

SAMPANN UTPADAN INDIA LIMITED

Formerly Known as S. E. Power Limited

CIN NO. L40106GJ2010PLC091880

Date: 04/09/2023

The Manager
Department of Corporate Relationship
BSE Limited
25 P.J. Towers, Dalal Street, Mumbai-400001
Ref.: Scrip Code: 534598

The Asstt. Vice President
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai-400051
Scrip Symbol: SAMPANN

Sub: Submission of Annual Report for the Financial Year 2022-23 and Notice of 13th Annual General Meeting of the Company under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

Sir/Madam,

This is to inform that the 13th Annual General Meeting ("AGM") of the Members of the Company will be held on Friday, September 29, 2023 at 11:00 A.M. (IST) through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM"), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Company has fixed Friday, September 22, 2023 as the "Cut-off Date" for the purpose of determining the members eligible to vote through remote e-voting on the resolutions set out in the Notice of the AGM or to attend the AGM and cast their vote thereat.

Register of Members and Share Transfer Books of the Company shall remain close from September 23, 2023 to September 29, 2023 (both days inclusive) for the purpose of 13th AGM of Company for the Financial Year ended March 31, 2023.

Pursuant to Regulation 34 of the SEBI (LODR) Regulations, 2015, Annual Report for the Financial Year 2022-23, including the Notice of 13th Annual General Meeting, being sent to the Members through electronic mode, is enclosed herewith and also available on the Company's website at www.suil.in

Please take the same on record and acknowledge.

For S.E. Power Limited

SAURABH Digitally signed
by SAURABH
AGRAWA AGRAWAL
Date: 2023.09.04
L 11:43:12 +05'30'

Saurabh Agrawal
(Company Secretary)

Encl. As above

Copy to:

1. National Securities Depository Ltd.
2. Central Depository Services (India) Ltd.
3. Alankit Assignments Limited

Registered Office & Works

Survey No. 54/B, Pratapnagar, Jarod Savli Road, Sarthaya, Vadodra-391520 Gujarat, India.
Phone: +91 2667 251566 | Mobile: 82380 27440 | E-mail: info@sepower.in | website: www.sepower.in

Corporate Office

DPT-103, Prime Tower, Okhla, Phase-I, New Delhi - 110020

NOTICE OF 13TH
ANNUAL GENERAL
MEETING

NOTICE OF THE 13th ANNUAL GENERAL MEETING

Notice is hereby given that 13th Annual General Meeting of the Members of Sampann Utpadan India Limited (Formerly Known as S. E. Power Limited) will be held on Friday September 29, 2023 at 12:30 PM, through Video Conferencing (VC) or Other Audio-Visual Means (OAVM), to transact the following businesses:

ORDINARY BUSINESS

Item No.1 : To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 along with Board's Report, Independent Auditors' Report thereon, be and are hereby received, considered, approved and adopted."

Item No. 2: Re-appointment of Mr. Sanjeetkumar Gourishankar Rath (DIN: 08140999), who retires by rotation as a director.

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sanjeetkumar Gourishankar Rath (DIN: 08140999), who retires by rotation at this meeting and offer himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS:

Item No. 3: To approve payment of remuneration to Mr. Sanjeet Kumar Gourishankar Rath, the Executive Director of the Company.

In this regard to consider and if thought fit to pass, with or without modification, the following resolution as a **Special Resolution:**

RESOLVED THAT in terms of provisions contained in Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed thereunder, including any statutory modifications or re-enactment thereof, and the Articles of Association of the Company and in furtherance of the special resolution passed through Postal Ballot dated May 4, 2023, approval of the Members be and is hereby accorded for payment of remuneration to Mr. Sanjeetkumar Gourishankar Rath (DIN 08140999), Executive Director, as set out in the Explanatory Statement, for the period April 1, 2023 to March 31, 2026.

FURTHER RESOLVED that the terms and remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits during any financial year, the remuneration comprising salary only as approved by the Board of Directors on the recommendation of Nomination and Remuneration Committee be paid as minimum remuneration to the Executive Director.

FURTHER RESOLVED that the Board (which will include its committee thereof) be and is hereby authorised to vary and /or revise the remuneration of Mr. Sanjeetkumar Gourishankar Rath within limits permissible under the Companies Act, 2013 and Schedule V of the Companies Act, 2013 and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution.

Item No. 4: Appointment of Mr. Harvinder Kumar Arora (DIN: 10299922) as an Independent Director of the Company

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

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and Articles of Association of the Company , on the recommendation of the Nomination & Remuneration Committee and the Board of Directors, **Mr. Harvinder Kumar Arora(DIN: 10299922)** ,who meets the criteria for Independence under Section 149(6) of the Act and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of 5 (Five) with effect from September 29,2023 till September 28,2028 and who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Place: New Delhi
Date: August 30, 2023

By Order of the Board of
Sampann Utpadan India Limited
(Formerly Known as S. E. Power Limited)
Sd/
CS Saurabh Agrawal
Membership No. A32635

NOTES

- 1.** Ministry of Corporate Affairs ("MCA") vide its General Circular Nos.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021, Circular No.19/2021 dated December 08, 2021, Circular No.21/2021 dated December 14, 2021, Circular No.02/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 ("MCA Circulars") has permitted to conduct the Annual General Meeting through video conferencing ("VC") or other audio-visual means ("OAVM") upto September 30, 2023. In compliance with the aforesaid MCA Circulars, the 13th Annual General Meeting ("13th AGM" or "Meeting") of the Members of the Company will be held through VC/ OAVM.
- 2.** Company is convening 13th Annual General Meeting (AGM) through VC / OAVM and no physical presence of members, directors, auditors and other eligible persons shall be required for this Annual General Meeting.
- 3.** Item mentioned in this AGM Notice are considered unavoidable and forms part of this Notice. Further, a statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is forms a part of this Notice.
- 4.** As required under regulation 36(3) of the Listing Regulations and the provisions of the Secretarial Standard on General Meetings, details of the Director, who is being appointed/re-appointed is annexed hereto.
- 5.** Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, the Corporate Members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- 6.** Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
- 7.** Pursuant to the provisions of section 91 of the Companies Act, 2013, the register of members and share transfer books of the Company will remain closed from Saturday, September 23 2023 to Friday, September 29, 2023, both days inclusive.

DISPATCH OF NOTICE OF AGM AND ANNUAL REPORT THROUGH ELECTRONIC MODE:

- 8.** In terms of Sections 101 and 136 of the Companies Act, 2013 (the "Act") read with the rules made thereunder, Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") and in terms of MCA circular dated December 28, 2022 and SEBI circular dated January 5, 2023, the listed companies may send the notice of AGM and the Annual Report, including financial statements, Boards' Report, etc. by electronic mode in case the meeting is conducted through VC/OAVM. Accordingly, Notice of 13th AGM along with the Annual Report for financial year ended March 31, 2023 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of the 13th AGM and Annual Report for financial year ended March 31, 2023 will also be available on the Company's website at www.suil.in, website of the Stock Exchanges i.e., BSE Ltd. ('BSE') at

www.bseindia.com and National Stock Exchange of India Ltd. ('NSE') at www.nseindia.com and on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

9. In this notice, the term member(s) or shareholder(s) are used interchangeably.
10. For receiving all communication (including Annual Report) from the Company electronically:
 - a. Members holding shares in physical mode and who have not registered / updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at cs@sepower.in or to Registrar and Transfer Agent of the Company M/s Alankit Assignments Limited at ramap@alankit.com.
 - b. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participant.

PROCEDURE FOR E-VOTING AT THE AGM:

11. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (LODR) Regulations, 2015 (as amended) and MCA Circulars, the Company is providing facility of remote e-voting and e-voting during the AGM (collectively referred as "electronic voting") to its members to cast their votes in respect of the resolutions listed in this Notice. For this purpose, the Company has entered into an agreement with NSDL for facilitating VC and electronic voting, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the evoting system on the date of the AGM will be provided by NSDL.
12. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Friday, September 22 2023.
13. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e Friday, September 22 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Company's Registrar and Transfer Agent, M/s Alankit Assignments Limited (RTA).
14. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting on the day of AGM.
15. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
16. The remote e-voting period begins on Tuesday, September 26 2023 at 9:00 A.M. and ends on Thursday, September 28 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.
17. The details of the process and manner for remote e-voting are explained herein below:

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

Step 1 : Access to the NSDL e-voting system

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





Step 1: Access to NSDL e-voting system

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

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (“ESP”) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs 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.	<p>I. NSDL IDeAS Facility</p> <p>If you are already registered for the NSDL IDeAS facility,</p> <ul style="list-style-type: none"> i. Please visit the e-Services website of NSDL. Open the web browser by typing the following URL: https://eservices.nsdl.com/ either on a personal computer or mobile phone ii. Once the homepage of e-Services is launched, click on the “Beneficial Owner” icon under “Login”, available under the “IDeAS” section. iii. 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. iv. Click on “Access to e-voting” under e-voting services and you will be able to see the e-voting page. v. Click on options available against company name or e-voting service provider – NSDL and you will be redirected to the NSDL e-voting website for casting your vote during the e-voting period or voting during the meeting. <p>If the user is not registered for IDeAS e-Services,,</p> <ul style="list-style-type: none"> I. The option to register is available at https://eservices.nsdl.com. ii. Select “Register Online for IDeAS” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Upon successful registration, please follow steps given in points i-v above.

	<p>E-voting website of NSDL</p> <ol style="list-style-type: none"> i. 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 mobile phone. ii. Once the homepage of e-voting system is launched, click on the "Login" icon, available under the "Shareholder / Member" section. iii. A new screen will open. You will have to enter your User ID (i.e. your 16-digit demat account number held with NSDL), Password / OTP and a verification code as shown on the screen. iv. After successful authentication, you will be redirected to the NSDL Depository site wherein you can see the e-voting page. Click on options available against company name or e-voting service provider – NSDL and you will be redirected to the e-voting website of NSDL for casting your vote during the e-voting period. v. Shareholders / Members can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> i. 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 use your existing my easi username & password. ii. 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 e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly.

	<ul style="list-style-type: none"> iii. 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. iv. 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. v. 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>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<ul style="list-style-type: none"> i. You can also log in using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for the e-voting facility. ii. Once logged in, you will be able to see the e-voting option. Once you click on the e-voting option, you will be redirected to the NSDL / CDSL depository site after successful authentication, wherein you can see the e-voting feature. iii. Click on the options available against company name or e-voting service provider-NSDL and you will be redirected to the e-voting website of NSDL for casting your vote during the e-voting period or voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at respective 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?

- i. 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.
- ii. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

- iii. 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.
- iv. 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.
- v. 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***

- vi. 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 e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail 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 e-mail ID is not registered, please follow steps mentioned below in process for those shareholders whose e-mail IDs are not registered.
- vii. 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, PAN, name and registered address.
- d.** Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.
- viii.** After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- ix.** Now, you will have to click on "Login" button.
- x.** 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?

- i.** After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and who's voting cycle.
 - ii.** Select "**EVEN**" of Company Sampann Utpadan India Limited, which is 125966 for which you wish to cast your vote during the remote e-voting period.
 - iii.** Now you are ready for e-voting as the voting page opens.
 - iv.** Cast your vote by selecting appropriate options i.e. assent or dissent, verify or modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 - v.** Upon confirmation, the message "Vote cast successfully" will be displayed and you will receive a confirmation by way of a SMS on your registered mobile number from depository.
 - vi.** You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 - vii.** Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
- 18.** 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:
- i.** 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 cs@sepower.in
 - ii.** 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 cs@sepower.in If you are an Individual shareholder 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 or Individual shareholders holding securities in demat mode.
 - iii.** 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.

- iv. 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.

19. General Guidelines for shareholders

- i. 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 scrutinizer.sepower@gmail.com with a copy marked to evoting@nsdl.co.in.
- ii. 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.
- iii. 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 102 0990; 1800 22 4430 or send a request to Ms. Prajakta Pawle, Assistant Manager, at evoting@nsdl.co.in.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

- 20. 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 General Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General 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.
- 21. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM is having a capacity to allow participation at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- 22. Members are encouraged to join the Meeting through Laptops for better experience.
- 23. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 24. Members are requested to 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.

- 25.** Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at cs@sepower.in. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 26.** For ease of conduct, members who would like to ask questions/express their views on the items of the businesses to be transacted at the meeting can send in their questions/comments in advance to cs@sepower.in on or before September 23, 2023 mentioning their name, DP ID Client ID/Folio no., e-mail ID, mobile number, etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the meeting.

PROCEDURE FOR e-VOTING ON THE DAY OF AGM:

- 27.** The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- 28.** 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.
- 29.** 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.
- 30.** 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.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

- 31.** The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
- 32.** All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM. Members seeking to inspect such documents can send an email to cs@sepower.in.
- 33.** Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company at least 7 working days through email on cs@sepower.in. The same will be replied by the Company suitably.

SCRUTINISER FOR ANNUAL GENERAL MEETING:

- 34.** The Board of Directors has appointed Mr. Shubham Arora, (Membership No. A49178) Proprietor of M/s Shubham Arora & Associates, Practicing Company Secretaries, as the Scrutinizer for the remote e-voting process and voting during the Annual General Meeting in a fair and transparent manner.
- 35.** The Scrutiniser shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, thereafter unlock the votes through e-voting in the presence of at least 2 (two) witnesses, not in the employment of the Company and make, not later than 2 (Two) days from the conclusion of the meeting, a consolidated Scrutiniser's report of the total votes cast in favour or against, if any, to the Company, who shall countersign the same.

- 36.** The results declared along with the Scrutiniser's report shall be placed on the Company's website www.suil.in and on the website of NSDL <https://evoting.nsdl.co.in> and shall also be communicated to the Stock Exchanges.
- 37.** The Resolutions shall be deemed to be passed at the Annual General Meeting of the Company scheduled to be held on Friday, September 29, 2023.

OTHER INFORMATION:

- 38.** Securities and Exchange Board of India (SEBI) has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company / RTA has stopped accepting any fresh lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.
- 39.** Further, as an on-going measure to enhance ease of dealing in security markets by investors Securities and Exchange Board of India (SEBI) vide its circular having reference no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated that the listed companies shall henceforth issue the securities in dematerialized form only while processing the following service request:
- i.** Issue of duplicate securities certificate;
 - ii.** Claim from Unclaimed Suspense Account;
 - iii.** Renewal / Exchange of securities certificate;
 - iv.** Endorsement;
 - v.** Sub-division/ Splitting of securities certificate;
 - vi.** Consolidation of securities certificates/folios;
 - vii.** Transmission; and
 - viii.** Transposition
- 40.** Pursuant to SEBI circulars, the Company has sent communication to the members holding shares in physical form requesting them to furnish the required details.
- 41.** Members holding shares in physical mode are:
- a.** required to submit their Permanent Account Number (PAN) and bank account details to the Company / RTA, if not registered with the Company/ RTA, as mandated by SEBI, by writing to the Company at cs@sepower.in or to RTA at ramap@alankit.com along with the details of folio no., self attested copy of PAN card, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details) and cancelled cheque.
 - b.** pursuant to section 72 of the Companies Act, 2013, are advised to file nomination in the prescribed Form SH- 13 with the Company's share transfer agent. In respect of shares held in electronic/demat form, the Members may please contact their respective Depository Participants
- 42.** Members holding shares in electronic mode are:
- a.** requested to submit their PAN and bank account details to their respective Depository Participants ("DPs") with whom they are maintaining their demat accounts.
 - b.** advised to contact their respective DPs for registering nomination.
- 43.** Non-Resident Indian members are requested to inform RTA / respective DPs, immediately of:
- a) Change in their residential status on return to India for permanent settlement.
Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

EXPLANATORY STATEMENT

Pursuant to provisions of Section 102 of the Companies Act, 2013

Item No. 3

The Members of the Company through Postal Ballot dated May 4, 2023 had appointed Mr. Sanjeetkumar Gourishankar Rath as an Executive Director of the Company effective from June 28, 2023 for a period of five years up to June 27, 2028. Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V, a company having inadequate/no profits, may subject to certain conditions including the passing of a special resolution, pay such remuneration to its managerial personnel as may be decided by the Board of Directors on the recommendation of Nomination and Remuneration Committee.

During the financial year ended March 31, 2023, the Company is occurring loss and therefore the remuneration paid/accrued to the Executive Director would exceed the limits prescribed under the relevant provisions of the Companies Act, 2013.

The Nomination and Remuneration Committee and the Board of Directors have at their respective meeting(s) held on August 29, 2023 subject to the approval of the members of the Company, accorded their approvals for payment of following remuneration to Mr. Sanjeetkumar Gourishankar Rath:

- i.** Upto Rs. 3,10,000/- Per Month as may be decided by Board on recommendation of Nomination and Remuneration Committee;
- ii.** Period- For April 1, 2023 to March 31, 2026;
- iii.** For the Current Financial Year effective from April 1, 2023 is Rs. 2,31,000/-;
- iv.** Reimbursement of all the expenses incurred for the business purpose of the Company.

Approval of the Members is sought by way of a Special Resolution under Section 197 read with Schedule V of the Companies Act, 2013 as amended for the payment of remuneration to Mr. Sanjeetkumar Gourishankar Rath for their valuable time and contributions made to the Company.

Save and except the above, none of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Sanjeetkumar Gourishankar Rath and his relatives is/are concerned or interested, in any manner in the passing of proposed Resolution set out at Item No. 3 of the Notice, except to the extent of their shareholding in the Company, if any.

Item No. 4

Pursuant to the provisions of Section 149 and 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Harvinder Kumar Arora (DIN: 10299922) appointed as an Independent Director of the Company.

Mr. Harvinder Kumar Arora is not disqualified for being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as an Independent Director of the Company.

The Company has received a requisite notice in writing from the member under Section 160 of the Companies Act, 2013 proposing candidature of Mr. Harvinder Kumar Arora for the office of Non-Executive Independent Director of the Company.

Details of Mr. Harvinder Kumar Arora are provided in the "Annexure" to the Notice, pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the resolution as set out in item no 04 of the accompanying notice for the approval of the Members to appoint Mr. Harvinder Kumar Arora as an Independent Director of the Company for a term of 5 (five) consecutive years from September 29, 2023 to September 28, 2028.

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

ANNEXURE- 1 TO THE NOTICE DATED AUGUST 30, 2023**DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AND SEEKING FIXATION OF REMUNERATION 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 Standards-2 on General Meetings]

Name of Director	Sanjeet Kumar Gourishankar Rath
DIN	08140999
Date of Birth	April 4, 1985
Age	Aged about 38 Years
Qualification	Degree of Bachelor of Engineering
Expertise in Specific Functional Areas / Experience	His areas of expertise include designing, developing, installing, managing and maintaining equipments which are used to monitor and control engineering systems, machinery and processes
Designation (at which appointment to be made)	Executive Director
Shareholding in the Company as on the date of this Notice	Nil
Remuneration last drawn (FY 2022-23)	Rs. 210000/- P. M. w.e.f. 1st April 2022.
Number of meetings of the Board attended during the financial year (2022-23)	Five
List of Other companies in which Directorship on the Date of this Notice	Shubham Electrochem Limited
Chairman / Member of the Committee of the Board across all other public companies of which he is a director as on the date of this Notice	Nil
Relationship between Directors inter-se	No Relationship with other Directors
Remuneration proposed to be paid	2,31,000/- (Rupees Two Lakh Thirty-One Thousand only) w.e.f April 01, 2023 subject to the approval in the 13 th Annual General Meeting of the Company by the Shareholders

Name of Director	Harvinder Kumar Arora
DIN	10299922
Date of Birth	October 15, 1961
Age	Aged about 63 Years
Qualification	Master Degree In Commerce from Jiwaji University Gwalior.
Expertise in Specific Functional Areas / Experience	His rich experience in Branch Management (e.g., Business Development, Profitability, Improvement in Customer service, House Keeping, Human Resources Management, Maintenance of loan assets, Financial Management, Commercial Law and Internal Audit, Accounts & Reconciliation
Designation (at which appointment to be made)	Independent Non-Executive Director
Shareholding in the Company as on the date of this Notice	Nil
Remuneration last drawn (FY 2022-23)	Nil
Number of meetings of the Board attended during the financial year (2022-23)	Nil
List of Other companies in which Directorship on the Date of this Notice	Nil
Chairman / Member of the Committee of the Board across all other public companies of which he is a director as on the date of this Notice	Nil
Relationship between Directors inter-se	No Relationship with other Directors
Remuneration proposed to be paid	NIL

ANNEXURE- 2 TO THE NOTICE DATED AUGUST 30, 2023
THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS
REQUIRED IN SCHEDULE V OF THE COMPANIES ACT, 2013

General Information:													
(a) Nature of industry	Company is engaged in power generation through wind energy and Rubber reclamation from waste tyres												
(b) Date or expected date of commencement of commercial production.	Power Generation- 30th September, 2010* Rubber Reclamation - March 26, 2014												
(c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable												
(d) Financial performance	During the year 2022-23 Company's sales increased to Rs.5,774.17 Lakhs for the current year as against 4,803.85 Lakhs in the previous year, an increase of 20.20%. However, due to challenging business environment for reclaim rubber industry, and increase in cost of operations, the Company has suffered Loss of Rs.166.70 Lakhs during financial year 2022-23.												
(e) Foreign investments or collaborators, if any	The Company does not have any collaboration. Foreign shareholding as on March 31, 2023 as under: <table border="1" data-bbox="805 840 1484 1030"> <thead> <tr> <th>Category</th> <th>No. of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>FII/FPI</td> <td>4958334</td> <td>12.21</td> </tr> <tr> <td>NRI</td> <td>19561</td> <td>0.05</td> </tr> <tr> <td>Foreign body corporate</td> <td>44,72,993</td> <td>11.01</td> </tr> </tbody> </table>	Category	No. of Shares	%	FII/FPI	4958334	12.21	NRI	19561	0.05	Foreign body corporate	44,72,993	11.01
Category	No. of Shares	%											
FII/FPI	4958334	12.21											
NRI	19561	0.05											
Foreign body corporate	44,72,993	11.01											
Information about the Executive Director	Mr. Sanjeetkumar Gourishankar Rath (Executive Director)												
a) Background details	Mr. Sanjeetkumar Gourishankar Rath has a proven track record of more than 14 years in managing Plant Operation as Plant Head involving Production, Production Planning and Control (PPC), Quality Management, Logistics and Warehousing.												
b) Past remuneration	<table border="1" data-bbox="805 1249 1484 1440"> <thead> <tr> <th>Financial Year</th> <th>Amount Rs. in Lakh</th> </tr> </thead> <tbody> <tr> <td>2020-21</td> <td>15.65</td> </tr> <tr> <td>2021-22</td> <td>20.12</td> </tr> <tr> <td>2022-23</td> <td>25.20</td> </tr> </tbody> </table>	Financial Year	Amount Rs. in Lakh	2020-21	15.65	2021-22	20.12	2022-23	25.20				
Financial Year	Amount Rs. in Lakh												
2020-21	15.65												
2021-22	20.12												
2022-23	25.20												
c) Recognition or awards													
d) Job profile and his suitability	Mr. Sanjeetkumar Gourishankar Rath is responsible to looking after all operational activities at plant and marketing of Company's product on day-to-day basis. He, being an engineer and having a good experience in the field of operation, quality control and marketing, is suitable towards achievement of common objectives of the Company and exercises powers under the supervision and superintendence of the Board of the Company.												
e) Remuneration proposed	It is proposed to pay Rs. 2.31 Lakhs p.m. as remuneration, subject to terms and conditions as set out under the Section 196, 197 and Schedule V of Companies Act, 2013.												
f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	The remuneration as proposed of Mr. Sanjeetkumar Gourishankar Rath is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company. Moreover in his position as Executive Director of the Company, Mr. Sanjeetkumar Gourishankar Rath devotes his substantial time in overseeing the operations of the Company.												

g) Pecuniary relationship directly or indirectly with the Company, or relationship with	Besides the remuneration proposed, Mr. Sanjeetkumar Gourishankar Rath does not have any pecuniary relationship with the Company. Mr. Sanjeetkumar Gourishankar Rath, Executive Director does not hold equity shares in the Company
Other information	
(a) Reasons of loss or in adequate profits	Reason of loss in the Company is due to challenging business environment faced by us and unfavorable environmental conditions for us to generate power through wind.
(b) Step taken or proposed to be taken for improvement	The Company has embarked on a series of strategic and operational measures that is expected to result in the improvement in the present position. The Company has also strategically planned to address the issue of productivity and increase revenue and has put in place measures to reduce cost and improve the bottom-line.
© Expected increase in productivity and profits in measurable term	The Management of the Company has taken various initiatives to improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve financial performance.