



# Shreyans Industries Limited

Regd. Office : Village Bholapur, P.O. Sahabana,  
Chandigarh Road, Ludhiana - 141 123 India

CIN : L17115PB1979PLC003994  
Tel # : 0161-6574125, 2685270  
Mob. # : 98761-00948  
E-mail : atl@shreyansgroup.com  
website : www.shreyansgroup.com

SIL/SCY/2019-20/127-128

18<sup>th</sup> June 2019

To

Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001  
**Scrip Code: 516016**

National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (West) Mumbai - 400 051  
**Scrip Code: SHREYANIND**

Dear Sir,

**SUBJECT: NOTICE OF 39<sup>TH</sup> AGM & INTIMATION OF BOOK CLOSURE FOR 39<sup>TH</sup> AGM AND FINAL DIVIDEND**

Ref: Regulation 30 and 42 of the SEBI (Listing Obligations and disclosure Requirements) Regulations 2015.


Pursuant to provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that, 39<sup>th</sup> Annual General Meeting (AGM) of members of Shreyans Industries Limited will be held on **Monday, 15<sup>th</sup> July 2019** at **11:00 a.m.** at Registered Office of the Company at Village Bholapur, P.O. Sahabana, Chandigarh Road, Ludhiana -141 123, Punjab. Please find enclosed herewith Notice of the 39<sup>th</sup> Annual General Meeting of the shareholders of the Company.

We also wish to inform you that, the register of members and share transfer books will remain closed from **Tuesday, 9<sup>th</sup> July 2019 to Monday, 15<sup>th</sup> July 2019** (both days inclusive) for the purpose of 39<sup>th</sup> Annual General Meeting and payment of final Dividend for FY 2018-19, if declared at the AGM.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the facility to its Members holding shares in physical or dematerialized form to exercise their right to vote by electronic means on all or any of the business specified in the Notice convening the AGM (Remote E-Voting). Accordingly, for the purpose of determining the shareholders eligible to cast their votes electronically/physically, the Company has fixed **8<sup>th</sup> July 2019** as the cut-off date. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide the e-voting facility.

You are requested to kindly take note of the same.

**For SHREYANS INDUSTRIES LIMITED**

  
(Ruchita Vij)  
COMPANY SECRETARY  
FCS: 9210



ENCL: 39<sup>th</sup> Annual General Meeting Notice dated 13<sup>th</sup> May 2019.

**BRANCH OFFICES :-**

- 5 A-D, Gopala Tower, 25 Rajendra Place, New Delhi-110 008  
Tel # 011-25721042, 25732104 Fax # 91-11-25752271  
E-mail : sil.delhi@shreyansgroup.com
- 912, Hub Town, Viva Building, 9th Floor, Shankar Wadi, Western Express Highway, Jogeshwari (East), Mumbai - 400 060. Tel. #: 022-67084631



**NOTICE**

NOTICE is hereby given that, the 39th Annual General Meeting of the members of the Company will be held on Monday, the 15th July 2019 at 11.00 a.m. at the Registered Office of the Company at Village Bholapur, P.O. Sahabana, Chandigarh Road, Ludhiana 141 123 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, 2019 and the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend, if any, for the Financial Year 2018-19.
3. To appoint a director in place of Mr. Rajneesh Oswal (DIN: 00002668), 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 Rs. 60,000/- (Rupees Sixty Thousand only) plus Goods and Service tax as applicable and reimbursement of out of pocket expenses, if any, for the financial year ending 31st March, 2020 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:**

“RESOLVED THAT pursuant to the provisions of Sections 149,

150, 152 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, Dr. Pratibha Goyal (DIN 07174666), Independent Non-Executive Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent (Non-Executive) Director of the Company to hold office for another term of 5 (five) consecutive years with effect from 10th August 2019 to 9th August 2024 and whose office shall not be liable to retire by rotation.”

**ITEM NO. 7****TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

“RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152 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, Dr. N.J. Rao (DIN 01282945), Independent Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent (Non-Executive) Director of the Company to hold office for another term of 5 (five) consecutive years with effect from 13th August 2019 to 12th August 2024 and whose office shall not be liable to retire by rotation.”

**ITEM NO. 8****TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

“RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152 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, Mr. A.K. Chakraborty (DIN 00133604), Independent Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent (Non-Executive) Director of the Company to hold office for another term of 1 (one) year with effect from 13th August 2019 to 12th August 2020 and whose office shall not be liable to retire by rotation.”

**ITEM NO. 9****TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

“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 Dr. Prem Kumar (DIN 00051349), who was appointed as an Additional Director (Non-Executive Independent) on the Board w.e.f. 13th May 2019 for a term of 5 (five) consecutive years effective from 13th May 2019 to 12th May 2024, not liable to retire by rotation.”

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

**Sd/-  
Ruchita Vij**

**Company Secretary  
FCS 9210**

**Dated : May 13, 2019**

**Place : Ludhiana**

**NOTES:**

**1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

**2. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

3. Members/proxies are requested to bring their copy of Annual Report to the Meeting and bring in duly filled attendance slips enclosed herewith to attend the meeting. Shareholders/ Proxy holders are requested to produce at the entrance, duly filled and signed attendance slips for admission to the Meeting Hall.

Corporate members are required to send a certified copy of the Board Resolution to the Company, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the AGM.

4. 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.

5. The Register of Members and Share Transfer books of the Company shall remain closed from 9th July 2019 to 15th July 2019 (both days inclusive), for the purpose of Annual General Meeting of the Company and payment of dividend, if any, for both physical and electronic segments.

6. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the meeting, will be paid within a period of 30 days from the date of declaration, to those members whose name appear on the Register of Members as on 8th July 2019.

7. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their question in writing to the Company, so as to reach the registered office of the Company at least 10 days before the date of the meeting so that information required may be made available at the time of the Meeting.

8. Copies of the Annual Report are being sent by electronic mode only to those members whose email addresses are registered with the company/depository participants(s) for communication purposes unless any members has requested for hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2019 are being

sent by the permitted mode.

9. The members are requested to:

1. Quote their folio number/Client ID & DP-ID in all correspondence with the company.
2. Notify immediately to the company any change in their address/ mandate, if any.
3. Register their e-Mail id with the company or its Registrar or their depository participant to enable the company to send the notices and other reports through email.

10. Shares of the Company are available for De-Materialization under **ISIN- INE231C01019**. Members who have not opted for De-Materialization are requested to do so in their own interest.

11. All dividends remaining unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. The Company has uploaded the details of unclaimed and unpaid dividend amounts lying with the Company on the website of the Company at [www.shreyansgroup.com](http://www.shreyansgroup.com). The said information was also filed with MCA and the same can be accessed at [www.iepf.gov.in](http://www.iepf.gov.in).

Furthermore, in terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) shares on which dividend remains unpaid or unclaimed for a period of seven consecutive years or more shall be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Upon transfer of such shares, all benefits, if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholder from IEPFA by following the procedure prescribed under the aforesaid rules.

Therefore, it is in the interest of shareholders to regularly claim the dividends declared by the Company.

12. Please note that the meeting is for members or their proxies only. Please avoid being accompanied by non-members and children.

13. A remote e-voting facility for the members shall also be provided in terms of Section 108 of the Companies Act, 2013 and rules made there under and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The facility for voting through ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise the right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

**The instructions for shareholders voting electronically are as under:-**

- (i) The remote e-voting period begins on 11th July 2019 (09.00 A.M.) and ends on 14th Jul 2019 (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) 8th July 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the

Notice of AGM and holds shares as of the cut-off date i.e. 8th July 2019 may obtain the login ID and password by sending a request at [cs@shreyansgroup.com](mailto:cs@shreyansgroup.com).

- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in De-mat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are holding shares in physical form or first time user in case holding shares in De-mat form, follow the steps given below:

	<b>For Members holding shares in Demat Form (First time user) and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both De-mat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the <b>sequence number*</b> in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Please enter the DOB or Dividend Bank Details in order to login. Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or Folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank details as recorded in your demat account or in the Company records for the said demat account or Folio. If the details are not recorded with the depository or company please enter the Member ID / Folio no. in the Dividend Bank details field.

\*sequence number shall be as per separate sheet attached with the Annual Report.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in De-mat 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 De-mat 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.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
  - (xi) Click on the **EVS(190603007)** for the **<Shreyans Industries Limited>** on which you choose to vote.
  - (xii) 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.
  - (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
  - (xiv) 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.
  - (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
  - (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
  - (xvii) 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.
  - (xviii) 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. iPhone 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.
  - (xix) Note for Institutional Shareholders: Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.  
A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).  
After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.  
The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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 favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
14. M/s. P.S. Bathla & Associates, Company Secretaries in practice, Ludhiana have been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner (including the ballot forms). The Scrutinizer shall within a period of 48 hours from the conclusion of e-voting



period, unblock the votes in presence of at least two witnesses not in employment of the Company and make a report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.

15. The Results shall be declared within 48 hours from the conclusion of the AGM. The results declared along with the Scrutinizer's report shall be placed on the Company's website [www.shreyansgroup.com](http://www.shreyansgroup.com) and on the website of CDSL and communicated to the Stock Exchanges.

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

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

**Dated : May 13, 2019**

Regd. Office: Village: Bholapur,  
P.O. Sahabana, Chandigarh Road,  
Ludhiana 141 123

CIN: L17115PB1979PLC003994

Tel.: +91-161-2685270, 98761-00948

Email: [cs@shreyansgroup.com](mailto:cs@shreyansgroup.com), [atl@shreyansgroup.com](mailto:atl@shreyansgroup.com)

Website: [www.shreyansgroup.com](http://www.shreyansgroup.com)

**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 39th Annual General Meeting of the Company i.e. up to 15th July, 2019.

The Board of Directors at their meeting held on 13th May, 2019 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 only 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 13th May, 2019 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 2019-20 as per the directions which may be issued by the Central Government and the remuneration was fixed as given in the resolution.

As per Rule 14 of the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors shall be ratified by the shareholders.

The Board recommends the aforesaid resolution for approval of the 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. 6 to 8**

In terms of the Companies Act 2013 and SEBI Listing Agreement/Regulations, Dr. Pratibha Goyal (in 36th AGM for a term of three years from 10th August 2016 to 9th August 2019), Mr. M. L. Gupta, Mr. A.K. Chakraborty and Dr. N.J. Rao (in 34th AGM for a term of five years from 13th August 2014 to 12th August 2019) were appointed as Independent Directors of the Company.

As per Section 149(10) of the Companies Act 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for second term of upto five consecutive years on the Board of a Company.

However, Mr. M.L. Gupta (DIN 00272672), Independent Director, on account of health issues had resigned w.e.f 13th May 2019 which was taken note by the Nomination and Remuneration Committee and Board in their meeting held on 13th May 2019.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. Pratibha Goyal, Mr. A.K. Chakraborty and Dr. N.J. Rao, being eligible for re-appointment as an Independent Director and offering themselves for re-appointment, the Board has proposed for re-appointment of Independent Directors in its meeting held on 13th May, 2019, as detailed below:

Name & DIN of Director	Proposed second term
Dr. Pratibha Goyal (DIN 07174666)	5 (five) consecutive years with effect from 10 <sup>th</sup> August 2019 to 9 <sup>th</sup> August 2024
Dr. N.J. Rao (DIN 01282945)	5 (five) consecutive years with effect from 13 <sup>th</sup> August 2019 to 12 <sup>th</sup> August 2024.
Mr. A.K. Chakraborty (DIN 00133604)	1 (one) year with effect from 13 <sup>th</sup> August 2019 to 12 <sup>th</sup> August 2020.

Accordingly, the Board recommends passing of Special Resolutions (Item no. 6-8) in relation to re-appointment of above mentioned Independent Directors of the Company.

**NOTICE OF INTEREST**

None of the Directors/Key Managerial Personnel of the Company/their relatives except the appointees i.e. Dr. Pratibha Goyal, Dr. N.J. Rao and Mr. A.K. Chakraborty, are in any way concerned or interested in the said resolutions.

**ITEM NO. 9**

In the opinion of the Nomination and Remuneration Committee of the Directors, Dr. Prem Kumar (DIN 00051349), fulfills the conditions for his appointment as an Independent Director as specified in the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Committee also opined that, he possesses appropriate skills, experience and knowledge as required for occupying the position of an Independent Director. The Board has also received declaration from Dr. Prem Kumar that, he meets the Criteria of Independence as prescribed under Section 149(6) read with Schedule IV of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Based on the recommendations of the Nomination and Remuneration Committee, the Board in its meeting held on

13th May, 2019, has considered and recommended the appointment of Dr. Prem Kumar as an Additional Director (Non-Executive Independent) on the Board of the Company. Further, the Board is seeking approval of the shareholders of the Company to appoint Dr. Prem Kumar as Director (Non-Executive Independent) for a term of 5 (five) years effective from 13th May 2019 to 12th May 2024.

**NOTICE OF INTEREST**

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Dr. Prem Kumar (DIN 00051349) himself, are in any way concerned or interested in the said resolution.

**ANNEXURE TO ITEM NOS. 3, 6,7, 8 & 9 OF THE NOTICE**

**Details of Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting (in pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

Name of the Director	Rajneesh Oswal	Pratibha Goyal	N. J. Rao	A. K. Chakraborty	Prem Kumar
DIN	00002668	07174666	01282945	00133604	00051349
Date of Birth	27.06.1966	10.08.1968	10.01.1949	07.04.1945	26.06.1953
Date of Appointment on the Board	30.06.1989	24.05.2016	26.12.2003	19.07.2005	13.05.2019
Expertise in specific functional areas	Business Management	Management-Education	Paper Technocrat	Finance Secretarial and Legal	Consulting
Qualifications	MBA	Ph. D	M. Tech, Ph. D in Chemical Engineering	FCS, FICWA	Master's in Economics, M. Phil and Ph. D
Directorship of other public limited companies	Adinath Textiles Limited	Hero Cycles Limited	NIL	1. Manaksia Limited 2. Manaksia Steels Limited 3. Manaksia Coated Metals & Industries Limited 4. Manaksia Aluminium Company Limited	1. Roop Polymers Limited 2. Roop Autimotives Limited
Memberships of Committees of other public limited companies (mandatory committees only)	Stakeholder's Relationship Committee (Adinath Textiles Limited)	NIL	NIL	Audit Committee Chairman (Manaksia Coated Metals & Industries Limited and Manaksia Aluminium Company Limited)	Audit Committee (both companies)
Disclosure of relationship between directors inter-se	He is brother of Mr. Vishal and Mr. Kunal Oswal.	Not related with other directors, promoter, Manager and KMPs.	Not related with other directors, promoter, Manager and KMPs.	Not related with other directors, promoter, Manager and KMPs.	Not related with other directors, promoter, Manager and KMPs.
No. of shares held in the Company as on May 13, 2019	6,250	NIL	NIL	NIL	NIL

By order of the Board  
For Shreyans Industries Limited  
Sd/-  
Ruchita Vij  
Company Secretary  
FCS9210

Dated : May 13, 2019  
Regd. Office: Village: Bholapur, P.O. Sahabana,  
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