

September 20, 2021

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001.
Scrip Code: 540737

Dear Sir/Madam,

Sub.: Postal Ballot Notice.

In continuation of our intimation dated September 18, 2021, please find enclosed a copy of the Postal Ballot Notice dated September 18, 2021 together with the Explanatory Statement thereto, seeking approval of the members of Shree Ganesh Remedies Limited ("the Company") on the following items of special business, by means of electronic voting (remote e-voting) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities & Exchange Board of India:

1. Issue of Bonus Shares.
2. Approval for re-appointment of Mr. Jayesh Kishanlal Savjani (DIN: 07740486) as an Independent Director.
3. Approval for re-appointment of Mr. Priyam Surendra Shah (DIN: 06858411) as an Independent Director.

The Postal Ballot Notice is being sent to all members whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories, National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on September 18, 2021 (cut-off date). The Postal Ballot Notice is also uploaded on the Company's website at www.ganeshremedies.com.

The Company has engaged CDSL for facilitating remote e-voting to enable the members to cast their votes electronically. The e-voting on the resolutions set out in the Postal Ballot Notice shall commence from Thursday, September 23, 2021 at 9:00 A.M. IST and shall end on Friday, October 22, 2021 at 5:00 P.M. IST. The results of the Postal Ballot will be announced on or before Monday, October 25, 2021.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Shree Ganesh Remedies Limited

Sunny Narwani
Company Secretary
Encl: As above



Head Office (Unit-1) :
Plot No. 6011-12, GIDC Estate,
Ankleshwar - 393 002, Gujarat (INDIA)
Ph.: +91 9614961469, 7574976076
CIN No. : L24230GJ1995PLC025661

(Unit-2) :
Plot No. 6714/2,-6715 GIDC Estate,
Ankleshwar - 393 002, Gujarat (INDIA)
Ph.: +91 9614961469, 7574976076
GSTIN : 24ABACS1471R1Z0 (Zero)



www.ganeshremedies.com
WEBSITE
contact@ganeshremedies.com
EMAIL



SHREE GANESH REMEDIES LIMITED

Registered Office: Plot No. 6011, G.I.D.C., Ankleshwar 393002, Gujarat, India.

Tel No: Tel No.:7574976076 | **Email Id:** investors@ganeshremedies.com

Website: www.ganeshremedies.com | **CIN:** L24230GJ1995PLC025661

Postal Ballot Notice

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Members,

Notice is hereby given that the resolutions set out below is proposed to be passed by the Members of Shree Ganesh Remedies Limited (“the Company”) by means of Postal Ballot through remote e-voting only pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for, inter-alia, conducting postal ballot through e-voting vide General Circulars Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020 and 10/2021 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020 and June 23, 2021 respectively (“MCA Circulars”), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), Secretarial Standard-2 (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any.

The explanatory statement pursuant to Section 102(1) of the Act setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is attached.

In accordance with the MCA Circulars and pursuant to Section 110 of the Act and the Rules made thereunder, the Company will send Postal Ballot Notice only by email to all Members who have registered their email addresses with the Company / the Registrar and Share Transfer Agent of the Company (‘RTA’) or Depository / Depository Participants and whose name appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Saturday, September 18, 2021 (“cut-off date”). The communication of assent / dissent of the Members will only take place through the remote e-voting system. In compliance with the requirements of the MCA Circulars, physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company have appointed M/s. Vishal Thawani & Associates, Practising Company Secretaries (Membership No. 43938 and Certificate of Practice No. 17377), as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.

In compliance with the provisions of the Act read with Rules thereunder and SEBI LODR Regulations and the MCA Circulars as referred above, the Company has provided remote electronic voting ("remote e-voting") facility to the Members of the Company and for this purpose has engaged the services of Central Depository Services (India) Limited ("CDSL"). Please refer the instructions for remote e-voting given after the proposed resolutions for the process and manner in which remote e-voting is to be carried out.

Remote e-voting period shall commence on Thursday, September 23, 2021 (9:00 A.M. IST) and end on Friday, October 22, 2021 (5.00 P.M. IST) (both days inclusive). Members are requested to carefully read the instructions while expressing their assent or dissent and cast vote via remote e-voting by not later than the close of working hours at 5.00 P.M. (IST) on Friday, October 22, 2021.

Upon completion of remote e-voting, the Scrutinizer will submit his report to the Chairman of the Company or any other person authorized by him, who shall countersign the same. The result of the postal ballot will be announced on or before Monday, October 25, 2021. The said result along with the Scrutinizer's report would be displayed on the Company's website www.ganeshremedies.com and shall also be communicated to the Stock Exchange i.e., BSE Limited on its website www.bseindia.com where the shares of the Company are presently listed.

The resolutions for the purpose as stated herein below is proposed to be passed by E-voting:

SPECIAL BUSINESS

Resolution No. 1 – Issue of Bonus Shares.

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

“RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable provisions and guidelines issued by the Securities and Exchange Board of India ("SEBI") and Reserve Bank of India ("RBI") from time to time, the enabling provisions of the Articles of Association of the Company and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include a Committee of Directors or officer(s) of the Company duly authorized in this behalf) and subject to such approvals as may be required in this regard, approval of the Members be and is hereby accorded to the Board for capitalization of such sums standing to the credit of the free reserves and/or the securities premium account and/or or such other account as may be considered necessary by Board of Directors of the Company ("the Board"), for the purpose of the issue of bonus equity shares of ₹ 10/- each, credited as fully paid-up equity shares to the holders of the existing equity shares of the Company in consideration of their said holding and whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date as may be fixed in this regard by the Board, in the proportion of 1 (One) fully paid up equity share for every 5 (Five) existing fully paid up equity shares held by the Members.

RESOLVED FURTHER THAT the bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on such date as may be fixed in this regard by the Board.

RESOLVED FURTHER THAT in the case of members who hold shares or opt to receive the shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) and in the case of members who hold equity shares in physical form, the share certificate(s) in respect of the bonus equity shares shall be dispatched, within such time as prescribed by law and the relevant authorities.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), Overseas Citizen of India, Overseas Corporate Bodies (OCBs), Foreign Portfolio Investors (FPIs) and other foreign investors of the Company will be subject to the approval of the RBI, if applicable and as may be necessary.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board including any Committee of the Board or person authorised by the Board be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and as it may in its sole and absolute discretion deem necessary, expedient or incidental in regard to issue of bonus shares including but not limited to filing of any documents with the Securities and Exchange Board of India, Stock Exchange where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/ or any concerned authorities, applying and seeking necessary listing approvals from the Stock Exchange and to settle any question, difficulty or doubt that may arise in regard thereto.

RESOLVED FURTHER THAT in case of fractional shares, if any, arising out of the issue and allotment of the bonus equity shares, the Board be and is hereby authorized to ignore such fractions and/or round off such fraction to the lowest number and/or to make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to, allotting the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board who would hold them in trust for such Members and shall as soon as possible sell such equity shares at the prevailing market rate and the net sale proceeds of such equity shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Members who are entitled to such fractions in the proportion of their respective fractional entitlements.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board including any Committee of the Board or person authorised by the Board, be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to filing of necessary forms/documents with the appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto.”

Resolution No. 2 - Approval for re-appointment of Mr. Jayesh Kishanlal Savjani (DIN: 07740486) as an Independent Director.

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), clarification, substitution or re-enactment thereof for the time being in force, and other applicable provisions, if any, and based on the recommendation of Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Jayesh Kishanlal Savjani (DIN: 07740486) who was appointed as an Independent Director and who holds office of Independent Director till July 29, 2022 and being eligible and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Independent Director be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation to hold office for a term of 5 years up to July 29, 2027 on the Board of the Company.”

Resolution No. 3 - Approval for re-appointment of Mr. Priyam Surendra Shah (DIN: 06858411) as an Independent Director.

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), clarification, substitution or re-enactment thereof for the time being in force, and other applicable provisions, if any, and based on the recommendation of Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Priyam Surendra Shah (DIN: 06858411) who was appointed as an Independent Director and who holds office of Independent Director till October 11, 2022 and being eligible and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Independent Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation to hold office for a term of 5 years up to October 11, 2027 on the Board of the Company.”

By Order of the Board
For Shree Ganesh Remedies Limited

Sd/-
Sunny Narwani
Company Secretary
Date: September 18, 2021
Place: Ankleshwar

Notes:

1. An Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 setting out the material facts concerning the Special businesses set out in the Notice and the reasons thereof is annexed hereto.
2. In view of the prevailing COVID-19 pandemic and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for inter-alia conducting postal ballot through e-voting vide General Circulars Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020 and 10/2021 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020 and June 23, 2021 respectively ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India ("SS-2"), this Postal Ballot Notice ("Notice") along with explanatory statement and remote e-voting instructions is being sent only through electronic mode to all those Members whose e-mail addresses are registered with the Company / the Registrar and Share Transfer Agent of the Company ('RTA') / Depository / Depository Participants and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Saturday, September 18, 2021 ("cut-off date").
3. Members may note that the aforesaid Postal Ballot Notice has been uploaded on the website of the Company at www.ganeshremedies.com the Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The Postal Ballot Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
4. In compliance with the requirement of MCA Circulars, physical copy of this Notice along with postal ballot forms and pre-paid business envelope will not be sent to the Members for this postal ballot and accordingly, the Members are required to communicate their assent or dissent through remote e-voting system only.
5. In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the Members to exercise their votes electronically and vote on all the resolutions through the e-voting service facility arranged by Central Depository Services (India) Limited ("CDSL"). The instructions for e-voting forms part of this Notice.
6. Voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on cut-off date i.e. Saturday, September 18, 2021. A person, whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall only be entitled to cast his / her vote through remote e-voting. A person who is not a member on the relevant date should treat this Notice for information purpose only.
7. The Scrutinizer's decision on the validity of E-voting will be final.
8. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Friday, October 22, 2021 i.e. the last date specified for remote e-voting.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Thursday, September 23, 2021 at 9.00 a.m. and ends on Friday, October 22, 2021 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday, September 18, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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

	<p>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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration</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>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
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 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for Shree Ganesh Remedies Limited.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address pcsvishalthawani@gmail.com and to the Company at the email address viz investors@ganeshremedies.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company at the email id of Company i.e. investors@ganeshremedies.com.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

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

Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013:

Item No. 1: Issue of Bonus Shares.

The equity shares of the your Company are listed on BSE Limited, with a view to reward the existing members, encouraging the participation of small investors by increasing the liquidity of the equity shares of the Company and to increase the market capitalisation of the Company, the Board of Directors of the Company, at its meeting held on September 18, 2021, after considering the available reserves and subject to the approval of the members of the Company and all other requisite approvals, consents, permissions, sanctions, has approved and recommended a Bonus Issue of equity shares in the ratio of 1 (One) fully paid up equity share for every 5 (Five) existing fully paid up equity shares held as on a record date to be determined by the Company.

In case of fractional entitlements arising out of the issue of bonus equity shares, the Board of Directors will make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to rounding off the fraction to the lower number/ignore the fraction or aggregating of such fractions and allotting the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board who would hold them in trust for such Members and shall as soon as possible sell such equity shares at the prevailing market rate and the net sale proceeds of such shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Members.

Accordingly, resolution of this notice seeks members' approval for capitalization of the amount standing to the credit of free reserves and/or the securities premium account on the terms and conditions set out in the resolutions.

No Director, Key Managerial Personnel or their relatives are in any way concerned or interested in the resolution of this Notice except to the extent of their shareholding or to the extent of the shareholding of companies /other entities of which they are directors or members or hold other similar positions.

The Board recommends the Resolution No.1 as set out in the notice for approval of the Members.

Item No. 2: Approval for re-appointment of Mr. Jayesh Kishanlal Savjani (DIN: 07740486) as an Independent Director:

Members may note that the term of Mr. Jayesh Kishanlal Savjani, as an Independent Director of the Company will come to an end on July 29, 2022. Mr. Savjani was appointed by the shareholders at their Annual General Meeting held on August 19, 2017 for a period of 5 years effective from July 29, 2017. The said appointment was pursuant to the provisions of Section 149 of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014.

As per Section 149(10) of the Act an Independent Director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a Special Resolution by the company and disclosure of such appointment in its Board's Report. Section 149(11) of the Act provides that an Independent Director may hold office for up to two consecutive terms.

The Board, based on the performance evaluation of Mr. Savjani and on the recommendation of the Nomination and Remuneration Committee and after considering the background, experience and contributions made by Mr. Savjani during his tenure and that it would be beneficial for the Company to continue to avail his services as Independent Director, approved the re-appointment of Mr. Jayesh Kishanlal Savjani, as Independent Director of the Company, not liable to retire by rotation, to hold office for an additional term of five years, upto July 29, 2027.

The Company has received notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Jayesh Kishanlal Savjani for the office of Independent Directors of the Company.

Members may note that Mr. Jayesh Kishanlal Savjani has been rated high during performance evaluation by other Board members for his knowledge, skill, active participation, quality of discussion, leadership and for observing high standards of ethics, integrity, transparency and disclosure.

Brief profile of Mr. Jayesh Kishanlal Savjani is as under:

Mr. Savjani has around 10 years of experience in the field of Project Financing, Accounting and Taxation, he has completed Bachelor of Commerce (B.com.) from Veer Narmad South Gujarat University and has also cleared education upto CA (Inter) (ICAI).

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue his appointment as an Independent Director for another term of 5 years, as mentioned above.

Mr. Savjani is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director.

The Company has also received declaration from Mr. Jayesh Kishanlal Savjani that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and under the Listing Regulations. Mr. Jayesh Kishanlal Savjani is empanelled as an Independent Director with the Indian Institute of Corporate Affairs vide Registration No. IDDB-DI-202002-008928 and has cleared the proficiency test conducted by the said Institute.

In the opinion of the Board, Mr. Savjani fulfill the conditions for re-appointment as Independent Director as specified in the Act and the Listing Regulations and is also independent of the management.

Details of Director whose re-appointment as Independent Director is proposed at Item No. 2 is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

A copy of draft letter of appointment as an Independent Director, setting out the terms and conditions of appointment is available on the website of the Company i.e. www.ganeshremedies.com.

Mr. Savjani and his relatives are interested in the resolution set out in the Notice with regard to his re-appointment.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are concerned or interested, financially or otherwise, in the Special Resolution.

The Board recommends the Special Resolution set out in the Notice for approval by the Members.

Item No. 3: Approval for re-appointment of Mr. Priyam Surendra Shah (DIN: 06858411) as an Independent Director:

Members may note that the term of Mr. Priyam Surendra Shah, as an Independent Director of the Company will come to an end on October 11, 2022. he was appointed by the shareholders at their Annual General Meeting held on September 29, 2018 for a period of 5 years effective from October 11, 2017. The said appointment was pursuant to the provisions of Section 149 of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014.

As per Section 149(10) of the Act an Independent Director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a Special Resolution by the company and disclosure of such appointment in its Board's Report. Section 149(11) of the Act provides that an Independent Director may hold office for up to two consecutive terms.

The Board, based on the performance evaluation of Mr. Priyam and on the recommendation of the Nomination and Remuneration Committee and after considering the background, experience and contributions made by him during his tenure and that it would be beneficial for the Company to continue to avail his services as Independent Director, approved the re-appointment of Mr. Priyam Surendra Shah, as Independent Director of the Company, not liable to retire by rotation, to hold office for an additional term of five years, upto October 11, 2027.

The Company has received notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Priyam Surendra Shah for the office of Independent Directors of the Company.

Members may note that Mr. Priyam Surendra Shah has been rated high during performance evaluation by other Board members for his knowledge, skill, active participation, quality of discussion, leadership and for observing high standards of ethics, integrity, transparency and disclosure.

Brief profile of Mr. Priyam Surendra Shah is as under:

Mr. Shah has around 9 years of experience in the field of Internal Audit and Finance functions he has joined S.N. Shah & Associates soon after the year 2012. Currently He heads the Internal Audit, Finance and Outsourcing Division in the firm. He is qualified Chartered Accountant a fellow member of ICAI and has also completed CFA level 2.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue his appointment as an Independent Director for another term of 5 years, as mentioned above.

Mr. Priyam Shah is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director.

The Company has also received declaration from Mr. Priyam Surendra Shah that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and under the Listing Regulations. Mr. Priyam Surendra Shah is empanelled as an Independent Director with the Indian Institute of Corporate Affairs vide Registration No. IDDB-DI-202002-018398 and has cleared the proficiency test conducted by the said Institute.

In the opinion of the Board, He fulfill the conditions for re-appointment as Independent Director as specified in the Act and the Listing Regulations and is also independent of the management.

Details of Director whose re-appointment as Independent Director is proposed at Item No. 3 is provided in the “Annexure” to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

A copy of draft letter of appointment as an Independent Director, setting out the terms and conditions of appointment is available on the website of the Company i.e. www.ganeshremedies.com.

Mr. Priyam Surendra Shah and his relatives are interested in the resolution set out in the Notice with regard to his re-appointment.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are concerned or interested, financially or otherwise, in the Special Resolution.

The Board recommends the Special Resolution set out in the Notice for approval by the Members.

By Order of the Board
For Shree Ganesh Remedies Limited

Sd/-
Sunny Narwani
Company Secretary
Date: September 18, 2021
Place: Ankleshwar

Annexure to the Notice

Detail of Director seeking re-appointment pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings

Name of the Director	Jayesh Kishanlal Savjani	Priyam Surendra Shah
DIN	07740486	06858411
Date of Birth	December 4, 1989	July 27, 1990
Age	31 Years	31 Years
Nationality	Indian	Indian
Qualifications	B.com and CA (Inter)	F.C.A., B.Com, CFA level 2
Experience (including expertise in specific functional area) /Brief Resume	Mr. Savjani has around 10 years of experience in the field of Project Financing, Accounting and Taxation he has completed Bachelor of Commerce (B.com.) from Veer Narmad South Gujarat University and has also cleared education upto CA (Inter) (ICAI).	Mr. Shah has around 9 years of experience in the field of Internal Audit and Finance functions he has joined S.N. Shah & Associates soon after the year 2012. Currently He heads the Internal Audit and Finance and Outsourcing Division in the firm. He is qualified Chartered Accountant a fellow member of ICAI and has also completed CFA level 2.
Terms and Conditions of Appointment / Re-appointment including details of remuneration sought to be paid	As per the resolution set out in Item No. 2 of the Notice convening this Meeting read with explanatory statement thereto.	As per the resolution set out in Item No. 3 of the Notice convening this Meeting read with explanatory statement thereto.
Remuneration last drawn	None	None
Date of first appointment in the Company (Under Companies Act 2013)	July 27, 2017	October 11, 2017
Number of equity shares held in the Company	None	None
Number of meetings attended during the year (Upto March 31, 2021)	Board Meetings 5 Audit Committee Meeting 5 Nomination & Remuneration Committee Meeting 4 CSR Committee Meeting 4	Board Meetings 5 Audit Committee Meeting 5 Stakeholder Relationship Committee 4 Nomination & Remuneration Committee Meeting 4
List of Directorships held in other companies	None	None
Chairman / Member of the Committees of the Boards of companies in which he is Director	Shree Ganesh Remedies Limited Audit Committee – Chairperson Nomination & remuneration committee- Chairperson Corporate Social Responsibility Committee -Member	Shree Ganesh Remedies Limited Audit Committee- Member Nomination & remuneration committee- Member Stakeholders Relationship Committee - Chairperson
Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel