



**SVC  
INDUSTRIES  
LIMITED**

**ANNUAL REPORT  
2020-2021**

## SVC INDUSTRIES LIMITED

### Corporate Information

#### BOARD OF DIRECTORS :

**Mr. Suresh V. Chaturvedi** - Promoter Director  
(DIN-00577689)

**Mr. Subhash Chandra Rastogi** – Additional Independent Director  
(DIN: 03612907)

**\*Ms. Abha Ravi** - Non-Executive & Independent Director  
(DIN- 07127554)

**Mr. Advait Chaturvedi** – Additional Director  
(DIN: 05003448)

**Mr. Ambuj Chaturvedi** – Additional Director  
(DIN: 05003458)

\* Ms. Abha Ravi - Resigned on August 07, 2021

#### BOARD COMMITTEES :

##### AUDIT COMMITTEE:

Mr. Subhash Chandra Rastogi - Chairman

\*Ms. Abha Ravi - Member

Mr. Suresh V. Chaturvedi - Member

\*Ms. Abha Ravi - Resigned on August 07, 2021

##### NOMINATION AND REMUNERATION COMMITTEE:

Mr. Subhash Chandra Rastogi - Chairman

\*Ms. Abha Ravi - Member

Mr. Suresh V. Chaturvedi - Member

\*Ms. Abha Ravi - Resigned on August 07, 2021

##### STAKEHOLDERS RELATIONSHIP COMMITTEE:

Mr. Suresh V. Chaturvedi - Chairman

Mr. Subhash Chandra Rastogi - Member

\*Ms. Abha Ravi - Member

\*Ms. Abha Ravi - Resigned on August 07, 2021

##### CHIEF FINANCIAL OFFICER:

Mr. Sanjay Agarwal

##### COMPANY SECRETARY:

Ms. Monika Hissaria (upto January 11, 2021)

Ms. Gayatri Chauhan (From March 11, 2021)

#### STATUTORY AUDITORS :

**M/s. Chaturvedi SK & Fellows**

Chartered Accountants

402, Dev Plaza, S.V. Road, Andheri West,

Mumbai - 400 058

#### REGISTERED OFFICE:

301, 3rd Floor, Shubham Centre-1, 3rd Floor,

491, Cardinal Gracious Road,

Andheri (East), Mumbai - 400 099.

#### SITE :

Chhata Barsana Road, Chhata,

Dist. - Mathura,

Uttar Pradesh - 281 401.

#### REGISTRAR AND TRANSFER AGENT :

**Link Intime India Private Limited**

C 101, 247 Park, LBS Marg,

Vikhroli (West), Mumbai – 400 083.

Phone:(022) 28515606, 28515644

Email:rnt.helpdesk@linkintime.co.in

Website: www.linkintime.co.in

#### LISTING OF EQUITY SHARES :

**BSE Limited,**

Phiroze Jeejeebhoy Tower,

Mumbai - 400 021.

**BSE STOCK CODE - 524488**

#### INVESTOR EMAIL ID :

svcindustriesltd@gmail.com

#### CORPORATE IDENTITY NUMBER :

L15100MH1989PLC053232

#### SECRETARIAL AUDITOR

Ranjeet Kumar Sharma & Associates

#### WEBSITE :

www.svcindustriesltd.com

## NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the Members of SVC Industries Limited will be held on Monday, September 27, 2021 at 11:30 a.m. through Video Conference (VC) and Other Audio Visual Means (OAVM) at the Registered office of the Company at 301, Shubham Centre-1, 491, Cardinal Gracious Road, Andheri (East), Mumbai – 400 099 shall be deemed as the venue for the meeting and the proceedings of the AGM shall be deemed to be made there at to transact the following business: -

### ORDINARY BUSINESS: -

1. To consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2021 and the reports of the Board of Directors' and Statutory Auditors' thereon;
2. To appoint a Director in place of Mr. Suresh V. Chaturvedi (DIN:00577689), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS: -

#### 3. Appointment of Mr. Subhash Chandra Rastogi as an Independent Director of the Company

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

**"RESOLVED THAT** pursuant to the provision of section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014 made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Subhash Chandra Rastogi (DIN: 03612907), who was appointed as an Additional Independent Director of the Company w.e.f. February 12, 2021 and whose appointment has been approved by the Board of Directors pursuant to the recommendation of the Nomination and Remuneration Committee and holds office until the AGM and who has submitted a declaration that he meets the criteria for independence as provided in the Act and SEBI Regulations and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from February 12, 2021 to February 11, 2026."

#### 4. Appointment of Mr. Advait Chaturvedi as a Director of the Company

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

**"RESOLVED THAT** pursuant to the provisions of Section 161 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') 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) read with schedule IV of the Act, Mr. Advait Chaturvedi (DIN: 05003448), who was appointed as an Additional Director

of the Company by the Board of Directors w.e.f. February 12, 2021, and whose term of office expires at the ensuing Annual General Meeting, be and is hereby appointed as Director, Non-Independent (Non-executive) of the Company whose period of office will be liable to determination by retirement of directors by rotation."

#### 5. Appointment of Mr. Ambuj Chaturvedi as a Director of the Company

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

**"RESOLVED THAT** pursuant to the provisions of Section 161 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') 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) read with schedule IV of the Act, Mr. Ambuj Chaturvedi (DIN: 05003458), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. February 12, 2021, and whose term of office expires at the ensuing Annual General Meeting, be and is hereby appointed as Director, Non-Independent (Non-executive) of the Company whose period of office will be liable to determination by retirement of directors by rotation."

By Order of the Board of Directors  
For **SVC Industries Limited**

**Suresh V. Chaturvedi**  
Director

Place: Mumbai  
Date: 12<sup>th</sup> August, 2021

### NOTES:

1. In view of massive outbreak of COVID-19 pandemic, social distancing norms and restrictions on movement of persons at several places in the country and pursuant to General Circular Nos.02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs ('MCA') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India permitted the holding of the Annual General Meeting ('AGM') through VC / OAVM, without the physical presence of the Members. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM. The Ministry of Corporate Affairs vide General Circular no. 02/2021 dated 13<sup>th</sup> January, 2021 extended the facility of holding the Annual General Meeting upto 31st December, 2021 through VC/ OAVM.
2. An Explanatory Statement, pursuant to Section 102 (1) of the Act, relating to special business set out under Item Nos. 3, 4 & 5, of the accompanying Notice are annexed hereto. A statement providing additional details of the Director along with brief profile who are seeking appointment / re-

appointment as set out at Item No. 2 of the Notice is annexed herewith as per Regulation 36 of the Listing Regulations, as amended and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('ICSI').

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for AGM. 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.
4. 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.
5. The register of members and share transfer books will remain closed from September 21, 2021 to September 27, 2021 (both days inclusive) for the purpose of ascertaining the Shareholders attending the AGM.
6. 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 cutoff date of September 20, 2021.
7. The Company's Statutory Auditors, M/s. Chaturvedi SK & Fellow were appointed as Statutory Auditors of the Company for a period of five (5) consecutive years at the AGM of the Members held on 1<sup>st</sup> July, 2017. Pursuant to the amendment made by the Companies (Amendment) Act, 2017, effective from May 7, 2018, it is no longer necessary to seek the ratification of the shareholders for continuance of the above appointment. Hence, the Company is not seeking the ratification of the shareholders for the appointment of the Statutory Auditors.
8. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
9. As per the provision of Section 72 of the Act, facility for making nomination(s) is available to Individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the RTA. Members holding shares in demat mode should file their nomination with their Depository Participants ('DPs') for availing this facility.
10. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
11. In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
12. As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can only be transferred in demat form with effect from April 1, 2019, except

in case of request for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holding to demat form. Members can contact the Company or RTA for assistance in this regard.

13. 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 in electronic form and to Company's RTA - M/s Link Intime India Private Limited, Share Transfer Agent Limited having address at C-101, 247, Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, in case the shares are held in physical form.
14. The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Further, instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic mode.

#### 15. PROCEDURE FOR INSPECTION OF DOCUMENTS:

- a) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
- b) All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com).
- c) 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 Monday, September 20, 2021 through email on [svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com). The same will be replied by the Company suitably.
16. In compliance with the aforesaid MCA Circulars and SEBI Circular, the Notice calling AGM along with Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of the AGM and the Annual Report 2020-21 will also be available on the Company's website at [www.svcindustriesltd.com](http://www.svcindustriesltd.com), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).
17. Members are requested to send all communications relating to shares and unclaimed dividends, change of address, bank details, email address etc. to the RTA at the following address:

Link Intime India Private Limited,  
Share Transfer Agent  
C-101, 247, Park, L.B.S. Marg,  
Vikhroli (West), Mumbai – 400 083

If the shares are held in electronic form, then change of address and change in the Bank Accounts etc., should be furnished to their respective Dps.

18. Members may please note that SEBI has made PAN as the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions. Members may please note that SEBI has also made it mandatory for submission of PAN in the following cases, viz. (i) Deletion of name of the deceased shareholder(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares. Members are requested to Register their PAN with their DPs, in case of shares held in demat form and RTA/ Company, in case of shares held in physical form, as directed by SEBI.

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

20. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Ministry of Corporate Affairs vide General Circular no. 02/2021 dated 13<sup>th</sup> January, 2021 extended the facility of remote e-voting for Annual General Meeting upto 31st December, 2021.

21. Instructions for E-voting and joining the AGM are as follows:

The remote e-voting period begins on Friday, September 24, 2021 at 09:00 A.M. and ends on Sunday, September 26, 2021 at 05.00 P.M. The remote e-voting module shall be disabled for voting thereafter.

i. Members may also note that the Notice of the 30<sup>th</sup> Annual General Meeting and the Annual Report for 2020-21 will also be available on the Company's website [www.svcindustriesltd.com](http://www.svcindustriesltd.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com)

ii. Instructions for Shareholders/Members to attend the Annual General Meeting through InstaMeet (VC/OAVM) are as under:

a) Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

b) Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from

the scheduled time of the Annual General Meeting. Shareholders/Members with more than 2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 1000 members only.

c) Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

d) Open the internet browser and launch the URL for InstaMeet <<<https://instameet.linkintime.co.in>>> and register with your following details:

- DP ID / Client ID or Beneficiary ID or Folio No.: Enter your 16-digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the Company
- PAN: Enter your 10-digit Permanent Account Number (PAN)
- Mobile No.
- Email ID
- Click "Go to Meeting"

Note:

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting. Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call us: - Tel : ( 022-49186175 )

22. Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:

a) Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at [svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com) from 20.09.2021, 9:00 am to 22.09.2021, 6:00 pm.

b) The first 15 Speakers on first come basis will only be allowed to express their views/ask questions during the meeting.

c) Shareholders/ Members, who would like to ask questions, may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com) The same will be replied by the company suitably.



**Note:**

Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting. Shareholders/ Members should allow to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

**23. Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

- (i) On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
- (ii) Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
- (iii) After successful login, you will see "Resolution Description" and against the same the option "Favour/Against" for voting.
- (iv) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired.
  - a. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- (v) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- (vi) Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call us: - Tel: ( 022-49186175 )

**Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post 9<sup>th</sup> June, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

Type of shareholders	Login Method
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	<p>•If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.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 "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password.</p> <p>•After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>•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></p> <p>•Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<b>Individual Shareholders holding securities in demat mode with CDSL</b>	<p>•Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <p>•After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote.</p> <p>•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/EasiRegistration</a></p> <p>•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. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.</p>

Type of shareholders	Login Method
<b>Individual Shareholders (holding securities in demat mode) &amp; login through their depository participants</b>	<p>•You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>•Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<b>Individual Shareholders holding securities in Physical mode &amp; evoting service Provider is LINKINTIME.</b>	<p>1. Open the internet browser and launch the URL : <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a></p> <p>► Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -</p> <p>A.User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company.</p> <p>B.PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>C.DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</p> <p>D.Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</p> <p>•Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above</p> <p>► Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&amp;*), at least one numeral, at least one alphabet and at least one capital letter).</p> <p>► Click "confirm" (Your password is now generated).</p> <p>2. Click on 'Login' under '<b>SHARE HOLDER</b>' tab.</p> <p>3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '<b>Submit</b>'.</p> <p>4. After successful login, you will be able to see the notification for e-voting. Select '<b>View</b>' icon.</p> <p>5. E-voting page will appear.</p> <p>6. Refer the Resolution description and cast your vote by selecting your desired option '<b>Favour / Against</b>' (If you wish to view the entire Resolution details, click on the '<b>View Resolution</b>' file link).</p> <p>7. After selecting the desired option i.e. Favour / Against, click on '<b>Submit</b>'. A confirmation box will be displayed. If you wish to confirm your vote, click on '<b>Yes</b>', else to change your vote, click on 'No' and accordingly modify your vote.</p>

#### Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME, have forgotten the password:

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

#### Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

#### Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 22-23058542-43.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

InstaVote Support Desk  
Link Intime India Private Limited

24. Ranjeet Kumar & Associates, a practising Company Secretary (Certificate of Practice 13241) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
25. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the 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 authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
26. As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchange(s) within 48 hours of the conclusion of the AGM. The results declared along with Scrutinizer's Report shall be placed on the Company's website [www.svcindustriesltd.com](http://www.svcindustriesltd.com).
27. The results on resolutions so declared at or after the Annual General Meeting of the Company will be deemed to have been passed on the Annual General Meeting date subject to receipt of the requisite number of votes cast in favour of the Resolutions.
28. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing companies to send documents to their shareholders in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, members who have not registered their E-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their Email-id. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at [www.svcindustriesltd.com](http://www.svcindustriesltd.com). Members will be entitled to receive the said documents in physical form free of cost at any time upon request.

By Order of the Board of Directors  
For SVC Industries Limited

**Suresh V. Chaturvedi**  
Director

Date: 12<sup>th</sup> August, 2021

## EXPLANATORY STATEMENT PURSUANT TO SEC 102 (1) OF THE COMPANIES ACT, 2013

### ITEM NO. 3

Mr. Subhash Chandra Rastogi on the recommendation of Nomination & Remuneration Committee and with the approval of the Board has been appointed as an Additional Independent Director with effect from February 12, 2021 to hold office upto the ensuing Annual General Meeting, subject to approval of members, he shall be appointed for a period of five consecutive years from February 12, 2021 till February 11, 2026 and not liable to retire by rotation.

Mr. Subhash Chandra Rastogi has furnished to the Board the requisite declarations contemplated under Section 149(7) of the Act stating that he is Independent Director within the meaning of Section 146(6) of the Act and he is not disqualified from being appointed as Director in terms of Section 164(2) of the Act.

In the opinion of Board, Mr. Subhash Chandra Rastogi fulfills the conditions specified in Companies Act, 2013 and the Rules made thereunder and the proposed director is Independent of the Management. The Board also considers that his association would be of immense benefit to the Company and it is, therefore desirable to avail his services. Hence, it recommends the said Resolution No. 3 for approval by way of passing an Ordinary Resolution.

Details of Directors whose appointment as Independent Directors is proposed at Item No. 3 is provided pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letters of appointment of Mr. Subhash Chandra Rastogi setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company.

None of the Directors and Key Managerial Personnel of the Company are relatives of Mr. Subhash Chandra Rastogi. He, being an appointee is interested in this resolution concerning his own appointment. Except him, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at item no. 3.

Mr. Subhash Chandra Rastogi is interested in the resolutions set out respectively at item No. 3 to Notice with regard to his appointment. The relatives of Mr. Subhash Chandra Rastogi may be deemed to be interested in the respective resolutions to the extent of their shareholding interest, if any, in the Company.

Further, Additional details as required under regulation 36 (3) of the SEBI (Listing Obligations and Disclosures requirement) Regulations, 2015 is provided in the brief profile of Mr. Subhash Chandra Rastogi which is attached herewith as an Annexure II to the notice.



#### ITEM NO. 4

Mr. Advait Chaturvedi appointed as an Additional Director of the Company w.e.f. February 12, 2021 pursuant to the provisions of Section 161 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors), Rules, 2014 and the Articles of Association of the Company and who shall hold the office upto the date of ensuing Annual General Meeting of the Company.

Mr. Advait Chaturvedi 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 Director. His brief resume and other particulars have been given in the exhibit to this Notice. The approval of the members is sought for appointment of Mr. Advait Chaturvedi as the Director of the Company.

The Board of Director recommends the Ordinary Resolution for appointment of Mr. Advait Chaturvedi as Director of the Company. The brief profile of Mr. Advait Chaturvedi set out in item 4 for approval of the members of the Company. Except, Mr. Advait Chaturvedi, Suresh Chaturvedi is interested in the resolution and none of the other director of your Company or their relatives are concerned or interested in the said resolution.

#### ITEM NO. 5

Mr. Ambuj Chaturvedi appointed as an Additional Director of the Company w.e.f. February 12, 2021 pursuant to the provisions of Section 161 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors), Rules, 2014 and the Articles of Association of the Company and who shall hold the office upto the date of ensuing Annual General Meeting of the Company.

Mr. Ambuj Chaturvedi 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 Director. His brief resume and other particulars have been given in the exhibit to this Notice. The approval of the members is sought for appointment of Mr. Ambuj Chaturvedi as the Director of the Company.

The Board of Director recommends the Ordinary Resolution for appointment of Mr. Ambuj Chaturvedi as Director of the Company. The brief profile of Mr. Ambuj Chaturvedi set out in item 5 for approval of the members of the Company. Except, Mr. Ambuj Chaturvedi, Suresh Chaturvedi is interested in the resolution and none of the other director of your Company or their relatives are concerned or interested in the said resolution.

#### EXHIBIT TO NOTICE

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

#### ANNEXURE I

Name of the Director	Mr. Suresh V. Chaturvedi (DIN: 00577689)
Designation	Director
Date of Birth	05/10/1956
Age	64 Years.
Nationality	Indian
Qualification	B.Com
Date of Appointment	29th August, 1989
Profile and expertise	Mr.Suresh V. Chaturvedi aged about 64 years is a Non-Executive Director. He has over 40 years of rich experience in setting up of projects in sectors of Power Generation, PTA, TPE, Sugar, Pharmaceuticals and Dairy
Terms and Conditions of appointment/re-appointment	Appointed as a Director liable to retire by rotation
Number of Board Meetings attended during the financial year 2020-21	6 Board Meetings
Remuneration	—
Memberships/ Chairmanships of committees (includes only Audit Committee and Shareholder's/ Investor Grievance Committee/ Stakeholder's Relationship Committee) of other public companies as on March 31, 2021	—
Directorship held in other companies as on March 31, 2021	—
Shareholding (No. of equity shares)	41,92,000

## ANNEXURE II

Name of the Director	Mr. Subhash Chandra Rastogi (DIN: 03612907)	Mr. Advait Chaturvedi (DIN: 05003448)	Mr. Ambuj Chaturvedi (DIN: 05003458)
Designation	Independent Director	Director	Director
Date of Birth	10/07/1947	10/07/1983	18/08/1984
Age	74 years	38 years	37 years
Nationality	Indian	Indian	Indian
Qualification	BSC & B.E. Mechanical from IIT, ROORKEE.	Bachelor's degree from University of Durham, MBA degree from London Business School, UK	
Date of First Appointment on Board	February 12, 2021	February 12, 2021	February 12, 2021
Profile and expertise	Mr. Subhash Chandra Rastogi Worked as Assistant Engineer in Modi Steels. Worked in UP Coop Sugar Factories Federation, Lucknow as Assistant Engineer & Engineer in Charge of Bazpur Coop Sugar Mill and thereafter as Senior Engineer in Dy. Tech Manager & Manager. Appointed as a General Manager (Projects and Buy Products) in UPCSF and Promoted as a Adviser. Worked in National Federation of Coop Sugar factories, New Delhi as Consultant. Worked in Overseas Infrastructure Alliance (India) Pvt. Ltd. As Consultant and Division Head. Total 36 years of professional experience in working of which 20 years is in the capacity of General Manager and about 2 years as Technical Advisor.	Mr. Advait Chaturvedi contributes towards various functions across the group – from strategic growth plans to day-to-day management matters. He brings a wealth of global knowledge and know-how to the Company. He also holds the title of IDP -C (Certification in Corporate Governance) from INSEAD (Singapore & France). He has completed his Project Management training (based on PMI, USA, framework) in 2011 from SPIJMR, Mumbai. He is a member of Entrepreneurs' Organisation – Mumbai Chapter. He was the founding member of IPMA's (Switzerland based Project Management Organization) Mumbai Chapter.	Mr. Ambuj Chaturvedi directs the identification of strategic investment in projects that are most critical to any nation's growth. He is responsible for developing, marketing and implementing 'big impact' developmental projects and engaging all stakeholders including Top Political Leadership of the African nations to ensure that each project meets their expectations and world-class standards. He has also authored articles for leading publications such as Millennium Post, Brookings India and FICCI's special publication on "India - Africa Relations". He also has been interviewed and quoted widely in print and broadcast media including Rajya Sabha TV on "India-Africa Relation
Terms and Conditions of appointment/re-appointment	As per the resolution at Item No. 3 of the Notice read with Explanatory Statement thereto.	As per the resolution at Item No. 4 of the Notice read with Explanatory Statement thereto.	As per the resolution at Item No. 5 of the Notice read with Explanatory Statement thereto.
Number of Board Meetings attended during the financial year 2020-21	1 Board Meeting	1 Board Meeting	NIL
Remuneration	-	-	-
Memberships/ Chairmanships of committees (includes only Audit Committee and Shareholder's/ Investor Grievance Committee/Stakeholder's Relationship Committee) of other public companies as on March 31, 2021	-	-	-
Directorship held in other companies as on March 31, 2021	-	1. Overseas Infrastructure Alliance (India) Private Limited 2. Nandvan Mega Food Park Private Limited	1. Nandvan Mega Food Park Private Limited 2. Overseas Infrastructure Alliance (India) Private Limited
Shareholding (No. of equity shares)	-	85,95,800 Shares	85,95,800 Shares