

# 64<sup>th</sup> Annual Report

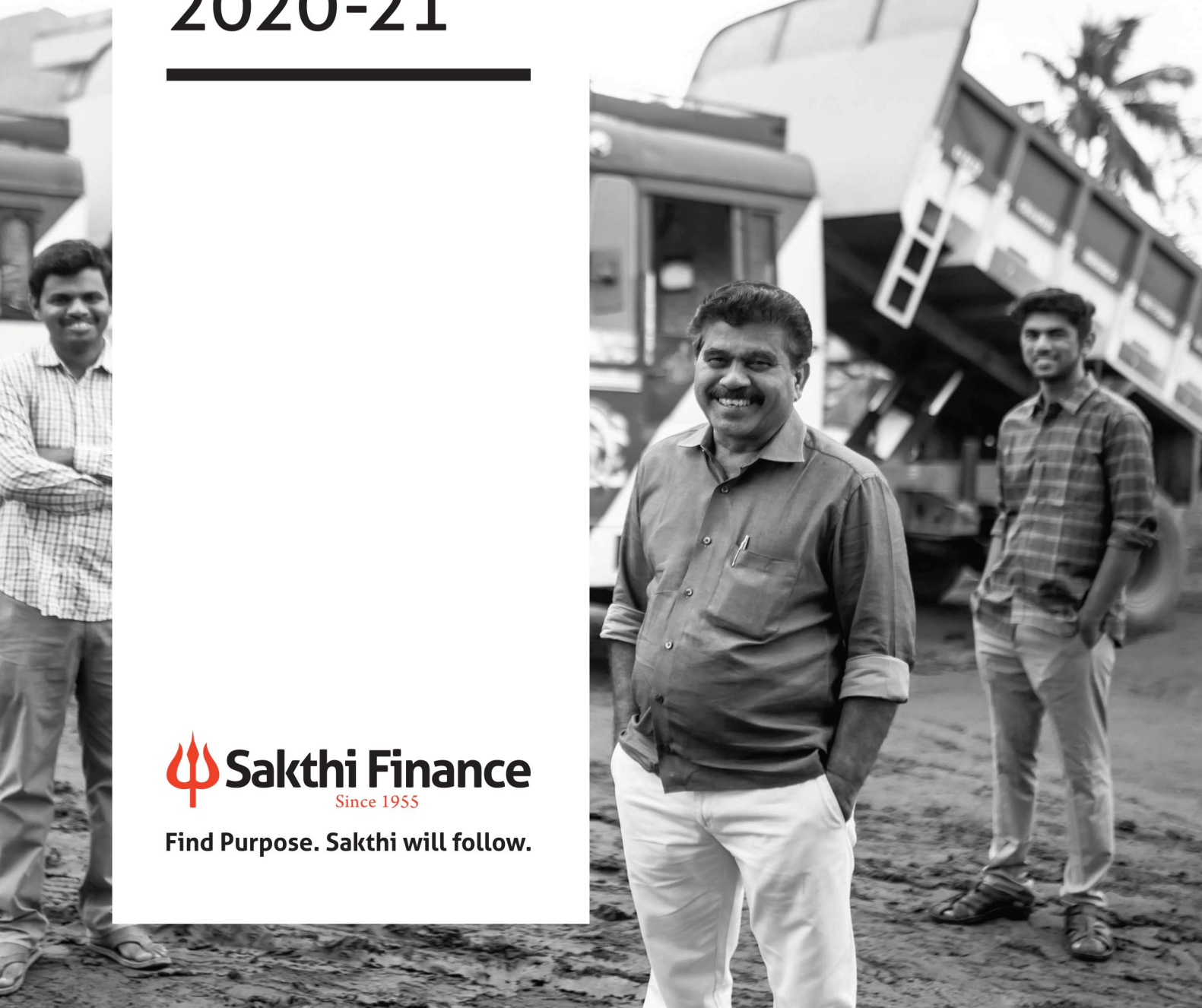
---

Financial Year  
**2020-21**

---



**Find Purpose. Sakthi will follow.**




**BOARD OF DIRECTORS**

Dr. M. Manickam *Chairman*  
 Sri. M. Balasubramaniam  
*Vice Chairman and Managing Director*  
 Sri. M. Srinivaasan  
 Dr. A. Selvakumar  
 Sri. P.S. Gopalakrishnan  
 Smt. Priya Bhansali  
 Sri. K.P. Ramakrishnan  
 Dr. S Veluswamy *Director (Finance & Operations and CFO)*

**CHIEF FINANCIAL OFFICER**

Sri. Srinivasan Anand (*w.e.f. 3rd September 2021*)

**COMPANY SECRETARY AND  
CHIEF COMPLIANCE OFFICER**

Sri. S. Venkatesh

**REGISTERED OFFICE**
**SAKTHI FINANCE LIMITED**

CIN : L65910TZ1955PLC000145

62, Dr. Nanjappa Road

Coimbatore - 641 018

**Phone** : (0422) 2231471 - 74, 4236200

**E-mail** : sakthif\_info@sakthifinance.com  
 investors@sakthifinance.com

**Website** : www.sakthifinance.com

**REGISTRAR AND SHARE TRANSFER AGENTS**
**SKDC CONSULTANTS LIMITED**

"Surya", 33, May Flower Avenue

Behind Senthil Nagar

Sowripalayam Road, Coimbatore - 641 028

**Phone** : (0422) 4958995, 2539835-836

**Fax** : (0422) 2539837

**E-mail** : info@skdc-consultants.com

**Website** : www.skdc-consultants.com

**DEBENTURE TRUSTEE**

Catalyst Trusteeship Limited

"GDA House", First Floor

Plot No. 85, Bhusari Colony (Right)

Paud Road, Pune - 411 038

**Phone** : (020) 66807200

**Fax** : (020) 25280275

**E-mail** : dt@ctltrustee.com

**Website** : www.catalysttrustee.com

**BANKERS**

State Bank of India

Central Bank of India

The Lakshmi Vilas Bank Ltd

(now part of DBS Bank India Ltd)

Indian Overseas Bank

The Karnataka Bank Ltd

Bank of India

Canara Bank

IndusInd Bank Ltd

**STATUTORY AUDITORS**

M/s. P.K. Nagarajan & Co

Chartered Accountants

Coimbatore

**INTERNAL AUDITOR**

Sri B. Muralidharan FCA

Chartered Accountant

Coimbatore

**SECRETARIAL AUDITORS**

M/s. S. Krishnamurthy & Co

Company Secretaries

Chennai / Coimbatore

CONTENTS	PAGE
Notice	2
Board's Report	17
Corporate Governance Report	25
Independent Auditor's Report	51
Balance Sheet	58
Statement of Profit and Loss	60
Statement of Changes in Equity	61
Cash Flow Statement	62
Notes forming an integral part of the Financial Statements	64

## NOTICE TO MEMBERS

NOTICE is hereby given that the Sixty Fourth (64th) Annual General Meeting ("AGM") of the members of the Company will be held on **Thursday, 30th September 2021 at 4.00 p.m ("IST")** through Video Conference ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses.

You are requested to make it convenient to attend the meeting.

### ORDINARY BUSINESS

#### 1. Adoption of Financial Statements

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**RESOLVED THAT** the Audited Financial Statements for the financial year ended 31st March 2021 and the attached Reports of the Board of Directors and Auditors be and are hereby considered and adopted.

#### 2. Confirmation of Interim Dividend on Preference Shares as Final Dividend

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**RESOLVED THAT** pursuant to Section 123(3) of the Companies Act 2013 ("the Act"), an Interim Dividend of ₹ 9 per share on 15,00,000 numbers of 9% Redeemable Cumulative Preference Shares and ₹ 8.25 per share on 11,69,000 numbers of 8.25% Redeemable Cumulative Preference Shares of ₹ 100 each for the financial year ended 31st March 2021 declared by the Board of Directors on 13th February 2021 and 30th June 2021 respectively on *pro rata* basis out of the profits of the company be and are hereby confirmed as final dividend.

#### 3. Declaration of dividend on Equity Shares

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**RESOLVED THAT** a dividend of ₹ 0.60 (6%) per equity share, as recommended by the Board of Directors, be declared for the financial year ended 31st March 2021 on 6,47,05,882 numbers of equity shares of ₹ 10 each out of the profits of the company for the said financial year and the said dividend be paid to those equity shareholders whose names stand on the Register of Members in case the equity shares are held in physical form and also to the beneficial holders of the dematerialised shares as per the details provided by the Depositories in case the equity shares are held in the electronic form, as on **Thursday, 23rd September 2021**.

#### 4. Reappointment of Sri M Srinivaasan (DIN : 00102387), Director retiring by rotation, as a Director being eligible, offers himself to be reappointed

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**RESOLVED THAT** Sri M Srinivaasan, holding DIN:00102387, who retires by rotation and being eligible for reappointment, be and is hereby reappointed as a Director of the Company.

#### 5. Appointment of Statutory Auditors

To consider and if thought fit, to pass the following resolution as **Ordinary Resolutions**:

**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Act read with the Companies (Audit and Auditors) Rules 2014, RBI Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) dated 27th April 2021 and pursuant to the recommendation of the Audit Committee, M/s. CSK Prabhu & Co, Chartered Accountants (ICAI Firm Registration No: 002485S), be appointed as Statutory Auditors of the Company for a period of three years in place of M/s. P K Nagarajan & Co, Chartered Accountants (ICAI Firm Registration No: 016676S) from the conclusion of this 64th AGM to the conclusion of the 67th AGM to be held in the year 2024, at such remuneration as fixed by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company by and are hereby authorised to do all acts, deeds, matters and things and to take all decisions as it may deem fit in its absolute discretion to give effect to the above resolution.

### SPECIAL BUSINESS

#### 6. Issue of Redeemable, Cumulative Preference Shares on private placement basis for an amount not exceeding ₹ 15 Crores

To consider and if thought fit, to pass the following Resolutions as **Special Resolutions**:

**RESOLVED THAT** pursuant to the provisions of Sections 42, 55 and any other applicable provisions of the Act, the Companies (Prospectus and Allotment of Securities) Rules 2014 and the Companies (Share Capital and Debentures) Rules 2014 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof), the Memorandum and Articles of Association of the Company, any other applicable laws for the time being in force and subject to such other approvals as may be required from regulatory authorities from time to time, approval of the Company be and is hereby given to the Board of Directors ("the Board", which term shall include any Committee thereof which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred by this resolution) to offer, issue and allot, in one or more tranches, 15,00,000 (Fifteen lakhs only) Redeemable, Cumulative, Preference Shares ("Preference Shares") of the face value of ₹ 100 each for cash at par for an amount not exceeding ₹ 1,500 lakh (Rupees One Thousand Five Hundred lakh only) on private placement basis to persons identified by the Board of Directors in their absolute discretion, whether or not such persons are members of the Company, on such terms and conditions as may be decided by the Board and subject to the following rights:

- a. The Preference Shares shall rank for dividend and in repayment of capital in priority to the equity shares for the time being of the Company. The payment of dividend shall be on a cumulative basis.
- b. The said shares shall carry a fixed cumulative preference dividend to be determined by the Board of Directors at the time of issue of preference shares on the capital for the time being paid-up thereon.
- c. The said shares shall, in winding up, be entitled to rank as regards repayment of capital and arrears of dividend, whether declared or not, up to the date of commencement of the winding up in priority to the equity shares, but shall not be entitled to any further participation in the profits or surplus assets or surplus funds.
- d. The said shares will not be converted into equity shares.
- e. The voting rights of the persons holding the said shares shall be in accordance with the provisions of Section 47(2) of the Act.
- f. The said shares shall be redeemable not later than the date determined by the Board of Directors at the time of issue or such other date as may be determined by the Board of Directors provided that it does not exceed twenty years.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred by this resolution to any Director(s) or Committee of Directors or any Officer(s) of the Company, as it may consider appropriate to give effect to the resolution.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized on behalf of the Company to do all such acts, deeds and matters and things as they may, at their discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard as they may, in their absolute discretion, deem fit and proper to give effect to the resolution.

#### 7. Issue of Secured or Unsecured, Redeemable, Non-Convertible Debentures ("NCDs") and / or other Debt Securities on private placement basis

To consider and if thought fit, to pass the following resolutions as **Special Resolutions**:

**RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Act read with the Companies (Prospectus and Allotment of Securities) Rules 2014 and the Companies (Share Capital and Debentures) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the provisions of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations 2021 ("**SEBI NCS Regulations**"), the rules, regulations, guidelines, circulars and RBI directions as amended from time to time, the Memorandum and Articles of Association of the Company and subject to such other requirements as may be prescribed by regulatory authorities from time to time,

the approval of the members of the Company be and is hereby given to the Board of Directors of the Company (hereinafter referred to as "**the Board**" which term shall be deemed to include any Committee duly constituted/ authorized Committee of the Board) to offer, issue and allot, listed / unlisted, Secured or Unsecured, Redeemable, Non-Convertible Debentures ("**NCDs**") and / or other Debt Securities on private placement basis, during the period commencing from the conclusion of Sixty Fourth Annual General Meeting until the conclusion of Sixty Fifth Annual General Meeting up to an amount not exceeding ₹ 500 crores, within the overall borrowing limits of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to:

- a. decide whether to issue, in one or more series or tranches, as secured or unsecured;
- b. decide whether to list any of the tranches;
- c. finalize the other terms and conditions including the rate of interest, tenor and security cover thereof, the consideration of the issue, utilization of the issue proceeds and all matters connected to it;
- d. decide on the timing of each tranche;
- e. decide on the persons to whom it can be issued, including companies, bodies corporate, statutory corporations, commercial banks, lending agencies, financial institutions, insurance companies, mutual funds, pension / provident funds and individuals or such other person / persons; and
- f. do all such acts, deeds and things and give such directions and further to execute such documents, deeds, instruments and writings as may be deemed necessary, proper and desirable or expedient to give effect to the above Resolution.

#### NOTES:

1. In view of the prevailing COVID-19 pandemic situation as well as continuing Government guidelines to maintain social distancing, the Ministry of Corporate Affairs ("**MCA**") in its latest Circular No. 02/2021 dated 13th January 2021 in this regard and in continuation to its earlier Circulars 20/2020 dated 5th May 2020, 14/2020 dated 8th April 2020 and 17/2020 dated 13th April 2020 (collectively referred to as "**MCA Circulars**") and Securities and Exchange Board of India ("**SEBI**") has, by its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 respectively issued by the Securities and Exchange Board of India (collectively referred to as "**SEBI Circulars**") permitted companies, whose Annual General Meetings ("**AGM**") are to be conducted on or before 31st December 2021, to hold their AGMs through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**") not requiring the physical presence of the Members at a common venue. Considering the health and safety of all stakeholders including the shareholders and in view of the surge of the infection in the second wave of the pandemic, the 64th AGM of the Company is being conducted through



VC/OAVM in compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations") read with the above circulars issued in this regard. The deemed venue for the 64th AGM shall be the Registered Office of the company situated at 62, Dr Nanjappa Road, Coimbatore – 641 018, Tamilnadu, India.

2. In terms of Clause 3.A.II. of the General Circular No 20/2020 dated 5th May 2020, issued by MCA, the matters of Special Business as appearing at Item Nos. 6 and 7 of the accompanying Notice are considered to be unavoidable by the Board and hence, form part of this Notice.
3. The relevant Statement as required under Section 102 of the Act setting out the material facts in respect of Item No.5 and Special Business under Item Nos. 6 and 7 are annexed.
4. The relevant details of Director seeking re-appointment under item No. 4 pursuant to regulation 36(3) of the listing regulations and as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India is also annexed.
5. Pursuant to MCA Circular No.14/2020 dated 8th April 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint Authorised Representatives to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-voting.
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 Act. Since the ensuing AGM is being held through VC / OAVM, physical attendance of Members has been dispensed with.
7. Members of the Company under the category of Institutional Investors, if any, are encouraged to attend and vote at the AGM through VC / OAVM. Corporate members intending to authorise their representatives to participate and vote at the AGM are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote on their behalf at the AGM to the scrutinizer at [murali@skmcoca.com](mailto:murali@skmcoca.com) or [info@skdc-consultants.com](mailto:info@skdc-consultants.com).
8. 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 log-in credentials, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
9. Members may also note that the Notice of 64th AGM along with the Annual Report for the year 2021 will also be made available on the Company's website [www.sakthifinance.com](http://www.sakthifinance.com) for their download. For any communication, the members may also send requests to the Company's investors e-mail id, [investors@sakthifinance.com](mailto:investors@sakthifinance.com).
10. Notice of the 64th AGM along with Annual Report for the year 2021 is being sent by electronic mode to the members whose e-mail addresses are registered with the Company / Depository Participants for communication purposes.
11. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send e-mail to [svenkatesh@sakthifinance.com](mailto:svenkatesh@sakthifinance.com).
12. All documents referred to in the Notice are open for inspection at the Registered Office of the Company on all working days between 11.00 a.m and 1.00 p.m. up to the date of the AGM.
13. In case of joint holders attending the AGM, only such joint holder who is higher in order of name will only be entitled to vote.
14. Members seeking any information or clarification on the accounts or any other matter to be placed at AGM are requested to send written queries to the Company on [investors@sakthifinance.com](mailto:investors@sakthifinance.com), at least 10 days before the date of the meeting to enable the management to respond quickly.
15. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register it by submitting Form No. SH-13. Members are requested to submit the said details to their Depository Participants in case the shares are held in electronic form and to the Company's Registrar and Share Transfer Agent ("RTA") in case the shares are held in physical form, quoting the folio number.
16. **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 THE PAN TO THEIR DEPOSITORY PARTICIPANTS WITH WHOM THEY ARE MAINTAINING THEIR DEMAT ACCOUNTS. MEMBERS HOLDING SHARES IN PHYSICAL FORM SHALL SUBMIT THEIR PAN DETAILS, PARTICULARLY WITH THE PHOTO COPY OF PAN CARD TO THE COMPANY / REGISTRAR.**
17. **SEBI HAD, BY ITS NOTIFICATION NOS. SEBI/LAD-NRO/ GN/2018/24 DATED 8TH JUNE 2018 AND SEBI/LAD-NRO/ GN/2018/49 DATED 30TH NOVEMBER 2018, MANDATED THAT THE SECURITIES OF LISTED COMPANIES CAN BE TRANSFERRED IN DEMATERIALISED FORM ONLY (EXCEPT IN CASE OF TRANSMISSION OR TRANSPOSITION OF SHARES), WITH EFFECT FROM 1ST APRIL 2019. IN VIEW OF THIS, MEMBERS HOLDING SHARES IN PHYSICAL FORM**

ARE REQUESTED TO CONSIDER CONVERTING THEIR HOLDINGS TO DEMATERIALISED FORM TO ELIMINATE ALL RISKS ASSOCIATED WITH PHYSICAL SHARES AND FOR EASE OF PORTFOLIO MANAGEMENT. MEMBERS CAN CONTACT DEPOSITORY PARTICIPANTS FOR ASSISTANCE IN THIS REGARD.

18. Sri. K. Murali Mohan, Chartered Accountant (ICAI Membership No. 14328) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

19. The Results declared along with Scrutinizer's Report shall be placed on the Company's website, [www.sakthifinance.com](http://www.sakthifinance.com), notice board of the Company and on the website of CDSL, [www.evotingindia.com](http://www.evotingindia.com) within two days after the voting on the Resolutions at the Sixty Fourth AGM of the Company, viz. on or before **Saturday, 2nd October 2021** and communicated to BSE Limited, where the equity shares of the Company are listed.

20. To facilitate Members to receive this Notice electronically and cast their vote electronically, the Company has made special arrangement with SKDC Consultants Limited for registration of e-mail addresses in terms of the MCA Circulars. Eligible Members who have not submitted their e-mail address to SKDC Consultants Limited are required to provide their e-mail address to SKDC, on or before 5:00 p.m. ("IST") on **Thursday, 23rd September 2021**. This Notice and the procedure for remote e-Voting along with the log-in ID and password for remote e-Voting will be sent to the e-mail address provided by the member.

The process for registration of e-mail address is as under:

**a. Members holding shares in electronic form**

Members are requested to provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card) to [investors@sakthifinance.com](mailto:investors@sakthifinance.com).

**b. Members holding shares in physical form**

Members who have not registered their e-mail address with the company can obtain AGM Notice and Annual Report and/or log-in facility for remote e-voting, by sending scanned copy of following documents by e-mail to [investors@sakthifinance.com](mailto:investors@sakthifinance.com) :

- i. a signed request letter mentioning your name, folio number and complete address
- ii. self-attested scanned copy of the PAN card and
- iii. self-attested scanned copy of any one of the documents (such as Aadhaar Card, Driving Licence, Voter ID Card and Passport) towards proof of the address of the member as registered with the Company.

The company shall co-ordinate with CDSL and arrange to provide the log-in credentials to the above mentioned members.

21. In case of any queries, Members may write to [investors@sakthifinance.com](mailto:investors@sakthifinance.com) or [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

22. Permanent registration of their e-mail address:

Members are requested to register their e-mail address, in respect of electronic holdings with their Depository Participants concerned and in respect of physical holdings with the Company's Registrar and Share Transfer Agents of the Company, SKDC Consultants Limited, "Surya", 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641 028, **Phone** : (0422) 4958995, 2539835-836, **Fax** : (0422) 2539837, **E-mail**: [green@skdc-consultants.com](mailto:green@skdc-consultants.com), **Website** : [www.skdc-consultants.com](http://www.skdc-consultants.com).

23. Those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated with their Depository Participants / SKDC Consultants Limited to facilitate servicing of notices / documents / Annual Reports and other communications electronically to their e-mail address in future.

**24. Record Date and Dividend**

a. **Thursday, 23rd September 2021** has been fixed as the Record Date for payment of dividend to the equity shareholders.

b. Pursuant to the Finance Act 2020, dividend income will be taxable in the hands of members w.e.f. 1st April 2020 and the Company is required to deduct tax at source from dividend paid to members at the prescribed rates. For the prescribed rates for various categories, the members are requested to refer to the Finance Act 2020 and amendments thereof. The members are requested to update their PAN with Registrars & Share Transfer Agents, SKDC Consultants Limited (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

c. A Resident individual shareholder with PAN and whose dividend is likely to exceed ₹ 5,000 and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to [green@skdc-consultants.com](mailto:green@skdc-consultants.com) on or before the end of the business hours of **Thursday, 23rd September 2021**. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a highest rate of 20%.

d. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, any other document which may be required to avail the tax treaty benefits by sending an e-mail to [green@skdc-consultants.com](mailto:green@skdc-consultants.com). The above declarations and documents need to be submitted by the members on or before the end of business hours of **Thursday, 23rd September 2021**.

## 25. Payment of Dividend through electronic means

- Members are requested to provide Bank Account details such as Name of Account holder, Account Number, IFS Code and name of bank and branch to facilitate electronic transfer of dividend amount. The details may please be provided well in time in the form given in the Annual Report which will be mailed to the members of the company.
- Members holding shares in electronic form are informed that Bank particulars registered against their respective depository account will be used by the company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. The members have to advise such changes only to their depository participant.

## 26. Transfer to Investor Education and Protection Fund ("IEPF")

### a. Transfer of unclaimed dividend

In accordance with Sections 124 and 125 of the Act, all unclaimed dividends up to the financial year ended 31st March 1997 and for the years ended 31st March 2007, 2011, 2012 and 2013 which remained unclaimed for a period of seven years have been transferred to the Investor Education and Protection Fund ("IEPF") of the Central Government. Members who have not encashed their dividend warrant(s) for the said years are requested to forward their claims by submitting Form IEPF - 5, which is available in the [website, www.iepf.gov.in](http://www.iepf.gov.in).

The unclaimed dividends in respect of the following years will be transferred to IEPF on various dates as detailed below:

Financial Year	Due date for transfer to IEPF
2013-14: Dividend on Equity Shares	3rd November 2021
2014-15: Dividend on Equity Shares	4th November 2022
2015-16: Dividend on Equity Shares	31st October 2023
2016-17: Dividend on Equity Shares	1st November 2024
2017-18: Dividend on Equity Shares	31st October 2025
2018-19: Dividend on Equity Shares	30th October 2026
2019-20: Dividend on Equity Shares	23rd January 2028

The Company urges all the Members to encash/claim their respective dividend(s) during the prescribed period. Members who have not encashed the dividend warrants so far in respect of the above periods are requested to make their claim to SKDC Consultants Limited well in advance of the above due dates.

### b. Transfer of shares to IEPF

The members may note that in case dividend is not claimed for seven consecutive years, besides transfer of the unclaimed dividend to IEPF, the Company shall transfer the shares in respect of which the dividend was so unclaimed to the dematerialized account of

IEPF under Section 124(5) of the Act and the IEPF Rules. Accordingly, the Company has transferred **4,56,073** equity shares of ₹ 10 each to the dematerialized account of IEPF authority during the financial years 2019, 2020 and 2021.

The Company had sent individual notices to all the members whose shares were due to be transferred to IEPF Authority and had also published newspaper advertisement in this regard.

The details of such unclaimed dividends and shares for the financial years are available on the company's website at [www.sakthifinance.com](http://www.sakthifinance.com) and on the website of Ministry of Corporate Affairs at <https://www.iepf.gov.in>.

- Members are requested to support the Green Initiative by registering / updating their e-mail addresses, with the Depository Participant (in case of shares held in dematerialized form) or with SKDC Consultants Limited (in case of shares held in physical form).

- Since the AGM will be held through VC / OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to the Notice.

## 29. Updation of Member's details

Members are requested to quote their Folio Number/ DP ID/Client ID in all their correspondences.

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Act requires the Company / RTA to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend etc. A form for capturing the additional details is appended at the end of this Annual Report.

Members holding shares in physical form are requested to submit the filled in form to the Company or RTA. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

## 30. Voting through electronic means

The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.

## 31.1. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS

- Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements)

Regulations 2015 (as amended) and the Circular issued by the Ministry of Corporate Affairs dated 13th January 2021, in continuation and read with its Circulars dated 8th April 2020, 13th April 2020 and 5th May 2020, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ("CDSL") for facilitating voting through electronic means, as the authorised e-Voting agency. The facility of casting votes by a member using remote e-voting as well as e-voting during the AGM will be provided by CDSL.

- ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. **Thursday, 23rd September 2021**, shall be entitled to avail the facility of remote e-voting as well as e-voting during the AGM. Any recipient of the Notice, who has no voting rights as on the cut-off date shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the despatch of the Notice of the AGM and prior to the cut-off date i.e. **Thursday, 23rd September 2021**, shall be entitled to exercise his / her vote either electronically i.e. remote e-voting or e-voting during the AGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on **Monday, 27th September 2021 at 9.00 a.m.** and will end on **Wednesday, 29th September 2021 at 5.00 p.m.** During this period, the members of the Company holding shares either in physical mode or in demat mode as on the cut-off date i.e. **Thursday, 23rd September 2021** may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.
- v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The voting rights of the 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. **Thursday, 23rd September 2021**.
- vii. The Company has appointed Sri. K. Murali Mohan, Chartered Accountant (Membership No. 14328) to act as the Scrutiniser for conducting the remote e-voting process as well as the e-voting during the AGM, in a fair and transparent manner.

## 2. PROCESS FOR THOSE MEMBERS WHOSE EMAIL - IDs ARE NOT REGISTERED :

- a. **For members holding shares in Physical form :** Please provide necessary details like Folio No, Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested

scanned copy), Aadhaar (self-attested scanned copy) by e-mail to [green@skdc-consultants.com](mailto:green@skdc-consultants.com).

- b. **For members holding shares in Demat form :** Please update your e-mail id and mobile no. with your respective Depository Participant ("DP") which is mandatory while e-Voting and joining virtual meetings through Depository.

## 3. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE VOTING ARE AS UNDER:

- i. The voting period begins on **Monday, 27th September 2021 at 9:00 a.m.** and ends on **Wednesday, 29th September 2021 at 5:00 p.m.** During this period, shareholders of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. **Thursday, 23rd September 2021**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Members who have already voted prior to the meeting date would not be entitled to vote during the Meeting.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated 9th December 2020, under Regulation 44 of the 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 requires 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 log-in credentials, 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.

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



Pursuant to above SEBI Circular, Log-in method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of Member	Log-in Method
Individual Members holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1. Users of who have opted for <b>CDSL's Easi / Easiest facility</b>, can log-in through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to log-in to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Log-in 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 e-Voting 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 and voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. <b>CDSL/NSDL/KARVY/LINKINTIME</b>, 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://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/Easi Registration</a>.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/Evotinglogin">https://evoting.cdslindia.com/Evoting/Evotinglogin</a>. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.</li> </ol>
Individual Members holding securities in Demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.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 "Log-in" 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 and 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.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>

	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following <b>URL:https://www.evoting.nsdl.com</b> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Log-in" 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 held 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 and voting during the meeting</p>
Individual Members (holding securities in Demat mode) log-in through their <b>Depository Participants</b>	<p>You can also log-in using the log-in credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful log-in, 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's website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use "Forget User ID" and "Forget Password" option available at respective websites.

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

Log-in type	Helpdesk
Individual Members holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in log-in can contact CDSL helpdesk by sending a request at <b>helpdesk.evoting@cdslindia.com</b> or contact at (022) 23058738 and (022) 23058542-43.
Individual Members holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in log-in can contact NSDL helpdesk by sending a request at <b>evoting@nsdl.co.in</b> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**v. Log-in method for e-Voting and joining virtual meeting for physical shareholders and shareholders other than individual shareholders holding securities in demat form:**

- The shareholders should log on to the e-voting website **www.evotingindia.com**.
- Click on Shareholders.
- Now Enter your User ID:
  - For CDSL: 16 digits beneficiary ID
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Log-in.
- 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.