

Date: November 29th, 2023

To,

BSE Limited
Department of Corporate Services,
P.J. Towers,
Dalal Street, Fort,
Mumbai-400001

Dear Sir(s),

Sub: Intimation for Postal Ballot Notice

Pursuant to regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find herewith a copy of the Postal Ballot Notice being sent to the Members of the Company on 29-11-2023 (Today).

In compliance with the MCA circulars, the Postal Ballot Notice is being sent by email to all the Members whose email ID is registered with the Registrar & Transfer Agent/Depository Participants. Members whose names appear in the Register of Members/ list of Beneficial Owners as on Friday, November 24, 2023 ('Cut-off date') are entitled to vote by way of remote e-voting on the resolution set forth in the Postal Ballot Notice.

The remote e-voting shall commence on Friday, December 01st, 2023 at 10.00 AM (IST) and ends on Saturday, December 30th, 2023 at 05.00 PM (IST) (both days inclusive).

The Notice is also being made available on the website of the Company at www.shervaniind.com and on the website of CDSL at evotingindia.com.

Kindly take the same on record.

For Shervani Industrial Syndicate Limited

S. K. Shukla
Company Secretary



SHERVANI INDUSTRIAL SYNDICATE LIMITED

Shervani Nagar, Sulem Sarai, Harwara, Prayagraj- 211015

CIN: L45202UP1948PLC001891

Phone- +91-7311128115; Fax- +91-532-2436928

E-mail- shervaniind@rediffmail.com; Website- www.shervaniind.com



POSTAL BALLOT NOTICE

Dear Member(s),

Notice is hereby given to the Members of Shervani Industrial Syndicate Limited ("the Company") that pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions of the Companies Act, 2013, as amended ("Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (the "Rules"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 20, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), read with applicable circulars under the Act and SEBI Listing Regulations, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby seeks your approval for the Special Resolutions appended below through the postal ballot process ("Postal Ballot") only by way of remote e-voting ("e-voting").

The proposed Resolutions and the Statement as required under section 102(1) pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof form part of this Postal Ballot Notice ("Notice" or "Postal Ballot Notice").

In compliance with Regulation 44 of the SEBI Listing Regulations', as amended and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose e-mail address is registered with the Company / depository participant(s). The details of the procedure to cast the vote forms part of the 'Notes' to this Notice.

The Company has, in compliance with Rule 22(5) of the Rules appointed Mr. S.K. Gupta, Practicing Company Secretary (FCS No. 2589) and Ms. Divya Saxena, Practicing Company Secretaries (FCS No. 5639), as the Scrutinizer and the alternate Scrutinizer respectively ("Scrutinizer") for conducting the Postal Ballot through e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed for the said purpose.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the services of Central Depository Services Limited ("CDSL") for facilitating e-voting. The Company has made necessary arrangements with Link Intime India Private Limited ("RTA") to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 P.M. (IST) on Saturday, December 30, 2023. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time.

Upon the completion of the scrutiny of the votes, the Scrutinizer will submit his report to the Company Secretary of the Company as authorised by the Board of Directors of the Company and the result of the voting by Postal Ballot will be announced within two working days from the conclusion of the e-voting. The said result alongwith the Scrutinizer's Report will be displayed at Registered Office of the Company and uploaded on the Company's website www.shervaniind.com. The result will simultaneously be communicated to the Stock Exchange.

In accordance with Secretarial Standards issued by the Institute of Company Secretaries of India and notified by the Central Government, the last date of e-voting, i.e. Saturday, December 30, 2023 shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS

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

"RESOLVED THAT in furtherance of the resolution passed at the 66th Annual General Meeting of the Company held on September 30, 2014 and pursuant to the provision of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company and subject to such other approvals as may be required from appropriate authorities, the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board" which expression shall include its duly authorized Committee or any individual Director) to create security whether by way of charge / mortgage / hypothecation and/or otherwise encumbering all or any of the properties of the Company, whether movable and/or immovable properties of the Company, both present and future including the whole or substantially the whole of the undertaking(s) of the Company in favour of Banks and / or Financial Institutions and / or Corporate Bodies and /or any other entity(ies) for securing the loans or other borrowings and financial assistance of any nature obtained or to be obtained by the Company or by any other Company as collateral security up to an amount not exceeding Rs. 2,00,00,00,000/- (Rupees Two Hundred Crore only) together with interest, cost, charges, expenses and any other money payable by the Company and / or the other Company to the said Banks and / or Financial Institutions and / or Corporate Bodies and / or other entities.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to execute all necessary documents, writings, papers etc. and to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution and the matters incidental, consequential and connected therewith."

2. 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 Companies Act, 2013 read the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company and subject to such other approvals as may be required from appropriate authorities, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to borrow any sum or sums of money from time to time notwithstanding that the moneys to be borrowed together with the moneys already

borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the Paid-up Share Capital of the Company and its free reserves not set apart for any specific purpose, so however, that the total amount upto which the moneys may be borrowed by the Board of Directors and outstanding at any time shall not exceed a sum of Rs.2,00,00,00,000/- (Rupees Two Hundred Crore only)."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under the foregoing resolution to any Committee of Directors of the Company or to any Director of the Company or to any officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this resolution and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) as aforesaid and to do all such acts, deeds and things as may be necessary, proper and expedient for giving effect to the above resolution and the matters incidental, consequential and connected therewith."

By Order of the Board
For **Shervani Industrial Syndicate Limited**

Place: Prayagraj
Date: 8th November, 2023

S. K. SHUKLA
Company Secretary

Notes:-

1. A statement pursuant to the provisions of Section 102(1) of the Act and other applicable provisions of the Act read with the Rules, setting out the material facts concerning the Special Business set out in the Postal Ballot Notice and the reasons thereof is annexed hereto.
2. The Notice is being sent to/published/displayed for all the Members, whose names appear in the Register of Members /List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on November 24, 2023 in accordance with the provisions of the Act, Listing Regulations and MCA Circulars.
3. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear on the Register of Members / Register of Beneficial Owners as on Friday, November 24, 2023 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot.
4. The Postal Ballot Notice will also be available on the website of the Company, i.e. www.shervaniind.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL i.e. www.evotingindia.com
5. Voting rights shall be reckoned on the paid-up value of the shares registered in the names of the Members as on Friday, November 24, 2023 (Cut-Off Date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes. A person who is not a member as on the cut-off date, should

accordingly treat this notice for information purposes only.

6. The Scrutinizer's decision on the validity of e-voting will be final.
7. In compliance with the provisions of Section 108, 110 and other applicable provisions of the Act read with relevant Rules made thereunder, the MCA Circulars and Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, as amended ("SEBI Master Circular"), and SS-2 and any amendments thereto, the Company is pleased to provide Members, facility to exercise their right to vote on the matters included in this Notice of the Postal Ballot by electronic means i.e. through remote e-voting services provided by CDSL. Members exercising e-voting as per the facilities arranged by the Company are requested to read the instructions in the Notes under the section "e-voting procedure". It may be noted that e-voting is compulsory.
8. In terms of the MCA Circulars, the Company will send Postal Ballot Notice in electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. Therefore, those shareholders who have not yet registered their e-mail address are requested to get their e-mail address registered by following the procedure given below:
 - (i) Shareholders who have not registered their e-mail address and in consequence could not receive the e-voting notice may temporarily get their e-mail registered by contacting or writing a mail to Link Intime India Private Limited, Registrar and Share Transfer Agent, at the e-mailid-rnt.helpdesk@linkintime.co.in or Mr. S. K. Shukla, Company Secretary at the e-mailid- shervaniind@rediffmail.com. Post successful registration of the e-mail, the shareholder would get soft copy of the Notice and the procedure for e-voting along with the User ID and the Password to enable e-voting for this Postal Ballot. In case of any queries, shareholder may write to rnt.helpdesk@linkintime.co.in or at evoting@cDSL.co.in
 - (ii) It is clarified that for permanent registration of e-mail address, the shareholders are however requested to register their e-mail address, in respect of electronic holdings with the Depository through the concerned Depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited by following due procedure.
 - (iii) Those shareholders who have already registered their e-mail address are requested to keep their e-mail address validated with their Depository participants/the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited to enable servicing of notices/documents/Annual Reports electronically to their e-mail addressrnt.helpdesk@linkintime.co.in or at evoting@cDSL.co.in
- 9 **The e-voting period will commence at 10:00 A.M. (IST) on Friday, December 1, 2023 and end at 5:00 P.M. (IST) Saturday, December 30, 2023.** The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by CSDL upon expiry of the aforesaid period.
- 10 The Resolutions, if passed by requisite majority, will be deemed to have been passed on the last date specified for e-voting i.e. December 30, 2023 in terms of the Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India upon the declaration of Result on or before January 2, 2024 by 5:00 P.M.

11 The Scrutinizer shall after the conclusion of voting unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and submit a Scrutinizer's Report of the total votes cast in favour or against, if any, on or before January 2, 2024 by 5:00 P.M., to the Company Secretary of the Company as authorized by the Board, who shall countersign the same. The result of the Postal Ballot will be announced by the Company Secretary of the Company or any other Director authorized by the Chairman on or before January 2, 2024 at the Registered Office of the Company and shall also be displayed on the Notice Board of the Company's Registered Office. The result declared along with the Scrutinizer's Report shall also be uploaded on the Company's website www.shervaniind.com and shall simultaneously be forwarded to the Stock Exchange i.e.BSE Limited.

12 PROCEDURE FOR E-VOTING:

a. E-VOTING FACILITY:

- i. The Company is providing e-voting facility of CDSL to its Members to exercise their right to vote on the proposed resolutions by electronic means.
- ii. The remote e-voting facility will be available during the following voting period:

| | |
|---------------------------|--|
| Commencement of E-Voting: | 10:00 A.M. (IST) on Friday, December 1, 2023 |
| End of E-Voting : | 5:00 P.M. (IST) on Saturday, December 30, 2023 |

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.

iii. The manner of e-voting by (i) individual shareholders holding shares of the Company in demat mode, (ii) Shareholders other than individuals holding shares of the Company in demat mode, (iii) shareholders holding shares of the Company in physical mode and (iv) Members who have not registered their e-mail address, is explained in the instructions given herein below.

b. INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:

- (i) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual

shareholders holding shares in demat mode.

- (ii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of shareholders | Login Method |
|---|--|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The user to login to Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered |

| | |
|---|--|
| | <p>Mobile & Email recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| <p>Individual Shareholders holding securities in demat mode with NSDL Depository</p> | <p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the homepage of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/, either on personal computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under "Shareholder/Member" section. A new screen will open. You will have to enter your user id (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a verification code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see E-Voting Page. Click on Company name or E-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p> |
| <p>Individual (holding securities in demat mode) login through their Depository Participants (DP)</p> | <p>You can also login using the login credentials of your demat NSDL/CDSL for e-Voting facility. After successful 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, where 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.</p> |

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

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

| Logintype | Helpdeskdetails |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) 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.
- 6) If you are a first-time user follow the steps given below:

| | For Physical shareholders and other than individual shareholders holding shares in Demat. |
|-----------------------|--|
| PAN | Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use these sequence numbers sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details | Enter the Dividend Bank Details or DOB (in dd/mm/yyyy format) as |

| | |
|--------|---|
| or DOB | recorded in your demat account or in the Company Records in order to login. • If both the details are not recorded with the DP or Company, please enter member id/folio number in the Dividend Bank Details field. |
|--------|---|

- (iv) After entering these details appropriately, click on "SUBMIT" tab.
- (v) 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 where they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be used by the Demat Account 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.
- (vi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vii) Click on the **EVSIN:231124010** for the entity mentioned as "Shervani Industrial Syndicate Limited" on which you choose to vote.
- (viii) 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.
- (ix) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (x) 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.
- (xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on **Forgot Password** & enter the details as prompted by the system.
- (xiii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiv) Additional Facility for Non-Individual Shareholders and Custodians-For Remote Voting only.
- 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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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 mandatory 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; shervaniind@rediffmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose e-mail ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 e-mail to rnt.helpdesk@linkintime.co.in.
2. In case shares are held in demat mode, please provide DPID-Client ID (16 digit DPID + Client ID or 16 digit beneficiary ID), 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 our RTA "Link Intime India Private Limited" at rnt.helpdesk@linkintime.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@cdsl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-Voting facility.

ANNEXURE TO THE NOTICE

STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT 2013 IN RESPECT OF ITEMS OF SPECIAL BUSINESS SET OUT IN THE POSTAL BALLOT NOTICE

The following statement as required under section 102(1) sets out all material facts relating to special business mentioned in the Notice of the Postal Ballot dated 08th November, 2023.

ITEM NO.1

The Members at the 66th Annual General Meeting held on September 30, 2014 had passed a Special Resolution in terms of provisions of Section 180(1)(a) of the Companies Act, 2013 authorizing the Board of Directors of the Company to create security whether by way of charge, mortgage or otherwise on any movable and / or immovable properties of the Company, both present and future including the whole or substantially the whole of the undertaking(s) of the Company in favour of Banks and / or Financial Institutions and / or Corporate Bodies and or any other entity(ies) for securing the Loans or other Borrowings and Financial Assistance of any nature obtained or to be obtained by the Company or by any other Company or entity as a collateral security together with interest, costs, charges, expenses and any other money payable by the Company and / or the other Company to the said Banks and / or Financial Institutions and / or Corporate Bodies and / or other entities up to an amount not exceeding aggregate of the paid up capital and free reserves of the Company.

With a view to empower the Board of Directors of the Company to raise additional resources to match the Business plans and for the purpose to provide such securities by creation of charge / mortgage / hypothecation and/or otherwise encumbering all or any of the properties of the Company, whether movable and/ or immovable and whole or substantially the whole of the undertaking(s) of the Company, it is proposed to have enabling approval from the Members for the creation of security on the assets of the Company up to an amount not exceeding Rs. 2,00,00,00,000/- (Rupees Two Hundred Crore only) by passing of Special Resolution under Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 as set out at Item No. 1 of the Notice.

The Board recommends the proposed resolution set out at under Item No. 1 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel and their relatives is in any way, concerned or interested financially or otherwise in the said Special Resolution accompanying the Notice.

ITEM NO.2

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a Company cannot, except with the consent of the Company in General Meeting borrow moneys, apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business in excess of the Paid-up Share Capital and Free Reserves of the Company that is to say reserves not set apart for any specific purpose.

Keeping in view the existing and future plans of the Company and fund requirement for its capital expenditure and long-term working capital requirement and also for meeting other business

requirements, it has been considered desirable to have enabling approval from the Members for borrowing of amount not exceeding Rs. 2,00,00,00,000/- (Rupees Two Hundred Crore only) at any point of time.

The Board recommends the proposed resolution set out at under Item No. 2 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel and their relatives is in any way, concerned or interested financially or otherwise in the said Special Resolution accompanying the Notice.

By Order of the Board
For **Shervani Industrial Syndicate Limited**

S. K. SHUKLA
Company Secretary

Place: Prayagraj
Date: 8th November, 2023