Mr. Rajinder Kaul satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under sub-section (3) of section 196 of the Act for being eligible for their re-appointment. They are not disqualified from being appointed as Directors in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Rajinder Kaul under section 190 of the Act.

Brief resume of Mr. Rajinder Kaul, nature of his expertise in specific functional areas, names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships amongst directors inter-se as stipulated under Listing Regulations and Secretarial Standard-2 (Secretarial Standard on General Meeting) are provided in the Annexure forming part of this Notice.

The terms and conditions of re-appointment of Mr. Rajinder Kaul shall be open for inspection by the members at the Registered Office of the Company during the normal business hours on any working day.

Mr. Rajinder Kaul is interested in the resolutions set out respectively at Item No. 5 of the Notice, which pertains to reappointment of Mr. Rajinder Kaul and remuneration payable to him.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board commends the Ordinary Resolution set out at Item No.5 of the Notice for approval by the shareholders.

ITEM -6

As per the provisions of Schedule V of Companies Act, 2013 remuneration payable by the Companies having no profit or inadequate profits will be governed by Section II Part II of Schedule V of Companies Act, 2013. The Company may pay above these limits with the approval of shareholders via Special Resolution.

The terms and conditions of re-appointment of Mr. Rajinder Kaul and Mr. Sanjay Verma shall be open for inspection by the members at the Registered Office of the Company during the normal business hours on any working day.

The Board hereby accords the approval of the members to pay remuneration to Managing Personnel as per the above limits provided under Section 196 and 197 read with Schedule V of the Companies Act, 2013.

Mr. Rajinder Kaul and Mr. Sanjay Verma is interested in the resolutions set out respectively at Item No. 2, 5 and 6 of the Notice, which pertains to their appointment and remuneration payable to Managing Personnel.

The relatives of Mr. Rajinder Kaul and Mr. Sanjay Verma may be deemed to be interested in the resolutions set out at Item No. 2, 5 and 6 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board accordingly recommends the resolution as set out in Item no. 6 of the accompanying notice for the approval of shareholders by way of Special Resolution.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to item no.6 is as follows:

I. General Information:

- 1) Nature of Industry :Provide Consultancy, Supplies and Services in powering smart grid projects.
- 2) Date or expected date of commencement of commercial production: Existing Company already commenced from 1998
- 3) In case of new Companies, Expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : Existing Company, Not applicable.



4) Financial performance based on given indicators: (Rs. in Lacs)

Particulars	2021-22	2022-23
Sales	3,917.62	5,036.60
Other Income	45.04	35.38
Profit/(Loss) Before Depreciation & Tax	133.98	(260.88)
Depreciation	32.36	33.24
Exceptional Item	-	-
Profit/(Loss) Before Tax	101.61	(294.13)
Provision for Current Tax	32.37	-
Provision for earlier year	-	-
Profit/ Loss after current Tax	83.71	(294.13)
Provision for Deferred Tax	(14.47)	9.24
Other Comprehensive Income	(2.90)	(0.58)
Add:- Mat Credit Entitlement	-	-
Add:- Balance brought forward	80.82	(303.95)
Less:- Transfer to Preference Share Capital Redemption Reserve	-	-
Add:- Transfer from Other Equity	80.82	(303.95)
Balance carried to Balance Sheet	80.82	(303.95)

(5) Foreign Investment of Collaborators: NIL

II. Information about the Appointee Mr. Rajinder Kaul, Managing Director and Mr. Sanjay Verma, Executive Director

1.	Background Details	Mr. Rajinder Kaul is an MBA from Rajasthan University and have experience of around 4 decades in the Power Transmission and Electric Sector.	Mr. Sanjay Verma is an Post Graduate Diploma in Electronics Engineering from YMCA Institute of Engineering and experience of more than 28 years in various functions like projects, vertical specific solutions.
2.	Past Remuneration	<p>Basic salary: Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum.</p> <p>Benefits, Perquisites & Allowances: Details of Benefits, Perquisites and Allowances are as follows:</p> <p>(i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 40% of Basic Salary per month.</p> <p>(ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium).</p> <p>(iii) Car facility as per Rules of the Company.</p> <p>(iv) Telecommunication facility as per Rules of the Company.</p> <p>(v) Housing loan facility as per Rules of the Company.</p> <p>(vi) Leave and encashment of unavailed leave as per the Rules of the Company.</p>	<p>Basic salary: Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum.</p> <p>Benefits, Perquisites & Allowances: Details of Benefits, Perquisites and Allowances are as follows:</p> <p>(i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 40% of Basic Salary per month.</p> <p>(ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium).</p> <p>(iii) Car facility as per Rules of the Company.</p> <p>(iv) Telecommunication facility as per Rules of the Company.</p> <p>(v) Housing loan facility as per Rules of the Company.</p> <p>(vi) Leave and encashment of unavailed leave as per the Rules of the Company.</p>



3	Recognition or awards	-	-
4	Job Profile and his suitability	Mr. Rajinder Kaul has crucial role in taking major policy decision of the Company. He plays vital role in formulating business strategies and effective implementation of the same.	Mr. Sanjay Verma in crucial in the development, planning and execution of the Energy Management System projects in the Company.
5	Remuneration Proposed	<p>Basic salary: Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum.</p> <p>Benefits, Perquisites & Allowances: Details of Benefits, Perquisites and Allowances are as follows:</p> <p>(i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month.</p> <p>(ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium).</p> <p>(iii) Car facility as per Rules of the Company.</p> <p>(iv) Telecommunication facility as per Rules of the Company.</p> <p>(v) Housing loan facility as per Rules of the Company.</p> <p>(vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum.</p> <p>This includes:</p> <p>a. Medical allowance, b. Leave Travel Concession/Allowance, e. Other Allowances, d. Personal Accident Insurance Premium, e. Annual club membership fees.</p> <p>(vii) Leave and encashment of unavailed leave as per the Rules of the Company.</p>	<p>Basic salary: Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum.</p> <p>Benefits, Perquisites & Allowances: Details of Benefits, Perquisites and Allowances are as follows:</p> <p>(i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month.</p> <p>(ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium).</p> <p>(iii) Car facility as per Rules of the Company.</p> <p>(iv) Telecommunication facility as per Rules of the Company.</p> <p>(v) Housing loan facility as per Rules of the Company.</p> <p>(vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum.</p> <p>This includes:</p> <p>a. Medical allowance, b. Leave Travel Concession/Allowance, e. Other Allowances, d. Personal Accident Insurance Premium, e. Annual club membership fees.</p> <p>(vii) Leave and encashment of unavailed leave as per the Rules of the Company.</p>
6	Comparative remuneration profile with respect to industry, size of the Company, profile of position and person (in case expatriates the relevant details would be w.r.t. the country of his origin).	The remuneration proposed to be paid Mr. Rajinder Kaul is in line with peers in comparable company, keeping view his job profile, the size of operations and complexity of business of company	The remuneration proposed to be paid Mr. Sanjay Verma is in line with peers in comparable company, keeping view his job profile, the size of operations and complexity of business of company



7.	P e c u n i a r y relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Rajinder Kaul is a promoter director holding 79,04,000 shares in the company. Apart from receiving remuneration as stated above and dividend as a member of Company (if any), he does not receive any emoluments from the company	Mr. Sanjay Verma is a promoter director holding 43,42,640 shares in the company. Apart from receiving remuneration as stated above and dividend as a member of Company (if any), he does not receive any emoluments from the company
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III. Other Information

1	Reasons for loss or inadequate profits	Longer Working Capital cycle Write-off of economic losses due to Covid-19
2	Steps taken or proposed to be taken for	Increase in Margins Plan to manufacture in-house Cost control Better financial liquidity Efficiency improvement
3	Expected increase in productivity and profits in measurable terms	The above steps taken or proposed to be taken are expected to increase the productivity and profit of the Company. However, in the present scenario it's difficult to predict the impact of above in measurable term

IV. Disclosures

1	The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance", if any attached to the financial statement: - (i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all the directors; (ii) Details of fixed components and performance linked incentives along with the performance criteria (iii) Service contracts, notice period severance fees; (iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;
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ITEM -7

Presently, Registered Office of the Company is situated in the State of New Delhi at S-550-551, School Block Part-2, Welcome Plaza, Shakarpur, Delhi-110092 and Corporate Office of the Company is situated at C-504, Project ATS Bouquet, Sector-132, Noida, Uttar Pradesh- 201304. Majority of the administration and allied operations of the Company are carried out at Corporate Office only.

The registered office of the Company being at very distant place, the management has been facing operational difficulties in managing the affairs of the Company. Also, since the registered office is situated another state, it results in delay in receipt of the correspondences from the various authorities, and consequently, delay in actionable, especially which require the execution in a time bound manner.

In view of the above, the Board of Directors of the Company at their meeting held on August 10, 2023 has approved to shift the Registered Office of the

Company from the "State of New Delhi" to the "State of Uttar Pradesh" considering, inter alia, the following reasons:

- To exercise better administrative and economic control over the Company;
- To increase operational and management efficiency;
- To integrate business functions, and optimization of administrative expenses.

The shifting of the Registered Office of the Company, will not be prejudicial to the interest of any employees, shareholders, creditors or any other stakeholders.

In terms of Section 12, 13, 110 and other applicable provisions of the Act read with Rules made thereunder, such shifting of Registered Office from one state to another and consequent alteration of the Memorandum of Association ("MOA") requires the approval of the Members of the Company by way



of Special Resolution and approval of the Central Government (power delegated to Regional Director).

Accordingly, approval of the members is sought by way of resolution at item no. 7 for shifting of the Registered Office of the Company from the State of New Delhi to the State of Uttar Pradesh and consequently for altering Clause II of the MOA of the Company to reflect that the registered office of the Company be situated in the State of Uttar Pradesh. The existing MOA of the Company as well as the MOA with the proposed amendments will be available for online inspection on all days except for Saturday and Sunday till the last date of Remote e-voting i.e. www.sharikaindia.com. The documents shall also be available for inspection at the Registered Office and a copy of the same shall be available at the Corporate Office of the Company between 03.00 P.M. to 05.00 P.M. on all days except for Saturday and Sunday till the last date of Remote e-voting. Members who wish to inspect the documents are requested to send an e-mail to info@sharikaindia.com mentioning their name, Folio No. / Client ID and

DP ID, and the documents they wish to inspect in this regard.

The Board of Directors recommends the resolution set forth in item no.7 for the approval of the Members by way of a Special Resolution in the best interest of the Company.

None of the Directors, Key Managerial Personnel (KMP) or their relatives are in any way, concerned or interested, financially or otherwise in the Special Resolution set out at Item No.7 of the Notice except to the extent of their shareholding in the Company, if any.

Date: August 10, 2023
Place: Noida

By order of the Board of Directors
Sharika Enterprises Limited

Corporate Office:
C-504, ATS Bouquet, Sector-132
Noida, U.P. 201305
CIN: - L51311DL1998PLC093690
e-mail: -info@sharikaindia.com

Aditya Sharma
Company Secretary
Membership No. A60502



I. GENERAL INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC

- i. Member will be provided with a facility to attend the AGM through VC through the CDSL e-voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/ members login by using the remote e-voting credentials. The link for VC will be available in shareholder/members login where the EVSN of the Company is displayed.
- ii. The facility for joining the AGM through VC will be opened 30 minutes before the time scheduled for the AGM. The facility of participation at the AGM through VC will be made available to at least 1000 members on first-come-first-served basis.
- iii. Members can participate in the AGM through their desktops/smartphones/ laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops/laptops with high speed internet connectivity.
- iv. Please note that members connecting from mobile devices or tablets or through laptops 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.
- v. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request from their registered email address mentioning their name, demat account number/folio number PAN, email id, mobile number at info@sharikaindia.com from September 24, 2023 (IST 09:00 A.M.) to September 26, 2023 (IST 05:00 P.M.)
- vi. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- vii. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance from their registered email address mentioning their name, demat account number/folio number, mobile number at info@sharikaindia.com. These queries will be replied to by the company suitably by email.

II. PROCESS AND MANNER FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR INDIVIDUAL SHAREHOLDERS HOLDINGS SECURITIES IN DEMAT MODE

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.

Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-Voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting 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 & voting during the meeting. Additionally, there are 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 thee-Voting service providers website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or visit www.cdslindia.com and click on Login icon and select New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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: https://eservices.nsd.com 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 & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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 & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click one-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, where in you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 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 evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

III. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES AND MOBILE NUMBERS ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- (i) 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), mobile number by email to RTA of the Company at admin@skylinerta.com.
- (ii) For demat shareholders - Shareholders shall update their email addresses and mobile numbers in respect of electronic holdings with their concerned Depository Participants by following due procedure as advised by them.

IV. PROCESS AND MANNER FOR E-VOTING AND JOINING VIRTUAL MEETING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING IN DEMAT FORM & PHYSICAL SHAREHOLDERS

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on "Shareholders/Members" tab.
- (iii) 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) Members holding shares in Physical Form should
- (iv) Next enter the Image verification as displayed and Click on Login
- (v) If you are holding shares in DEMAT form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below

	For Shareholders holding shares in Demat Form other than Individual and Physical Form
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"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Registrar of the Company or contact the Registrar/Company.
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. <ul style="list-style-type: none"> • 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 as mentioned in instruction as stated above (iii)



ANNEXURE - A TO THE NOTICE OF 25th ANNUAL GENERAL MEETING

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA]

Name of the Director	Mr. Sanjay Verma	Mr. Tanu Sharma
Date of Birth	01 st July, 1970	09 th November, 1988
Qualifications	Diploma in Electronics Engg. from YMCA Institute of Engineering	M. Com from Himachal Pradesh University
Nature of Expertise	Project execution in Power Industry	Finance and Accounts
Date of Appointment/ Re-appointment		May 25, 2023
Brief Resume	Mr. Sanjay Verma is crucial in the development, planning and execution of the Energy Management System projects in the Company.	Mrs. Sharma has experience of more than a decade in the field of accounts, finance and taxation while working with different corporates in her career.
Disclosure of inter-se relationship	Mr. Verma has no inter-se relationship with any Director(s) of the Company.	Mrs. Sharma has no inter-se relationship with any Director(s) of the Company
Name of other Companies in which he holds Directorship	Sharika Smartec Private Limited	NIL
Name of the Committees of other Companies of which she/he holds Membership/Chairmanship	NIL	Audit Committee(Member)- Sharika Enterprises Limited Stakeholders Relationship Committee(Chairperson)- Sharika Enterprises Limited
Shareholding in the Company	43,42,640 shares	0

Name of the Director	Mr. Hitesh Kumar	Mr. Rajinder Kaul
Date of Birth	03 rd December, 1993	08 th August, 1961
Qualifications	MA in Sociology from IGNOU	Master of Business Administration from Rajasthan University
Nature of Expertise	Digital Marketing and Content Writing	Business Strategy, Marketing and Sales
Date of Appointment/ Re-appointment	July 04, 2023	December 31, 2022
Brief Resume	Almost 5 years of experience in the field of digital marketing and content writing and has worked with many top MNCs in the field of digital marketing.	Almost 4 decades of experience in power Sector handling design, marketing, product launch and long term business strategies.
Disclosure of inter-se relationship	Mr. Hitesh Kumar has no inter-se relationship with any Director(s) of the Company	Mrs. Rajinder Kaul is has no inter-se relationship with any Director(s) of the Company
Name of other Companies in which he/she holds Directorship	NIL	Sharika Lightec Private Limited; Elettromeccanica India Private Limited.
Name of the Committees of other Companies of which she holds Membership/Chairmanship	Audit Committee(Member)- Sharika Enterprises Limited; Stakeholders Relationship Committee(Member)- Sharika Enterprises Limited.	Audit Committee(Member)- Sharika Enterprises Limited.
Shareholding in the Company	NIL	79,04,000 shares

Note: Only Audit & Stakeholders Relationship Committee have been considered