



Sadhana Nitro Chem Limited

48th Annual Report 2020 - 2021



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**CORPORATE DETAILS****BOARD OF DIRECTORS**

Shri. Asit D. Javeri	Executive Chairman
Shri. Arvind R. Doshi	Independent Director (Resigned w.e.f. 02nd June, 2021)
Shri. Priyam S. Jhaveri	Independent Director
Shri. Pradeep N. Desai	Independent Director
Shri. Abhishek A. Javeri	Managing Director & CFO
Smt. Seema A. Javeri	Executive Director-Administration
Shri. Amit M. Mehta	Independent Director
Smt. Ayesha S. Patel	Additional Independent Director (Appointment w.e.f. 07th Dec, 2020)

KEY MANAGERIAL PERSONNEL **Shri. Nitin R. Jani** Company Secretary

BANKERS

CITI BANK, Mumbai
HDFC BANK LTD., Mumbai
STATE BANK OF INDIA, Mumbai & Roha

AUDITORS

Jayesh Dadia & Associates LLP
Chartered Accountants
422, Arun Chambers
Tardeo, Mumbai - 400034.

REGISTERED OFFICE

HIRA BAUG, 1st Floor,
Kasturba Chowk (C.P. Tank), Mumbai- 400 004.
Phone : 022-23865629 Fax : 022-23887235.
E-mail : sadhananitro@sncl.com
Website : www.sncl.com

CIN

L24110MH1973PLC016698

FACTORY

47, M.I.D.C. Industrial Area, Roha,
Dist. Raigad, Maharashtra- 402 116.

**REGISTRAR AND
TRANSFER AGENT (RTA)**

LINK INTIME INDIA PRIVATE LIMITED
(Formerly known as Intime Spectrum Registry limited)
C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai- 400 083.
Phones :022-49186000 Fax : 022-49186060
E-mail : rnt.helpdesk@linkintime.co.in



NOTICE TO THE MEMBERS

NOTICE IS HEREBY GIVEN THAT THE (48TH) FORTY EIGHTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SADHANA NITRO CHEM LIMITED ("THE COMPANY") WILL BE HELD ON TUESDAY, 28TH SEPTEMBER, 2021 AT 3.00 PM (IST) THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS ("VC/OAVM") TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To consider and adopt the Audited financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.

2. Appointment of Mr. Abhishek A. Javeri (DIN:00273030) as a Director who is liable to retire by rotation and being eligible, offers himself for re-appointment.

Explanation: Based on the terms of appointment, office of Executive Directors are subject to retirement by rotation. Mr. Abhishek Javeri, who was appointed on 01st May, 2021, whose office is liable to retire at the ensuing AGM, being eligible, seeks re-appointment. Based on performance evaluation and the recommendation of the nomination and remuneration committee, the Board recommends his re-appointment.

Therefore, members are requested to consider and if thought fit, to pass the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (hereinafter read as "the Act"), Mr. Abhishek Javeri (DIN: 00273030), who retires by rotation, be and is hereby re-appointed as a Director liable to retire by rotation."

SPECIAL BUSINESS:

3. Ratification of remuneration of Cost Auditors.

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Act, as read with Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the payment of the remuneration of Rs.1,00,000/- (Rupees One lakh only) plus reimbursement of out of pocket expenses at actuals plus applicable taxes and out of pocket expenses payable to M/s Vinay Mulay & Co., Cost Accountants (Reg No: M/8791), who were appointed as "Cost Auditors" by Board of Directors of the Company on the recommendation of Audit Committee to conduct the audit of Cost Records maintained by the Company for Financial Year ending 31st March, 2022, be and is hereby ratified and approved."

"RESOLVED FURTHER THAT Mr. Asit D. Javeri, Executive Chairman and/or Mr. Abhishek Javeri, Managing Director & CFO and/or Mr. Nitin Jani, Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. Regularisation of Additional Director, Mrs. Ayesha Sunil Patel (having DIN: 02074115) by appointing her as an Independent Director of the Company.

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act read with Schedule IV (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, and any other applicable provisions of Securities Exchange Board of India (SEBI) Listing Obligation and Disclosure Requirement (LODR) Regulations, 2015 Mrs. Ayesha Sunil Patel (DIN: 02074115) who was appointed as an additional Independent Director of the Company w.e.f 7th December, 2020 pursuant to provisions of Section 161 of the Act, be and is hereby appointed as an Independent Director to hold office for a term of five consecutive years commencing from 07th December, 2020.



"RESOLVED FURTHER THAT Mr. Asit. D. Javeri, Executive Chairman and/or Mr. Abhishek Javeri, Managing Director & CFO and/or Mr. Nitin Jani, Company Secretary to sign and submit all relevant e-forms, documents, in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto"

5. To re-appoint Shri Asit D. Javeri (DIN: 00268114) as an Executive Chairman of the Company

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 Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification and re-enactment thereof for the time being in force) and subject to further approval of the Central Government if required, the consent of the members be and is hereby accorded to reappoint Shri Asit D. Javeri (DIN: 00268114) as an Executive Chairman of the Company for a period of 3 (Three) Years w.e.f 1st May, 2021 on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of Rs. 1,68,00,000/- p.a. and on such terms and conditions as may be agreed to between the Board of Directors and Shri Asit D. Javeri with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of the the Act, or any amendments thereto or any re-enactment thereof."

"RESOLVED FURTHER THAT Mr. Asit. D. Javeri, Executive Chairman and/or Mr. Abhishek Javeri, Managing Director & CFO and/or Mr. Nitin Jani, Company Secretary be and are hereby severally authorised to sign and submit all relevant e-forms, documents, in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto"

6. To re-appoint Shri Abhishek A. Javeri (DIN: 00273030) as the Managing Director and Chief Financial Officer of the Company.

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 Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification and re-enactment thereof for the time being in force) and subject to further approval of the Central Government if required, the consent of the members be and is hereby accorded to reappoint Shri Abhishek A. Javeri (DIN: 00273030) as the Managing Director and Chief Financial Officer of the Company for a period of 3 (Three) Years w.e.f 1st May, 2021 on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of Rs. 1,68,00,000/- p.a. and on such terms and conditions as may be agreed to between the Board of Directors and Shri Abhishek A. Javeri with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of the Act or any amendments thereto or any re-enactment thereof."

"RESOLVED FURTHER THAT Mr. Asit. D. Javeri, Executive Chairman and/or Mr. Abhishek Javeri, Managing Director & CFO and/or Mr. Nitin Jani, Company Secretary be and are hereby severally authorised to sign and submit all relevant e-forms, documents in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto"

7. To re - appoint Mrs. Seema Asit Javeri (DIN: 01768936) as an Executive Director (Administration) of the Company.

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 Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification and re-enactment thereof for the time being in force) and subject to further approval of the Central Government if required, the consent of the members be and is hereby accorded to reappoint Mrs. Seema Asit Javeri (DIN: 01768936) as an Executive Director (Administration) of the Company for a period of



3 (Three) Years w.e.f 1st May, 2021 on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of Rs. 1,68,00,000/- p.a. and on such terms and conditions as may be agreed to between the Board of Directors and Mrs. Seema Asit Javeri with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of the Act or any amendments thereto or any re-enactment thereof."

"RESOLVED FURTHER THAT Mr. Asit. D. Javeri, Executive Chairman and/or Mr. Abhishek Javeri, Managing Director & CFO and/or Mr. Nitin Jani, Company Secretary be and are hereby severally authorized to sign and submit all relevant e-forms, documents, in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

8. To enhance the limit to create charge/mortgage/hypothecation on the Company's assets under section 180(1)(a) of the Act

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

"RESOLVED THAT pursuant to Section 180 (1)(a) and other applicable provisions, if any, of the Act, consent of the members and is hereby accorded to the Board of Directors to mortgage, create security or otherwise dispose of the assets of the Company in such form and manner and with such ranking and at such time and on such terms as the Board may determine, upon all or any of the present or future movable and /or immovable properties of the Company including whole or substantially the whole of the undertaking of the Company in certain events of default in favour of the Trustee /Trustees /Lenders for securing the security /securities /financial instruments that may be issued by the Company and any form of debt upto Rs.250 crores (Two Hundred and fifty Crores) over and above networth of the Company together with the interest, premium, cost, charge expenses and all other monies payable in connection therewith in terms of trust deed / others documents to be finalised and executed between the company and trustee / Trustees /Lenders and containing such specific terms and conditions and covenants in respect of enforcement of security / securities / financial instruments as may be stipulated in that behalf and agreed to between the Board of Directors or committee thereof and the Trustee / Trustees / Lenders."

"RESOLVED FURTHER THAT Mr. Asit.D.Javeri,Executive Chairman and/or Mr.Abhishek Javeri , Managing Director & CFO and/or Mr. Nitin Jani, Company Secretary be and are hereby severally authorized to sign and submit all relevant e-forms, documents with the Registrar of Companies and to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

9. To enhance the existing borrowing limits of the Company under section 180(1)(C) of Act

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 180(1) (C) and other applicable provisions, if any, of the Act, the Company authorizes the Board of Directors to borrow from time to time on behalf of the Company, any sum or sums of money on such terms and conditions and with or without security as the Board of Directors may think fit which, together with the money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) in excess of aggregate of the paid-up share capital of the Company and free reserves and securities premium account provided that the total amount of money/monies so borrowed by the Board shall not at any time exceed the limit of Rs. 250 crores (Rupees Two Hundred and fifty crores only) over and above the aggregate of paid-up share capital of the Company , free reserves and securities premium Account"

"RESOLVED FURTHER THAT Mr. Asit. D. Javeri, Executive Chairman and/or Mr. Abhishek Javeri, Managing Director & CFO and/or Mr. Nitin Jani, Company Secretary be and are hereby authorized to negotiate and settle the terms and conditions with the concerned Banks/Financial Institutions etc finalize the agreements/contracts and documents for creating the aforesaid mortgages and/ or charges and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Finance and Admin Committee or any other committee as it may consider appropriate in order to give effect to this Resolution and to do and perform all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution and to file the necessary e-form with the Registrar of Companies."



10. Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association :

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Act (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 21,50,00,000 (Rupees Twenty One Crores and Fifty Lakhs) divided into 21,50,00,000 (Twenty One Crores and Fifty Lakhs) Equity Shares of Rs.1/- (Rupee One) each to Rs. 30,00,00,000 (Rupees Thirty Crores) divided into 30,00,00,000 (Thirty Crores) Equity Shares of Rs. 1/- (Rupee One) each."

"RESOLVED FURTHER THAT pursuant to the Section 13 and other applicable provisions, if any, of the Act, consent of the members of the Company be and is hereby accorded for alteration of Clause V of the Memorandum of Association of the Company by substituting the existing Clause V thereof by the following new Clause V as under:"

V. The authorized Share Capital of the Company is Rs. 30,00,00,000 (Rupees Thirty Crores) consisting of 30,00,00,000 (Thirty Crores) Equity Shares of Rs. 1/-(Rupee One) each

"RESOLVED FURTHER THAT Mr.Asit. D. Javeri, Executive Chairman and/or Mr.Abhishek Javeri, Managing Director & CFO and/or Mr. Nitin Jani, Company Secretary be and are hereby severally authorized to sign and submit all relevant e-forms, documents with the Registrar of Companies and to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

Registered Office:

Hira Baug, 1st Floor
Kasturba Chowk, (C.P. Tank),
Mumbai - 400004
CIN: L24110MH1973PLC016698
E-mail: sadhananitro@snci.com
Date: 10th August, 2021

By the order of Board of Directors

Nitin R. Jani
Company Secretary
Membership No: A4757



NOTES:

1. Pursuant to the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular No. 02/2021 dated January 13, 2021 prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM along with Circular number SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2020/ 79 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
2. The AGM shall be deemed to be held at the Registered Office of the Company at Hira Baug, 1st Floor, Kasturba Chowk (C. P. Tank), Mumbai, Maharashtra, 400004.
3. 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 the AGM is being held in accordance with the Circulars through VC, the facility for appointment of proxies by the members will not be available.
4. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").
5. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC portal/e-voting portal.
6. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 relating to the special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.
7. NSDL will be providing facility for voting through remote e-Voting, for participation in the 48th AGM through VC/OAVM facility and e-Voting during the 48th AGM
8. Members may note that the VC/OAVM facility, allows participation of at least 1,000 Members on a first come-first-served basis
9. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in / 1800-222-990 or contact Mr. Amit Vishal, Senior Manager - NSDL at amitv@nsdl.co.in / 022-24994360 or Mr. Sagar Ghosalkar, Assistant Manager - NSDL at sagar.ghosalkar@nsdl.co.in / 022-24994553.
10. The Company has appointed Link Intime India Private Limited, RTA, C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083 as Registrars and Share Transfer Agents for Physical Shares. The said (RTA) is also the Depository interface of the Company with both NSDL & CDSL. Information of RTA is as follows:

Telephone No. 022-49186000,
E-mail address: mt_helpdesk@linkintime.co.in
Fax No. 022-49186060.

However, keeping in view the convenience of Shareholders, documents relating to shares will continue to be received by the Company at its Registered Office
Telephone No. 022-23865629
Email: sadhananitro@sncl.com
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
12. The Register of Members and the Share Transfer Book of the Company will remain closed from Monday, 20th September, 2021 to Tuesday, 28th September, 2021 (both days inclusive) for the purpose of Annual General Meeting.
13. 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. All documents referred to in the Notice will also be available for electronic 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 sadhananitra@sncl.com

14. Members are requested to notify immediately change of address, if any, to their Depository Participants (DPs) in respect of their electronic share accounts and Link Intime India Private limited (RTA), or to the Company at its Registered Office in respect of their physical shares.
15. Members desiring any information are requested to write to the Company 10 days in advance
16. 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 reports, Notices, Circulars, etc. from the Company electronically.
17. In compliance with the Circulars, the Annual Report 2020-21, the Notice of the 48th AGM, and instructions for e-voting are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s). The Members who have not yet registered their e-mail addresses are requested to register the same with RTA/ Depositories.
18. Pursuant to the provisions of Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India, a brief note on the background and the functional expertise of the Directors of the Company seeking re-appointment along with the details of other Directorships, memberships, chairmanships of Board Committees, shareholding and relationships amongst directors inter-se is set out in the Brief Resume appended to this Notice.
19. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Tuesday, 21st September, 2021.
20. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he / she is already registered with NSDL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.
21. The e-voting period commences on Saturday, 25th September, 2021 at 9:00 A.M and ends on Monday, 27th September, 2021 at 5:00 P.M. During this period, members holding share either in physical or dematerialized form, as on cut-off date, i.e. as on Date may cast their votes electronically. The e-voting module will be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on Date.
22. 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 the e-voting system during the AGM.
23. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM facilitated by NSDL.
24. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the National Securities Depository Limited (NSDL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice. The Board has appointed Ms. Kumudini Bhalerao of MMJC & Co, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
25. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer for all those members who are participating in the AGM through Video Conferencing but have not cast their votes by availing the remote e-voting facility.
26. The Scrutinizer shall after the conclusion of voting at the general meeting, will 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 report of the total votes cast in favor 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.

27. The Result declared along with the report of the scrutinizer shall be placed on the website of the Company and on the website of NSDL the results shall simultaneously be communicated to the Stock Exchange (BSE), Mumbai.
28. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
29. **Electronic Dispatch of Annual Report and Process for Registration of e-mail Id for obtaining the Annual Report:**
Pursuant to Sections 101 and 138 of the Act read with the relevant Rules made thereunder and Regulation 36 of the SEBI Listing Regulations, companies can send Annual Reports and other communications through electronic mode to those Members who have registered their e-mail addresses either with the Company or with the Depository Participant(s). In accordance with the Circulars issued by MCA and SEBI and owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith) due to COVID-19 pandemic situation such statements including the Notice of the 48th AGM are being sent through electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice of the Meeting and the Annual Report 2020-21 is available on the Company's website www.sncl.com, website of the Stock exchanges i.e. BSE, i.e. www.bseindia.com. The AGM Notice is also disseminated on the website of Agency i.e. at www.evoting.nsdl.com
30. **Instructions for Members for participating in the AGM through VC/OAVM**
 - I. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at www.evoting.nsdl.com under members login by using the remote e-voting credentials. The link for VC/OAVM will be available in Members login where the EVEN of Company will be displayed.
 - II. The Members can start joining in 30 (thirty) minutes before the scheduled time of AGM and it will be kept open for 15 (fifteen) minutes after the start of AGM.
 - III. The facility of participation at the AGM through VC/ OAVM will be made available to at least 1000 Members on first come first served basis.
 - IV. User Guidelines/Compatibility for viewing of AGM:
 - ✓ All you need is a computer with an Internet connection (high speed service such as DSL or cable works best) and speakers Compatible Browser list: Google Chrome 50 | Microsoft Edge | Internet Explorer 10 & above | Firefox | Safari | Opera
 - ✓ Video Buffering/Video Stuck but not audible: Check on the Internet Connection, Check whether you have sufficient bandwidth for viewing the Same, To check whether if you have sufficient bandwidth for viewing the same, click on the system check tab or visit speedtest.net Minimum Internet Speed should be 10 MBPS with the Upload and Download Ratio of 1:1.
 - ✓ Allow third party cookies.
 - ✓ You may also use a headset instead of speakers.
 - ✓ Please refresh your browser (for laptop / desktop kindly press CTRL+F5)
31. **Procedure to raise questions / seek clarifications with respect to Agenda of AGM:**
 - As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, Demat account number / folio number, email id, mobile number to sadhananitro@sncl.com Questions / queries received by the Company till 5:00 p.m. IST on Friday, 24th September 2021, shall only be considered and responded during the AGM.
 - Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending an email to sadhananitro@sncl.com any time before 5:00 p.m. IST on Friday, 24th September 2021, mentioning their name, Demat account number/ folio number, email id, mobile number. Those Members who