



THE SUKHJIT
STARCH AND CHEMICALS
LIMITED
EVOLVING WITH NATURE

Ref: SSC/VPF/SE/2024-25/2561

Dt: 20/07/2024

BY E-FILING

To, The General Manager-Listing Department BSE Limited 25th Floor, P.J. Towers, Dalal Street, Fort, MUMBAI- 400 001 Ref: Security Code: 524542	To, The General Manager-Listing Department The National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, BandraKurla Complex, Bandra (E), Mumabi- 400 051 Ref: Symbol: SUKHJITS
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Sub: Notice of 80th Annual General Meeting (AGM) and Annual Report 2024-25

Dear Sir,

In compliance with Regulations 30, 34 and 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice convening the 80th AGM of the shareholders of the Company (scheduled to be held on Friday, August 16, 2024 at 10:00 AM at the Registered Office of the Company at Phagwara) and the Annual Report for the financial year ended 31st March, 2024. The same are being circulated through electronic mode to all the shareholders of the Company whose E-mail addresses are registered with the Company or Depository Participant(s), in compliance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI). The Notice and the Annual Report have also been made available on the Company's website at

<https://www.sukhjitgroup.com/notice-of-agm> and <https://www.sukhjitgroup.com/annual-report>

Further, the facility/option to transact through Remote Electronic Voting is also being provided to the shareholders. The remote E-voting will start on Tuesday, August 13, 2024 at 9.00 A.M. and will end on Thursday, August 15, 2024 at 5.00 P.M. The cut-off date for the purpose of determining the shareholders for E-voting is August 09, 2024.

As already intimated, the Register of Members and the Share Transfer Books of the Company will remain closed from 10-08-2024 to 15-08-2024 (both days inclusive) for the purpose of holding the Annual General Meeting of the Company.

We hope you will find the above information in order and request you to take the same on your records.
Thanking You,

Yours Faithfully,
For The Sukhjit Starch & Chemicals Limited

Vice President (Finance) &
Company Secretary

Encl: as above





The Sukhjit Starch and Chemicals Limited

(CIN: L15321PB1944PLC001925)

Registered Office: Sarai Road, Phagwara, Punjab, 144401

Email: sukhjit@sukhjitgroup.com

Phone: 01824-468800 / 260314 / 260216

Fax: 01824-261669

NOTICE

NOTICE is hereby given that the 80th Annual General Meeting of the Members of The Sukhjit Starch & Chemicals Ltd. will be held on Friday, the 16th day of August, 2024 at 10.00 A.M. at the Registered Office of the Company at Phagwara to transact the following business :-

ORDINARY BUSINESS

1. To receive, consider and adopt the Directors' Report, Auditors' Report and Audited Financial Statements for the year ended 31.03.2024.
2. To appoint Director in place of Smt. Manjoo Sardana (DIN: 08533106) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. 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 149, 150, 152, 161 & other applicable provisions (if any) of the Companies Act, 2013 and rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) read with the Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the consent of the members be & is hereby granted to the re-appointment of Sh. Vikas Uppal (DIN No. 00796828), as a Non Executive Independent Director of the Company for a further period of 5 years i.e. w.e.f. 21st January, 2025 to hold office upto 20th January, 2030."

4. 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 149, 150, 152, 161 & other applicable provisions (if any) of the Companies Act, 2013 and rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force)

read with the Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the consent of the members be & is hereby granted to the appointment of Sh. Suresh Arora (DIN: 10641466), as a Non Executive Independent Director of the Company w.e.f. 29th May, 2024 to hold office for a period of 5 years i.e upto 28th May, 2029."

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

"RESOLVED THAT pursuant to Regulation 31A and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws and subject to necessary approvals from the Stock Exchanges where the equity shares of the Company are listed namely, BSE Limited and NSE Limited (collectively "Stock Exchanges") or any other regulatory/ statutory authority as may be required, the consent of the Members of the Company be and is hereby accorded to the reclassification of Ms. Nandini Oberoi (holding 53812 shares i.e. 0.34% shareholding in the Company) from the 'Promoter Group' category to the 'Public' category shareholder(s).

RESOLVED FURTHER THAT upon receipt of the necessary approval(s) from the Stock Exchange(s) for reclassification of the above persons, the Company shall affect such reclassification in the statement of shareholding pattern under Regulation 31 of the SEBI Listing Regulations or any other statement & do all other acts / deeds as may be required, from the immediate succeeding quarter.

RESOLVED FURTHER THAT Sh. K.K. Sardana, Managing Director or Sh. M.G. Sharma, Executive Director (Finance) & CFO or Sh. Aman Setia, Vice President (Finance) & Company Secretary, be and are hereby severally authorized to sign / submit / withdraw all such documents as may be required to

be submitted to the Stock Exchanges, SEBI or any other statutory / regulatory authority in relation to the said reclassification and / or to do all such acts / deeds as may be considered necessary or expedient to give effect to this resolution.”

6. To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2025, by passing with or without modification(s) the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification or re-enactment thereof, for

the time being in force, the remuneration fixed by the Board of Directors payable to the Cost Auditors for conducting the audit of cost records of the Company for the financial year ending March 31, 2025, be and is hereby ratified.”

By Order of the Board

Place: Phagwara
Dated: 09.07.2024

Sd/-
AMAN SETIA
Vice President (Finance)
& Company Secretary



EXPLANATORY STATEMENT(S) OF ITEM NO. 3 TO 6

(PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013)

ITEM NO. 3

Sh. Vikas Uppal was appointed as an Independent Director of the Company w.e.f. 21.01.2020 for a period of 5 years, with the necessary approval of the shareholders in the General Meeting held on 13.08.2020. His existing tenure expires on 20.01.2025 & the Board of Directors has considered his re-appointment for further period of 5 years subject to the approval of the members of the Company. The Board feels that his long business experience & leadership skill sets will continue to guide the Company and strengthen the composition of the Board and therefore recommends his re-appointment w.e.f. 21.01.2025 to 20.01.2030.

Sh. Vikas Uppal is having vast experience of over three decades in manufacturing, administration, management and commercial fields. He is Chairman of M/s Opal Engines Pvt. Ltd. and Director of M/s Sukhjit Mega Food Park & Infra Ltd.

His re-appointment as the Non-Executive Independent Director of the Company requires the approval of the members of the Company by way of special resolution.

The Company has received his consent to act as a Director of the Company u/s 152(5), Notice of Interest u/s 184 (1) and the requisite declarations that he is not disqualified for being appointed / re-appointed as Independent Director of the Company in terms of Section 164 of the Companies Act, 2013 read with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He is not related to any of the Directors of the Company under the provisions of the section 2(77) of the Companies Act, 2013. His re-appointment will be made for a further period of 5 years i.e. from 21st January, 2025 to 20th January, 2030 and he shall not be liable to retire by rotation as per the applicable provisions of the act.

In opinion of the Board and as per the recommendations of Nomination and Remuneration Committee, the Independent Director proposed to be appointed / re-appointed fulfills all the conditions specified in the Companies Act, 2013 and the rules made thereunder and is independent of the Management / Board of Directors / Promoters.

The terms and conditions of appointment / re-appointment of the independent director are available for inspection by members at the registered office of the Company and are also available on the website of the Company.

He will be paid sitting fee, reimbursement of travelling expenses incurred for attending the Board Meetings on actual basis and commission on profits, as payable to other Independent Directors of the Company, as per the rules of the Company and in consonance with the provisions of the

Companies Act, 2013 read with rules made thereunder as amended from time to time.

Save and except Sh. Vikas Uppal and his relatives to the extent of their shareholding interest, i.e. 2500 shares in the company with regard to his appointment / re-appointment, none of the other Directors / Key Managerial Personnel and their relatives are in any way, financially or otherwise, concerned or interested, in the above resolution.

ITEM NO. 4

The Board of Directors, in its meeting held on 29.05.2024, has co-opted Sh. Suresh Arora, I.P.S. (retired), as an Additional Non-Executive Independent Director of the Company to hold office for a period of five years from 29.05.2024 to 28.05.2029, subject to the approval of the shareholders of the Company by way of special resolution in the Annual General Meeting.

Sh. Suresh Arora is a retired I.P.S. officer and is Post Graduate in law. He is also an associate member of The Institute of Company Secretaries of India (ICSI).

He has been the Chief Information Commissioner, Punjab from 2019 to 2023 after serving as the Director General of Police, Punjab for a period of over three years from 25.10.2015 to 07.02.2019. Prior to this he worked on various key positions in the State of Punjab like:

- Chief Director, Vigilance Bureau, Punjab
- Additional Director General of Police, Intelligence, Punjab
- Inspector general, Litigation & Administration

Presently he has been empanelled as an Arbitrator by Hon'ble High Court of Punjab & Haryana for a period of 3 years.

He has meticulous service record to his credit and has been decorated / awarded with various prestigious / gallantry awards like President Police Medal, Police Medal for Gallantry, Prakaram Medal, Special Duty Police Medal etc., for distinguished & creditable services to the Government.

The Board, therefore, considers his appointment in the best interest of the Company as he brings rich administrative, managerial & commercial experience with him, which will further strengthen the composition of the Board of Directors & induce more effectiveness, better efficiency, accountability & transparency in the working of the Board.

The Company has received his consent to act as a Director of the Company u/s 152(5), Notice of Interest u/s 184 (1) and the requisite declarations that he is not disqualified for being appointed as Independent Director of the Company in terms of Section 164 of the Companies Act, 2013 read

with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He is not related to any of the Directors of the Company under the provisions of the section 2(77) of the Companies Act, 2013.

His appointment will be made for a term of five years and he shall not be liable to retire by rotation as per the applicable provisions of the act.

In opinion of the Board and as per the recommendations of Nomination and Remuneration Committee, the Independent Director proposed to be appointed fulfills all the conditions specified in the Companies Act, 2013 and the rules made thereunder and is independent of the Management / Board of Directors / Promoters.

The terms and conditions of appointment of the independent director are available for inspection by members at the registered office of the Company and are also available on the website of the Company.

He will be paid sitting fee, reimbursement of travelling expenses incurred for attending the Board Meetings on actual basis and commission on profits, as payable to other Independent Directors of the Company, as per the rules of the Company and in consonance with the provisions of the Companies Act, 2013 read with rules made thereunder as amended from time to time.

Save and except Sh. Suresh Arora and his relatives to the extent of their shareholding interest, if any, in the company with regard to his appointment, none of the other Directors / Key Managerial Personnel and their relatives are in any way, financially or otherwise, concerned or interested, in the above resolution.

ITEM NO. 5

The Company has received request letter from Ms. Nandini Oberoi on June 28, 2024 belonging to the Promoter Group of the Company for reclassification from the 'Promoter Group' category to 'Public' category shareholder in accordance with Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations').

Ms. Nandini Oberoi was included in the 'Promoter Group' merely because her Maternal Uncle's name appeared in the list of Promoters & he had desired her name to be included in the list of Promoter Group. Ms. Nandini Oberoi is financially independent and takes independent investment decisions, without consulting other Members of the Promoter/Promoter Group. She is in no way controlling or participating in any of the business activities carried out by the Company.

Ms. Nandini Oberoi had in her above said request letter informed the Company that she was not involved in the operations of the Company in any manner whatsoever, nor she exercised any control over the Company, directly or indirectly, nor she has any influence over the Board of

Directors or hold any Key Managerial Personnel position in the Company.

Ms. Nandini Oberoi, in her request letter, has also separately confirmed that she:

- a) does not hold more than 10% of the voting rights in the Company;
- b) does not exercise control over the affairs of the Company directly or indirectly;
- c) does not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- d) is not on the Board of Directors of the Company and is not represented on the Board (including not having a nominee director) of the Company;
- e) is not acting as Key Managerial Personnel in the Company;
- f) is not 'wilful defaulter' as per the Reserve Bank of India Guidelines; and
- g) is not fugitive economic offender.

In view of the above and the confirmations received from her, the Board of Directors of the Company, in its meeting held on July 09, 2024, considered her request and in compliance with Regulation 31A of the SEBI Listing Regulations, approved her reclassification, inter-alia, subject to approval of shareholders in the ensuing Annual General Meeting & by the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and NSE Limited (collectively "Stock Exchanges"), and/or such other approval, if any required in this regard.

As required under Regulation 31A(8) of the SEBI Listing Regulations, the Company had intimated the Stock Exchanges on June 29, 2024 regarding receipt of reclassification request from Ms. Nandini Oberoi.

Ms. Nandini Oberoi holds 53812 shares i.e. 0.34% shareholding in the Company which together with the shareholding of the persons related to her in 'Promoter & Promoter Group' constitutes 1.21% of the paid up capital of the Company. Since the Board has already approved the reclassification and Ms. Nandini Oberoi (together with her relatives) holds more than 1% shareholding in the capital of the Company, the provisions of Reg 31A(3)(a)(iii) of the SEBI Listing Regulations, inter alia, requires approval of the Members of the Company. Therefore, the said request is being placed before the Members of the Company for approval by way of an Ordinary Resolution.

The Members may note that Company is in compliance with the requirement for minimum public shareholding as required under Regulation 38 of the SEBI Listing Regulations. The shares of the Company have never been suspended by the Stock Exchanges nor there is any outstanding dues to the SEBI, Stock Exchanges and the



Depositories as per provisions of the Regulation 31A(3)(c) of the SEBI Listing Regulations.

Ms. Nandini Oberoi and persons related to her shall not vote for the resolution. The Board of Directors of the Company recommends the Ordinary Resolution set out in Item No. 5 of the Notice for the approval by the Members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, are in anyway concerned or interested in the proposed resolution as set out in Item No. 5 of the Notice.

ITEM NO. 6

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s Khushwinder Kumar & Associates as the cost auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2025.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the members of the Company. Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditors i.e. Audit fee of ₹ 80,000/- plus applicable taxes and reimbursement of travelling / other out of pocket expenses (if any), for the financial year ending March 31, 2025 by passing an Ordinary Resolution as set out under Item No. 6 of the Notice.

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

NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- Authorised Representatives of the corporate members intending to participate in the AGM pursuant to section 113 of the Act, are requested to send to the company an email at: cssukhjit@gmail.com, a certified copy of the relevant Board Resolution/ Authority Letter etc. authorizing them to attend the meeting.
- Members intending to seek any clarification on the accounts, in the meeting, are requested to inform the company at least seven days in advance from the date of the Annual General Meeting. In consonance with the MCA Circular No. 14/2020 dated April 8,

2020, General Circular No. 17/2020 dated April 13, 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, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 & SEBI Circular No. SEBI/HO/FD/CMD1/CIR/P/2020/79 dated 12th May 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January 2023, as amended, the notice of the AGM along with the Annual Report for the financial year 2023-24 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company / Depositories, unless any member has requested for a physical copy of the same. The members, who have not registered their E-mail IDs with the company are, once again, requested to kindly register / update their e-mail IDs by following the below mentioned link <https://www.sukhjitgroup.com/email-registration>

Members may note that the said Notice and the Annual Report will also be available on the Company's website www.sukhjitgroup.com and on the websites of the Bombay Stock Exchange (BSE) www.bseindia.com & the National Stock Exchange (NSE) www.nseindia.com

- The details of the directors seeking appointment/ re-appointment as required by Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 issued by the Institute of Company Secretaries of India and notified by Central Government are annexed herewith marked as "**Annexure 1**". The Board of Directors has recommended all the proposed appointments / re-appointments of the Directors.
- As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their E-mail Ids by sending written request to our RTA M/s Skyline Financial Services Pvt. Ltd. in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in Demat form, to enable the Company to serve them documents / all communications including Annual Reports, Notices, Circulars etc. in electronic form.
- Members may please note that SEBI vide its circular dated January 25, 2022 has mandated the listed companies to issue securities in DEMAT form only while processing service requests viz. issue of duplicate securities certificate, claim from unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates / folios, transmission and transposition. Accordingly, Members are requested to make service requests by

submitting a duly filled and signed Form ISR-4, the format of which is available at company's website at <https://www.sukhjitgroup.com/form-isr-4> and on the website of the Skyline Financial Service Pvt. Ltd. at <https://www.skylinerta.com/>. It may be noted that any service request can be processed only after the folio is KYC compliant.

7. The SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer/transmission/ transposition shall be processed only in DEMAT form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are advised to Dematerialize the shares held by them in physical form. Members can contact the company or Skyline Financial Services Pvt. Ltd, for assistance in this regard.
8. As per the provisions of section 72 of the Act and the SEBI circular, the facility for making nomination is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting the Form SH-13 to the RTA in case of shares held in physical form. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the company's website. Members are requested to submit the said details to their DP in case the shares are held by them in DEMAT Form.
9. The Register of Members and the Share Transfer Books of the Company shall remain closed from 10.08.2024 to 15.08.2024 (both days inclusive).
10. The facility of remote E-voting is being provided to the members to cast their votes in regard to the above resolutions. The members, holding shares either in physical form or in demat form, as on the Cut-Off date of 09.08.2024 (end of business hours), may cast their vote by e-voting. Any person who acquires shares of the company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date for e-voting, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote-e-voting then he/she can use his/her existing user ID and password for casting the vote.
11. Members holding shares in physical form, are requested to notify any change in their bank accounts, addresses and E-mail IDs etc. immediately to the Registrar-cum- Share Transfer Agents of the Company and members holding shares in Demat form, should furnish the said particulars to their respective Depository Participants.
12. Members are hereby informed that, Dividends which remain unclaimed/ unencashed for over a period of 7 years, have to be transferred by the Company

to the Investor Education & Protection Fund (IEPF) constituted by the Central Government under section 125 of the Companies Act, 2013. Members can claim the transferred amount from IEPF Authority as per the procedure laid down under the Act & Rules thereunder.

13. Members, who have not en-cashed their dividend warrants for Interim Dividend / Final Dividend from F.Y. 2016-17 to 2023-24 may approach the company for revalidation of the original dividend warrants or for obtaining duplicate dividend warrants. The unpaid / unclaimed amount will be deposited in the Investors Education and Protection Fund as per the schedule given below:

Dividend for Financial Year	Date of Declaration	Due date for Deposit
2016-2017 (Final Dividend)	27.07.2017	26.07.2024
2017-2018 (Final Dividend)	08.08.2018	07.08.2025
2018-2019 (Interim Dividend)	06.02.2019	05.02.2026
2019-2020 (Final Dividend)	13.08.2020	12.08.2027
2020-2021 (Final Dividend)	06.08.2021	05.08.2028
2021-2022 (Interim Dividend)	11.02.2022	10.02.2029
2022-2023 (Interim Dividend)	05.12.2022	04.12.2029
2023-2024 (Interim Dividend)	03.01.2024	02.01.2031

14. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. Every person, who becomes the nominee under the provisions of the Act, may upon the production of such an evidence, as may be required by the Board, elect either to get himself registered as the holder of the securities or to make such transfers as the case may be, as the deceased holder could have made.
15. The Securities & Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to notify their PANs to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PANs to the Company / RTA.
16. The Company has appointed Mr. Parminder Pal Singh Rally, Practicing Company Secretary (Membership No. 6861), Partner of M/s P.S. Rally & Associates as 'Scrutinizer' for conducting and scrutinizing the e-voting process in a fair and transparent manner.



Procedure for remote E-Voting for AGM

1. The e-voting period commences on Tuesday, 13.08.2024 (9:00 am) and ends on Thursday, 15.08.2024 (5:00 pm). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off date of 09.08.2024 (end of business hours), may cast their vote by e-voting. The e-voting module will be disabled by NSDL for voting upon the expiry of the above period. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.
2. The voting rights of the members shall be in proportion to their shares held in the paid-up equity share capital of the Company as on the Cut-Off Date i.e. 09.08.2024.
3. The Scrutinizer, after scrutinizing the votes cast at the AGM & through e-voting, will not later than 48 hours from the conclusion of the AGM, make a consolidated scrutinizer's report and submit the same to the Chairperson/Managing Director or a person authorized by him in writing. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company-www.sukhjitgroup.com and on the website of NSDL. The results shall be simultaneously communicated to the Bombay Stock Exchange and the National Stock Exchange.
4. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed.
5. The Company has engaged the services of M/s. National Securities Depository Limited (NSDL) as the Agency to provide e-voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER :-

The remote e-voting period begins on Tuesday, 13.08.2024 (9:00 a.m. IST) and ends on Thursday, 15.08.2024 (5:00 p.m. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 09.08.2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 09.08.2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are 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 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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. 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.</p> <p>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.</p> <p>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 Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> <div style="border: 1px solid #ccc; padding: 10px; margin: 10px 0;"> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL 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 abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in call at 022 - 4886 7000 and 022 - 2499 7000
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 contact at toll free no. 1800 22 55 33



B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to parminderrally@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in

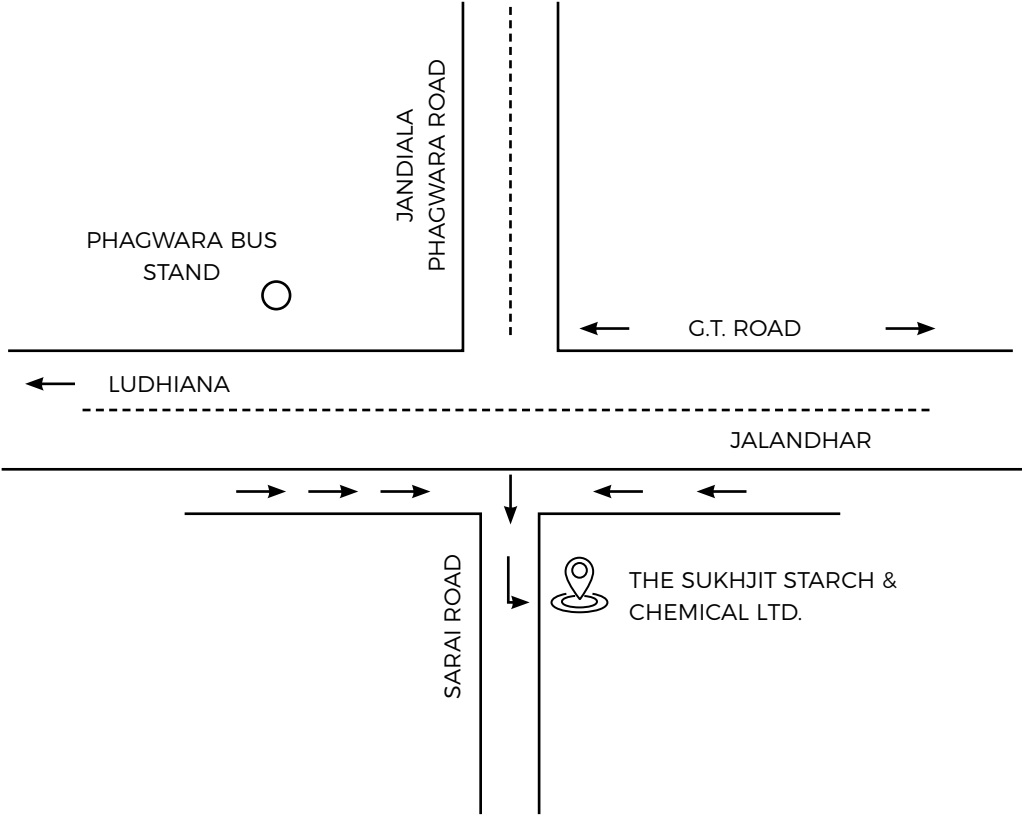
Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

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 email to cssukhjit@gmail.com & info@skylinerta.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID 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 cssukhjit@gmail.com & info@skylinerta.com. 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@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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 email ID correctly in their demat account in order to access e-Voting facility.



Route Map to the venue of AGM



(Annexure 1)

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard-2 on General Meetings]

Name of the Director	Smt. Manjoo Sardana	Sh. Vikas Uppal	Sh. Suresh Arora I.P.S (Retired)
DIN	08533106	00796828	10641466
Date of Birth	27-10-1952	29-07-1964	26-09-1958
Age	70 years	60 years	66 Years
Date of first appointment on the Board	08-08-2019	21-01-2020	29-05-2024
Qualifications	Graduate	B.E. (Mechanical)	Company Secretary, LLB, LLM
Experience and Expertise	Over 42 years of experience in various fields. She is an entrepreneur with sound business background. Further, she is involved in philanthropic activities in the fields of education and healthcare etc.	Over 35 years in the manufacturing, administration & commercial fields.	Over 40 years of extensive experience in the field of administration, management, law enforcement etc. of which over 3 years as Police Chief of the State of Punjab and 4 years as Chief Information Commissioner, Punjab. He has meticulous service record to his credit and has been decorated / awarded with various prestigious / gallantry awards for distinguished & creditable services.
Number of Meetings of the Board attended during the year	6 out of 6	5 out of 6	N.A.
List of Directorships of other Boards	-----	<ul style="list-style-type: none"> • Opal Engines Pvt. Ltd. • Sukhjit Mega Food Park & Infra Ltd. 	N.A.
List of Memberships/ Chairmanships of Committees of other Boards	-----	Chairman of Nomination & Remuneration Committee & Member of Audit Committee of Sukhjit Mega Food Park & Infra Ltd.	N.A.
Shareholding in The Sukhjit Starch & Chemicals Ltd.	1234272	2500	-----
Relationship with other directors, manager and other Key Managerial Personnel of the Company	-----	No relationship	No relationship
Terms and Conditions of appointment or reappointment along with details of remuneration sought to be paid and remuneration last drawn by such person	On the same basis as paid in the earlier years as per the Nomination & Remuneration Policy of the Company. Paid ₹ 11.76 lacs as commission on profits and ₹ 0.54 lacs as sitting fee during 2023-24.	On the same basis as paid in the earlier years as per the Nomination & Remuneration Policy of the Company. Paid ₹ 5 lacs as commission on profits and ₹ 0.45 lacs as sitting fee during 2023-24.	As per the Nomination & Remuneration Policy of the Company. N.A.

THE SUKHJIT STARCH & CHEMICALS LIMITED
Regd. Office : Sarai Road, Phagwara-144401 Distt. Kapurthala, Punjab
Email : sukhjit@sukhjitgroup.com Website : www.sukhjitgroup.com
C.I.N. : L15321PB1944PLC001925

ATTENDANCE SLIP
ANNUAL GENERAL MEETING - AUGUST 16, 2024 AT 10.00 A.M.

DP ID.		Name & Address of the registered shareholder
Client ID/Regd. Folio No.		
No. of Shares held		

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.
I hereby record my presence at the **ANNUAL GENERAL MEETING** of the Company being held on Friday the 16th day of August, 2024 at its Regd. Office at Sarai Road, Phagwara-144401, Distt. Kapurthala, Punjab

.....
Member's/Proxy's Signature

Note : Please complete this and hand it over at the entrance.

FORM NO. MGT-11
PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN :	L15321PB1944PLC001925
Name of the Company :	The Sukhjit Starch & Chemicals Limited
Registered Office :	Sarai Road, Phagwara-144401, Distt. Kapurthala, Punjab
Name of the members (s) :	
Registered address :	
E-mail Id :	
Folio No./Client ID	

I/We, being the member (s) ofshares of the above named company, hereby appoint.

1.	Name		Signature	
	Address			
	E-mail ID		Signature	
	or failing him			
2.	Name		Signature	
	Address			
	E-mail ID		Signature	
	or failing him			
3.	Name		Signature	
	Address			
	E-mail ID		Signature	
	or failing him			

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Friday, August 16th, 2024 at 10.00 A.M. at its Regd. Office at Sarai Road, Phagwara-144401, Distt. Kapurthala, Punjab and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.

1.	2.	3.	4.	5.	6.
----	----	----	----	----	----

Signed this..... day of 2024.

Signature of shareholder : _____

Signature of Proxy holder(s) : _____

Affix
Revenue
Stamp

Note : This form of proxy in order to be effected should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

