

Date : 02-09-2024

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir / Madam

Ref : Scrip Code: 512589

Sub: Disclosure pursuant to Regulation 30 read with Para A, Part A of Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform that at the board meeting of the Company it has been decided to call 41st Annual General Meeting of the Company on Friday September 27, 2024 at 3:00 p.m. through Video Conferencing/ Other Audio Visual Means to transact the following business:-

1. To consider and adopt Audited financial statements along with report of the Directors and Auditors.
2. To appoint Smt. Sanju Tulsyan, who retires by rotation, as Director
3. To appoint auditors for another term of five years.
4. Reappointment of Mr. Ashok Tulsyan as Whole Time Director.
5. Appointment of Mr. Girish Kumar Joshi as Independent director.
6. Approval for sale / disposal of shareholdings in associate company.
7. Approval for sale / disposal of shareholding in associate company to related parties.

The details of business / resolutions proposed at the ensuing AGM have been given in the notice of the AGM along with notes, explanatory statement and annexures to the notice, copy enclosed. Notice along with Annual Report is being sent to the shareholders and the Exchange.

The Meeting of the Board of Directors commenced at 11:30 and concluded at 15:00 today.

Kindly take the same in your records.

Thanking You,

Yours faithfully,
For Sita Enterprises Limited

(Shweta Mehta)
Company Secretary & Compliance Officer



SITA ENTERPRISES LIMITED

NOTICE

Notice is hereby given that the Forty-first Annual General Meeting of the members of Sita Enterprises Ltd. will be held on Friday, the 27th September, 2024 at 3.00 PM through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the company for the year ended 31-03-2024 together with the Reports of the Directors and Auditors thereon.
2. To appoint a director in place of Smt. Sanju Tulsyan (Director Identification Number: 00659808) who retires from office by rotation and being eligible offers herself for re-appointment.
3. To appoint the Statutory Auditors of the company and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013, other applicable provisions and recommendation of the board, Patel Shah & Joshi, Chartered Accountants (Firm Registration No. 107768W) be and are hereby re-appointed as the Auditors of the Company to hold office for an another term of five consecutive years commencing from the conclusion of the ensuing Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in year 2029 at such remuneration as may be mutually agreed between any of Directors of the Company and the Auditors.

Special Business:

4. Re-appointment of Mr. Ashok Tulsyan as Whole Time Director of the Company.

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

RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, and in accordance with the provisions of Section 152, 196, 203 and other applicable provisions if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013, Mr. Ashok Tulsyan (Director Identification Number 00353156), Whole Time Director of the Company whose period of office is liable to expire on 29th September, 2024 and in respect of whom the Company has received a notice in writing from a Member proposing his re-appointment for the office of Whole Time Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as Whole Time Director of the Company for a further period of two years from 29th September, 2024 to 28th September, 2026.

5. Appointment of Mr. Girish Kumar Joshi (DIN 09659780) as an Independent Director of the Company.

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

RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV of the Act and other applicable provisions, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Girish Kumar Joshi (DIN 09659780), who is eligible for being appointed as an independent director and in respect of whom a notice in writing pursuant to section 160 of the Act has been received, be and is hereby appointed as an independent director of the company for a term of five consecutive years from 27th September, 2024 to 26th September, 2029. Resolved further that Mr. Girish Kumar Joshi being an Independent Director shall not be required to retire by rotation as per the provisions of The Companies Act, 2013 and other applicable rules and regulations.

6. To consider and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:

“RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and rules made thereunder, SEBI (LODR) Regulation 37A and all other applicable provisions as amended from time to time and pursuant to the approval of the Board of Directors of the Company (the Board) and audit committee and subject to the shareholders’ approval for related party transaction, as required under section 188 of the Act and rules made thereunder and subject to requisite approval of Reserve Bank of India as per NBFCs regulations and compliances of such regulations, consent of the shareholders of the Company be and is hereby accorded to the Board for sale, transfer or otherwise disposal of company’s shareholding of 12,05,000 or lesser equity shares in Bombay Mercantile & Leasing Company Limited – CIN: U51900MH1984PTC032615 (BML) to Mr. Ashok Tulsyan, Smt. Sanju Tulsyan and Sita Offers And Bourse Expertise LLP at a consideration of Rs.50.46 per share amounting to Rs.608.05 Lakhs on total 1205000 shares, on such proportions, terms and conditions and in such manner as provided in the explanatory statement or as the Board may deem fit in the best interest of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolutions, with further powers to delegate all or any of the above authorities conferred to it to any officer(s)/authority(ies)/person(s) of the Company, including filing of necessary forms with the Registrar of Companies, RBI, Stock Exchanges or any other statutory bodies as may be required and to comply with all other requirements in this regard.”

7. To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and rules made thereunder, and all other applicable provisions as amended from time to time and pursuant to the approval of the Board of Directors of the Company (the Board) and audit committee and subject to requisite approval of Reserve Bank of India as per NBFCs regulations and compliances of such regulations consent of the shareholders of the Company be and is hereby accorded to the Board for sale, transfer or otherwise disposal of company’s shareholding of 12,05,000 or lesser equity shares in Bombay Mercantile & Leasing Company Limited – CIN: U51900MH1984PTC032615 (BML) to Mr. Ashok Tulsyan, Smt. Sanju Tulsyan, both directors of the company and Sita Offers And Bourse Expertise LLP, a LLP in which directors of the company are partners, all the three acquirers being related parties as per the said section 188 of the Act at a consideration of Rs. 50.46 per share amounting to Rs.608.05 Lakhs on total 1205000 shares, on such proportions, terms and conditions and in such manner as provided in the explanatory statement or as the Board may deem fit in the best interest of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolutions, with further powers to delegate all or any of the above authorities conferred to it to any officer(s)/authority(ies)/person(s) of the Company, including filing of necessary forms with the Registrar of Companies, RBI, Stock Exchanges or any other statutory bodies as may be required and to comply with all other requirements in this regard.

Mumbai
2nd September, 2024

By Order of the Board

Shweta Mehta
Company Secretary

NOTES:

1. This Annual General Meeting (AGM) of the members of the Company is being held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) in compliance with the MCA and SEBI Circulars. The facility for the appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
2. Corporate Members are requested to send a scanned copy (in PDF / JPG format) of the Board Resolution authorizing their representatives to attend the AGM, pursuant to Section 113 of the Act, through e-mail at pskalaagarwal@gmail.com or sitaenterprisesltd@yahoo.com with a copy marked to evoting@nsdl.co.in
3. The Registers of Members and Transfer Books of the Company in respect of the Equity Shares of the Company will remain closed from 21st September, 2024 to 27th September, 2024, both days inclusive.
4. The facility for making/varying/cancelling nominations is available to shareholders. Nominations/variations/cancellations can be made by giving notice in Form SH-13 and SH-14 which can be obtained from the Share Department of the Company or Share Transfer Agent or from the MCA website- www.mca.gov.in.
5. Members are requested to contact Link Intime India Pvt. Ltd. (LIPL), Share Transfer Agent of the Company, for consolidation of folios, transfer of physical shares into Demat form and other queries relating to their shares.
6. Shareholders whose KYC compliances are not complete as per SEBI Circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/37 dated 16.03.2023 are requested to complete the requirements as per SEBI regulations.
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile number, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details and other changes, to their DPs in case of holdings in electronic form and to the LIPL in case of holdings in physical form.
8. In compliance with applicable provisions, notice of the AGM along with Annual Report 2023-24 is being sent through electronic mode, to those members whose email addresses are registered with the Company/ Depositories. These will also be available on the Company's website (www.sitaenterprises.com), BSE's website (www.bseindia.com) and NSDL website (www.evoting.nsdl.com). Members who have not registered their e-mail addresses are requested to register the same with their Depository Participants ("DP") in case the shares are held by them in electronic form and with LIPL in case of physical form shares.
9. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. Members desirous of registering themselves as speaker shareholder or obtaining information on accounts and operations of the Company, are requested to address their queries at sitaenterprisesltd@yahoo.com from 24th September, 2024 to 26th September, 2024 till 5.00 p.m. mentioning their name, demat account number/folio number, email id, mobile number, so that the same could be suitably answered at the meeting/by email.
11. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM, depending on availability of time.
12. The deemed venue for the Annual General Meeting shall be the registered office of the company. The AGM shall only be via VC/ OAVM, without any physical presence of shareholders at the said Registered Office.
13. In terms of section 108 of the Act read with applicable provisions, the Resolutions for consideration at this AGM will be transacted through remote e-voting (facility to cast vote prior to the AGM) and also e-voting during the AGM. The Board of Directors of the Company ('the Board') have engaged the services of NSDL for E-voting and for conducting the AGM.
14. Ms. Kala Agarwal (Membership No.5976), Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
15. The voting results along with the Scrutinizer's report shall be placed on the Company's website www.sitaenterprises.com and on the website of NSDL www.evotingnsdl.com and the same shall be communicated to the BSE Limited, where the shares of the Company are listed.
16. The required detail of the directors and auditors proposed to be appointed and re-appointed and the terms of their appointments are given in the Annexure forming part of the Notice.

17. The instructions for members for remote e-Voting prior to AGM, e-voting at AGM and for joining Annual General Meeting are annexed.
18. All documents referred to in the accompanying Notice and the Explanatory Statement along with the Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Act shall be available for inspection. The required details of the Directors and auditors proposed to be re-appointed and the terms of proposed appointments are given in the Annexure forming part of the Notice. Members seeking to inspect such documents can send an email to sitaenterprisesltd@yahoo.com.
19. Re-appointment of auditors - Patel Shah & Joshi, Chartered Accountants (Firm Registration No. 107768W) were appointed as statutory auditors of the company in 2019 for a term of five years till the Annual General Meeting (AGM) of the current year. The company proposes to re-appoint them as the Auditors of the Company to hold office for another term of five consecutive years from conclusion of the ensuing AGM till the AGM of the year 2029. They have given a consent letter for their re-appointment and for their eligibility which is available at the registered office of the company for inspection. Detail of auditors seeking re-appointment is annexed. The Board recommends the resolution for approval by the Members.

20. Explanatory Statement Pursuant to Section 102 of The Companies Act, 2013 (“The Act”) :-

Item No. 4

Mr. Ashok Tulsyan was appointed as a Whole Time Director of the Company till 29-09-2024. It is proposed that his term may be further extended for a period of Two years. No remuneration, commission, allowances or other benefit shall be paid by the Company for this appointment. He holds the office as a director of the company subject to retirement by rotation and for re-appointment by the members. Mr Ashok Tulsyan does not hold any whole time position (Director or otherwise) in other Companies. Mr. Ashok Tulsyan, Mrs. Sanju Tulsyan, spouse of Mr. Ashok Tulsyan and Mrs. Sneha Tulsyan, daughter of Mr. Ashok Tulsyan are interested in this resolution. The Board recommends the resolution for approval by the Members.

Item No. 5

On the recommendation of the Nomination & Remuneration Committee the board of directors propose to appoint Mr. Girish Kumar Joshi (DIN 09659780) as an Independent Director of the company. Such appointment can be made for a period of five consecutive years from the date of appointment i.e. from 27th September, 2024. Notice under section 160 of the Companies Act has been received from a Shareholder proposing the name of Mr. Girish Kumar Joshi to be appointed as an Independent Director on the Board. He has given declaration of independence and other requisite letters and forms for his appointment as per applicable provisions. No Director, Key Managerial Personnel and their relatives are concerned or interested in the resolution proposing his appointment as an Independent Director on the Board of the Company. The Board recommends the resolution for approval by the Members.

Item No. 6 and 7

The company proposes to sell or dispose of its investment of 12,05,000 equity shares of face value of Rs 10/- each in Bombay Mercantile & Leasing Company Limited, an Associate Company of the Sita Enterprises Limited, to Mr. Ashok Tulsyan, Smt. Sanju Tulsyan and Sita Offers And Bourse Expertise LLP at the valuation rate of Rs.50.46 per share. The valuation has been determined by the approved valuer – Navigant Corporate Advisors Limited. The valuers have determined the fair value of shares of Bombay Mercantile & Leasing Company Limited as provided in Income Tax Rules wherein the fair value or market price of all assets owned by BML has been considered for the purpose. The board is of view that the valuation price determined by the valuers is the fair value for the shares of BML and the proposed sale is in the best interest of the company as substantial additional funds shall be released and available to the company for deployment.

Bombay Mercantile & Leasing Company Limited (BML) is a public limited company registered in India and incorporated under the provisions of the Companies Act, 1956 in the year 1984 in Maharashtra. BML is registered as a Non-Banking Financial Company with Reserve Bank of India as a non-systematic important NBFC not accepting or holding public deposits. It is classified as an Investment and Credit Company (NBFC-ICC) in the Base Layer Category as per RBI guidelines. BML is primarily engaged in Investments in shares, securities, mutual and other funds and financing through loans. The paid up capital of BML is Rs. 246 Lakhs divided into 24.60 Lakhs fully paid up equity shares of Rs. 10/- each. Sita Enterprises Limited (SEL) holds 12.05 Lakhs equity shares of BML. There is cross holdings of shares between BML and SEL with BML also holding 1025398 equity shares in the capital of SEL comprising 34.18% of equity capital of SEL.

Particulars of Shareholders of BML - Number of Shares held and Percentage of Total Shareholdings :-

Sita Enterprises Limited – 12,05,000 shares (48.98%),

Directors of SEL - Sanju Tulsyan - 1,50,000 shares (6.10%), Ashok Tulsyan – 97000 shares (3.95%), Sneha Tulsyan – 1,28,000 shares (5.20%)

LLPs in which directors of SEL are Partners - Sita Offers And Bourse Expertise LLP - 2,02,500 shares (8.23%), Tulsyan Products LLP - 5,45,000 shares (22.15%), Sita Equity LLP – 1,32,500 shares (5.39%).

Section 180(1)(a) of the Companies Act, 2013 mandates that the Board of Directors of the company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s) of the company, only with the approval of the members of the Company by way of a special resolution. Such sale or disposal may amount to sale of substantial interest in undertaking by the Company, your Directors propose resolution under section 180(1)(a) of the Companies Act, 2013 for the approval of the shareholders. In addition to the special resolution required under section 180(1)(a) regulation 37A of SEBI LODR (Listing Obligations and Disclosure Requirement) additionally requires approval from majority of public shareholders who are not in any way interested in the transaction. Mr. Ashok Tulsyan, Sanju Tulsyan and Sneha Tulsyan all directors of the company are interested parties within the meaning of The Companies Act, 2013. None of the other directors and key managerial personnel of the Company and any relatives of such director or key managerial personnel are in any way concerned or interested in this resolution, financially or otherwise. The Board is of opinion that the aforesaid proposal is in the best interest of the company and as such recommends passing of the special resolution as per item no. 6 of notice for approval of the members.

Pursuant to the proposed sale of company's holding in Bombay Mercantile & Leasing Company Limited (BML) undertaken by the Company, the Audit Committee of the Company ("Audit Committee") and the Board of Directors of the Company ("Board"), at their respective meetings held on 02nd September, 2024, approved the sale or disposal of Company's shareholding of 1205000 or lesser in its associate company, BML to Mr. Ashok Tulsyan, Smt. Sanju Tulsyan and Sita Offers And Bourse Expertise LLP ("the Acquirers"), related parties as per section 188 of The Companies Act, 2013 at the rate of Rs.50.46 per share amounting to Rs. 608.05 Lakhs for sale or disposal of 1205000 equity shares of BML.

Accordingly, the resolution for Proposed Sale has been placed before the shareholders of the Company for their approval. The directors of the company along with their relatives and associates shall not vote for this resolutions as prescribed under the provisions of Section 188 of the Companies Act, 2013. The Board recommends passing of the resolution as per item no. 7 of notice for approval of the members.

Additional information required to be disclosed pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (LODR) is as follows:

Sr. No	Particulars	Details
1	The name of the related party and nature of relationship	a. Ashok Tulsyan – Director of the company b. Sanju Tulsyan - Director of the company c. Sita Offers And Bourse Expertise LLP – A LLP in which directors of the company are partners
2	The nature, duration of the contract and particulars of the contract or arrangement	Sale of 1205000 or Lesser Equity Shares of Bombay Mercantile & Leasing Company Limited (BML) an Associate Company.
3	The material terms of the contract or arrangement including the value, if any	Sale of Equity Shares at the rate of Rs.50.46 per share amounting to Rs. 608.05 Lakhs for 1205000 Equity Shares of BML
4	Any advance paid or received for the contract or arrangement, if any;	Nil
5	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;	The consideration price has been determined by Approved valuers after considering the fair / market value of shares of BML as prescribed by the provisions of Income Tax Act and other regulations.
6	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors;	All factors relevant to the contract have been considered.
7	Object of such disposal	To augment the working capital needs of the company.
8	Commercial rationale of such disposal and use of proceeds arising therefrom	The valuation has been carried out as per applicable income tax and other laws by approved valuers. The proceeds of sale shall be used for the working capital requirements of the company.
9	Any other information relevant or important for the Board to take a decision on the proposed transaction.	Nil

Detail of Directors Seeking Appointment / Re-appointment at the AGM.

Name	Sneha Ashok Tulsyan	Ashok Tulsyan	Girish Kumar Joshi
DIN	01686490	00353156	09659780
Date of Birth / Age	22/05/1989 – 35 years	21/03/1957 – 67 years	14/03/1991 – 33 years
Date of First Appointment	28/09/2018	16/01/1989	Proposed from ensuing AGM.
Expertise	General Management	NBFC Business	Finance & Taxation
Qualification	MBA, Chartered Accountant and B.Com,	B.Com (Hons.), FCA	Chartered Accountant
No. of Shares held	1000	1,30,500	Nil
No. of Board meetings Attended	1	6	Nil
Category	Promoter Director	Whole Time Director	Independent Director
Relationship with other directors	Daughter of Mr. Ashok Tulsyan and Sanju Ashok Tulsyan - Directors in the Company.	Spouse of Mrs. Sanju Tulsyan, father of Sneha Tulsyan - Promoter Directors in the Company	Nil
Other Listed Companies in which Directorship held	Nil	Nil	*
Chairman / Member of the Committees of other Companies	Nil	Nil	**
Remuneration Drawn	Nil	Nil	No Remuneration only sitting fees to be paid
Resignation in past three years as director of any listed entity.	Nil	Nil	Nil

* Director in - Benchmark Computer Solutions Limited, Kundan Edifice Limited and Integrated Personnel Services Limited

** Chairman / Membership of the Committees – (1) Benchmark Computer Solutions Limited – Member of Nomination and Remuneration Committee and Audit Committee, Chairman of Stakeholder Committee (2) Kundan Edifice Limited – Member of Nomination and Remuneration Committee and Stakeholders Committee. (3) Integrated Personnel Services Limited – Member of Nomination and Remuneration Committee

Detail of Auditors proposed to be Re-Appointment at the AGM.

Sr. No.	Particulars	Details
1	Reason for Change	Re-appointment
2	Date of Re-appointment & Terms of Re-appointment	Re-appointment shall be effective from the conclusion of the ensuing 41 st Annual General Meeting (AGM) and shall be for a period of 5 years till the conclusion of the 46th AGM of the Company and as per terms of the resolution to be approved by the shareholders.
3	Brief Profile	M/s. Patel Shah & Joshi, Chartered Accountants [Firm registration No. 107768W], (“the Audit Firm”) was established in the year 1962. The Audit Firm is registered with the Institute of Chartered Accountants of India (ICAI) and has a Peer Review certificate valid till 31-10-2025. The Firm is engaged primarily in providing audit and assurance services and tax services to clients.

By order of the Board

Mumbai
2nd September, 2024

Shweta Mehta
Company Secretary

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

The remote e-voting period begins on Tuesday, the 24th day of September, 2024 at 09:00 A.M. and ends on Thursday, the 26th day of September, 2024 at 05:00 P.M. 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. 20th September, 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 20th September, 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"> 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 redirected 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 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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. 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. 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. 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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.

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 or 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 or 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?](http://www.evoting.nsdl.com)”(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?](http://www.evoting.nsdl.com)” (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 peskalaagarwal@gmail.com or sitaenterprisesltd@yahoo.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 : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Shri Sanjeev Yadav 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 sitaenterprisesltd@yahoo.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 sitaenterprisesltd@yahoo.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.
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 email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

5. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
6. Members are encouraged to join the Meeting through Laptops for better experience.
7. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
8. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
9. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at sitaenterprisesltd@yahoo.com. The same will be replied by the company suitably.
10. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. 20th September, 2024, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. **022 - 4886 7000 and 022 - 2499 7000**. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 20th September, 2024 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".