

40th

ANNUAL REPORT

2019 - 2020



SHREYANS INDUSTRIES LIMITED

INSPIRING US



LATE SH. D.K. OSWAL
(1940 - 2007)

We live by your values.
Honesty, Generosity, Compassion and Selflessness.

BOARD OF DIRECTORS

MR. RAJNEESH OSWAL, CHAIRMAN AND MANAGING DIRECTOR	(DIN 00002668)
MR. VISHAL OSWAL, VICE-CHAIRMAN AND MANAGING DIRECTOR	(DIN 00002678)
MR. KUNAL OSWAL, WHOLE TIME DIRECTOR	(DIN 00004184)
MR. ANIL KUMAR, EXECUTIVE DIRECTOR AND C.E.O	(DIN 00009928)
MR. A.K. CHAKRABORTY, INDEPENDENT DIRECTOR	(DIN 00133604)
DR. PREM KUMAR, INDEPENDENT DIRECTOR	(DIN 00051349)
MR. RAMESH CHANDER JUNEJA, ADDITIONAL DIRECTOR (INDEPENDENT)	(DIN 07804729)
DR. PRATIBHA GOYAL, INDEPENDENT DIRECTOR	(DIN 07174666)

CHIEF FINANCIAL OFFICER
MR. R. K. MAHAJAN

COMPANY SECRETARY
MS. RUCHITA VIJ

BANKERS

- 1) STATE BANK OF INDIA
4) ICICI BANK LIMITED

- 2) IDBI BANK LIMITED
5) DEUTSCHE BANK AG

- 3) PUNJAB NATIONAL BANK

STATUTORY AUDITORS

M/S. K.C. KHANNA & CO.
NEW DELHI

SECRETARIAL AUDITORS

M/S. P.S. BATHLA & ASSOCIATES
LUDHIANA

COST AUDITORS

M/S. RAJAN SABHARWAL & ASSOCIATES
LUDHIANA

REGISTRAR & TRANSFER AGENTS

M/S. SKYLINE FINANCIAL SERVICES (P) LIMITED
D-153/A, 1ST FLOOR OKHLA INDUSTRIAL AREA PHASE - I
NEW DELHI - 110020
TEL: 011 40450193-97, EMAIL: admin@skylinerta.com

REGISTERED & CORPORATE OFFICE

VILLAGE - BHOLAPUR. P.O. SAHABANA
CHANDIGARH ROAD, LUDHIANA- 141123. (PUNJAB)
CIN: L17115PB1979PLC003994,
TEL: +91-161-2685270, 98761-00948

EMAIL: atl@shreyansgroup.com, cs@shreyansgroup.com, WEB: www.shreyansgroup.com

WORKS

1. SHREYANS PAPERS, AHMEDGARH, DISTT. SANGRUR (PB.) - 148021
TEL: +91-161-5206300 FAX: +91-1675-240512, EMAIL: spm@shreyansgroup.com
2. SHREE RISHABH PAPERS, VILLAGE BANAH, DISTT. S. B. S. NAGAR (PB.) - 144522
TEL: +91-1881-273627-28-29 FAX: +91-1881-273645, EMAIL: srp@shreyansgroup.com

BRANCH

5 A-C, GOPALA TOWER,
25, RAJENDRA PLACE, NEW DELHI-110008
TEL: +91-11-25818258-59, 25721042
EMAIL: sil.delhi@shreyansgroup.com

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NOTICE

NOTICE is hereby given that, the 40th Annual General Meeting of the members of the Company will be held on Wednesday, the 30th September, 2020 at 3.00 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business.

AS AN ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon.
2. To ratify and confirm the payment of interim dividend of ₹3/- per equity share declared by the Board for the Financial Year 2019-20.
3. To appoint a director in place of Mr. Kunal Oswal (DIN: 00004184), who retires by rotation and being eligible offers himself for re-appointment.

AS SPECIAL BUSINESS**ITEM NO. 4****TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of deposits) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any, (including any statutory modification(s) thereof for the time being in force), the consent of the Company be and is hereby given to invite/accept/renew unsecured deposits from members and/or from public in any form or manner from time to time, through circular, advertisement or through any other permitted mode, up to the maximum permissible prescribed limit and on such terms and conditions as the Board may in its absolute discretion deem fit and necessary.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

ITEM NO. 5**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 its related and applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014, (including any statutory modifications thereof for the time being in force), the remuneration of ₹60,000/- (Rupees Sixty Thousands only) plus Goods and Service Tax as applicable and re-imbursement of out of pocket expenses, if any, for the financial year ending 31st March, 2021 as approved by the Board of Directors of the Company and paid/to be paid to M/s.Rajan Sabharwal and Associates, (Firm Registration No. 101961), Cost Accountants, Ludhiana, appointed by the Board as Cost Auditors to conduct the audit of the cost accounts of the Company, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all steps as may be necessary, proper or expedient to give effect to this resolution.”

ITEM NO. 6**TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:****RE-APPOINTMENT OF MR. KUNAL OSWAL, WHOLE TIME DIRECTOR**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the said Act (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of shareholders of the Company, Mr. Kunal Oswal (DIN: 00004184) be and is hereby re-appointed as Whole time Director of the Company for a period of three years w.e.f. 1st August, 2020 to 31st July, 2023 on the remuneration, terms and conditions as approved by the Nomination and Remuneration Committee and set out in the revised agreement, to be entered into between the Company and Mr. Kunal Oswal, draft of which is submitted to this meeting and the same is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to alter or increase/vary the terms and conditions of the said re-appointment and remuneration and/or agreement in such form and manner or with such modifications as the Board may deem fit, if required, to comply with approval(s) of shareholders and/or Central Government and as may be acceptable to Mr. Kunal Oswal without referring the same to the General Meeting again, subject to consents/approvals, if any, required in this regard.

RESOLVED FURTHER THAT where in any Financial Year, the Company has no profits or its profits are inadequate during the tenure of office of Mr. Kunal Oswal, the remuneration aforesaid shall be paid as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions.”

ITEM NO. 7**TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:****RE-APPOINTMENT OF MR. ANIL KUMAR, ED & CEO**

“RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the said Act (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of shareholders of the Company, Mr. Anil Kumar (DIN: 00009928) be and is hereby re-appointed as Executive Director & CEO of the Company for a period of three years w.e.f. 30th August, 2020 to 29th August, 2023 on the remuneration, terms and conditions as approved by the Nomination and Remuneration Committee and set out in the revised agreement, to be entered into between the Company and Mr. Anil Kumar, draft of which is submitted to this meeting and the same is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to alter or increase/vary the terms and conditions of the said re-appointment and remuneration and/or agreement in such form and manner or with such modifications as the Board may deem fit, if required, to comply with approval(s) of shareholders and/or Central Government and as may be acceptable to Mr. Anil Kumar without referring the same to the General Meeting again, subject to consents/approvals, if any, required in this regard.

RESOLVED FURTHER THAT where in any Financial Year, the Company has no profits or its profits are inadequate during the tenure of office of Mr. Anil Kumar, the remuneration aforesaid shall be paid as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions."

ITEM NO. 8

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

RE-APPOINTMENT OF MR. RAJNEESH OSWAL, CHAIRMAN AND MANAGING DIRECTOR

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the said Act (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of shareholders of the Company, Mr. Rajneesh Oswal be and is hereby re-appointed as Chairman & Managing Director of the Company for a period of three years w.e.f. 1st September, 2020 to 31st August, 2023 on the remuneration, terms and conditions as approved by the Nomination and Remuneration Committee and set out in the agreement, to be entered into between the Company and Mr. Rajneesh Oswal, draft of which is submitted to this meeting and the same is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to alter or increase/vary the terms and conditions of the said re-appointment and remuneration and/or agreement in such form and manner or with such modifications as the Board may deem fit, if required, to comply with approval(s) of shareholders and/or Central Government and as may be acceptable to Mr. Rajneesh Oswal without referring the same to the General Meeting again, subject to consents/approvals, if any, required in this regard.

RESOLVED FURTHER THAT where in any Financial Year, the Company has no profits or its profits are inadequate during the tenure of office of Mr. Rajneesh Oswal, the remuneration aforesaid shall be paid as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions."

ITEM NO. 9

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

RE-APPOINTMENT OF MR. VISHAL OSWAL, VICE-CHAIRMAN AND MANAGING DIRECTOR

"**RESOLVED THAT**, pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the said Act (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of shareholders of the Company, Mr. Vishal Oswal be and is hereby re-appointed as Vice-Chairman & Managing Director of the Company for a period of three years w.e.f. 1st September, 2020 to 31st August, 2023 on the remuneration, terms and conditions as approved by the Nomination and Remuneration Committee and set out in the agreement, to be entered into between the Company and Mr. Vishal Oswal, draft of which is submitted to this meeting and the same is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to alter or increase/vary the terms and conditions of the said re-appointment and remuneration and/or agreement in such form and manner or with such modifications as the Board may deem fit, if required, to comply with approval(s) of shareholders and/or Central Government and as may be acceptable to

Mr. Vishal Oswal without referring the same to the General Meeting again, subject to consents/approvals, if any, required in this regard.

RESOLVED FURTHER THAT where in any Financial Year, the Company has no profits or its profits are inadequate during the tenure of office of Mr. Vishal Oswal, the remuneration aforesaid shall be paid as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions."

ITEM NO. 10

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

APPOINTMENT OF MR. RAMESH CHANDER JUNEJA AS AN INDEPENDENT DIRECTOR

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 160 and any other applicable provisions 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 to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the consent of the Company be and is hereby accorded to appoint Mr. Ramesh Chander Juneja (DIN 07804729, who was appointed on 13th November 2019 to hold office till 40th Annual General Meeting as an Additional Director, Non-Executive Independent) for a term of 5 (five) consecutive years as a Director (Non-Executive Independent) effective from 30th September, 2020 to 29th September, 2025, not liable to retire by rotation."

ITEM NO. 11

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

INSERTION OF ARTICLE 92.1 TO ARTICLES OF ASSOCIATION OF THE COMPANY

"**RESOLVED THAT** pursuant to provisions of Section 14 and other applicable provisions of the Companies Act, 2013 read with Rules thereunder (including any statutory notifications or re-enactment thereof, for the time being in force), the consent of the Company, be and is hereby accorded to insert Article 92.1 as under:

ARTICLE NO. 92.1:

The Board of Directors may, at their discretion, raise or borrow for the purpose of the Company's business on such security with mortgage on all/any of property/assets of the Company whether present/future or both or in such other way/s as they may think expedient, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all steps as may be necessary, proper or expedient to give effect to this resolution."

**By order of the Board
For Shreyans Industries Limited**

Sd/-

Ruchita Vij

**Company Secretary
FCS 9210**

**Dated : June 29, 2020
Place : Ludhiana**

NOTES:

1. Due to the outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 20/2020, 14/2020, 17/2020 and the SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 has allowed the Companies to conduct the AGM/EGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. In accordance with the said circulars of MCA, SEBI and the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 40th AGM of the Company shall be conducted through VC/OAVM.
2. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the 40th AGM and Annual Report FY 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/RTA/Depositories. The Members may note that, the Notice will also be available on the Company's website at www.shreyansgroup.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on website of the e-voting agency-Central Depository & Services Limited at www.evotingindia.com.
3. Since the physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members will not be available for this AGM and hence, the Attendance Slip, Route Map and Proxy Form are not annexed to this Notice.
4. The participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24th September, 2020 to Wednesday, 30th September 2020 for the purpose of AGM of the Company.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed herewith.
7. Institutional/Corporate Members are requested to send a scanned copy (PDF/JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to Investor Service Cell of the Company at cs@shreyansgroup.com.
8. M/s. P.S. Bathla & Associates, Company Secretaries in Practice, Ludhiana, has been appointed as Scrutinizer to scrutinize the voting process in a fair and transparent manner. The scrutinizer shall prepare and submit his report to the Chairperson of the AGM or any other person authorized by him for the purpose not later than 48 hours from the conclusion of the AGM. The results of the voting along with the report of the Scrutinizer shall be communicated to the BSE Limited and the National Stock Exchange of India Limited, where the equity shares of the Company are listed and will also be displayed on the website of CDSL, the e-voting agency & on the Company's website at www.shreyansgroup.com.

INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM AND E-VOTING AREAS UNDER:

1. 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 MCA Circulars 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. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
2. 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 to atleast 1000 members on first come first served 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 served basis.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AREAS UNDER:

- (i) The voting period begins on 26th September 2020 (09.00 A.M.) and ends on 29th September 2020 (05.00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasiusing yourlogin credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR DOB	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

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

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

(xii) Click on the **EVSN (200903078)** for the **<Shreyans Industries Limited>** on which you choose to vote.

(xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xviii) If De-mat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. i-phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders: please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders: please 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), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AREAS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
3. Further, shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast three days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@shreyansgroup.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance three days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@shreyansgroup.com. These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM AREAS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
 2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
 3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
 4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- (xx) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@shreyansgroup.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCEDURE TO INSPECT DOCUMENTS, RAISE QUESTIONS

- a. The Statutory documents of the Company and/or the documents referred to in this Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM, ie 30th September 2020. The members seeking to inspect can send an e-mail to Investor Service Cell of the Company at cs@shreyansgroup.com.
- b. In case the Members wish to express their views or have any queries, then they may send the same in advance and also mentioning their Name, DP ID & Client ID/ Folio number, Mobile number to the Investor Service Cell at cs@shreyansgroup.com. Queries received by the Company atleast three days before, shall only be considered and responded during the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently

Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futrex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

For and on Behalf of the Board

**Sd/-
Ruchita Vij
Company Secretary
FCS 9210**

Dated : June 29, 2020

Place : Ludhiana

Regd Office: Village Bholapur, P.O. Sahabana,
Chandigarh Road, Ludhiana 141123

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ANNEXURE TO THE NOTICE**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, FORMING PART OF THE NOTICE OF ANNUAL GENERAL MEETING****ITEM NO. 4**

Pursuant to Section 73 of the Companies Act, 2013 and rules made there under and after approval of the members of the Company at its meeting held on 10th August, 2018, the Company had issued circular to the members of the Company, being invitation for deposits from members, which is valid up to the date of 40th Annual General Meeting of the Company i.e. up to 30th September, 2020.

The Board of Directors at their meeting held on 29th June, 2020 decided to continue invite/accept/renew unsecured deposits from members and/or public after complying with the relevant provisions of the Companies Act, 2013 and rules made there under, to enable the Company to maintain an alternate source of financing and need based deposits shall be accepted and or renewed.

The Board recommends this resolution for the approval of members by means of an ordinary resolution.

NOTICE OF INTEREST

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested in the said resolution.

ITEM NO. 5

The Board of Directors at their meetings held on 29th June, 2020 has approved the appointment of M/s. Rajan Sabharwal and Associates, (Firm Registration No. 101961), Ludhiana as Cost Auditors to conduct the audit of the cost accounts of the Company for the financial year 2020-21 as per the directions which may be issued by the Central Govt. and the remuneration was fixed as given in the resolution.

As per Rule 14 of the Companies (Audit and Auditors) Rules