Industrial Growth Center, Siltara Raipur (CG) 493111, India Tel: +91 771 2216100 Fax : +91 771 2216198/99 PAN No.: AAACR6149L CIN : L27100MH1973PLC 016617 www.seml.co.in info@seml.co.in An ISO 9001, ISO 14001 & OHSAS 18001 Certified Company





13th February, 2019

BSE Ltd The Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street - Mumbai 400 001 National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai – 400051 Fax. No: 022-26598237/38, 022-26598347/48

Symbol: SARDAEN

Series : EQ

Dear Sir,

Sub: Postal Ballot Notice

Security Code No.: 504614

Please find enclosed herewith the copy of Postal Ballot Notice, Postal Ballot Form and E-voting instructions as sent to the shareholders for seeking their consent on the special resolution as mentioned in the notice of Postal Ballot. The Company is also providing e-voting facility to its shareholders.

Further, please also find enclosed herewith the copy of the Newspaper Advertisement as published w.r.t. the Postal Ballot Notice/E-voting.

You are requested to take these documents on your record.

Thanking you,

Yours faithfully, For Sarda Energy & Minerals Ltd.

Company Secretary

Encl.: As above



# SARDA ENERGY & MINERALS LIMITED

Regd. Off: 73-A, Central Avenue, Nagpur (MH.) 440018 Ph: +91-712-2722407; Fax: +91-712-2722107; Email: cs@seml.co.in; URL: www.seml.co.in CIN: L27100MH1973PLC016617

# Notice Pursuant to Section 110 of the Companies Act, 2013

[read with the Companies (Management and Administration) Rules, 2014]

Dear Member,

**Notice** is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, (the "Act"), including any amendment thereto or re-enactment thereof, if any, read with the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws and regulations, to transact the following special business by the Members of Sarda Energy & Minerals Limited, by passing the Resolution through Postal Ballot / E-Voting.

The Explanatory Statement under Section 102 of the Companies Act, 2013 read with rules made thereto, setting out the material facts and the reasons for the Resolution, is also appended herewith. Mr. Kamlesh Ojha, Practicing Company Secretary of M/s. S.G. Kankani & Associates (PCS No.: 14660) has been appointed by the Board of Directors of your Company as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer will submit report to the Chairman & Managing Director or in his absence, to any person authorised by the Chairman & Managing Director, upon completion of scrutiny of the Physical Postal Ballots Forms and E-voting data provided by National Securities Depository Limited ('NSDL') in a fair and transparent manner. The results will be announced by the Chairman & Managing Director of the Company or by the person authorised by him on 18<sup>th</sup> March, 2019. The results of the Postal Ballot will also be displayed on the Company's website www.seml.co.in & NSDL e-voting website www.evoting.nsdl.com besides communicating to the Stock Exchanges where the Company's shares are listed.

The last date of voting viz 16<sup>th</sup> March, 2019, shall be the date on which the resolution shall be deemed to have been passed by the Members, if approved, by requisite majority.

#### **Special Business**

#### 1. Re-appointment of Mr. A.K. Basu as an Independent Director

To consider and, if thought fit, to give your assent or dissent to the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 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(s), substitution(s) or re-enactment(s) thereof for the time being in force), Mr. A.K. Basu (DIN : 01382260), who holds office as an Independent Director upto 31<sup>st</sup> March, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 5 (five) consecutive years, i.e. from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024 and to receive remuneration by way of fees, reimbursement of expenses for participation in the meetings of the board and / or committees thereof and profit related commission, if any, in terms of applicable provisions of the Companies Act, 2013 and as determined by the board from time to time."

#### 2. Re-appointment of Mr. C.K. Lakshminarayanan as an Independent Director

To consider and, if thought fit, to give your assent or dissent to the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 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(s), substitution(s) or re-enactment(s) thereof for the time being in force), Mr. C. K. Lakshminarayanan, (DIN: 01308030), who holds office as an Independent Director upto 31<sup>st</sup> March, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 4 (four) consecutive years, i.e. from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2023 and to receive remuneration by way of fees, reimbursement of expenses for participation in the meetings of the board and / or committees thereof and profit related commission, if any, in terms of applicable provisions of the Companies Act, 2013 and as determined

by the board from time to time."

## 3. Re-appointment of Mr. G.S. Sahni as an Independent Director

To consider and, if thought fit, to give your assent or dissent to the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 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(s), substitution(s) or re-enactment(s) thereof for the time being in force), Mr. G. S. Sahni, (DIN: 02066897), who holds office as an Independent Director upto 31<sup>st</sup> March, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 2 (two) consecutive years, i.e. from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2021 and to receive remuneration by way of fees, reimbursement of expenses for participation in the meetings of the board and / or committees thereof and profit related commission, if any, in terms of applicable provisions of the Companies Act, 2013 and as determined by the board from time to time."

#### 4. Re-appointment of Mr. J. Balakrishnan as an Independent Director

To consider and, if thought fit, to give your assent or dissent to the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 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(s), substitution(s) or re-enactment(s) thereof for the time being in force), Mr. J. Balakrishnan, (DIN: 00028320), who holds office as an Independent Director upto 31<sup>st</sup> March, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 5 (five) consecutive years, i.e. from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024 and to receive remuneration by way of fees, reimbursement of expenses for participation in the meetings of the board and / or committees thereof and profit related commission, if any, in terms of applicable provisions of the Companies Act, 2013 and as determined by the board from time to time."

## 5. Re-appointment of Mr. Rakesh Mehra as an Independent Director

To consider and, if thought fit, to give your assent or dissent to the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 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(s), substitution(s) or re-enactment(s) thereof for the time being in force), Mr. Rakesh Mehra, (DIN: 00035812), who holds office as an Independent Director upto 31<sup>st</sup> March, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 5 (five) consecutive years, i.e. from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024 and to receive remuneration by way of fees, reimbursement of expenses for participation in the meetings of the board and / or committees thereof and profit related commission, if any, in terms of applicable provisions of the Companies Act, 2013 and as determined by the board from time to time."

Raipur 02.02.2019 By Order of the Board For Sarda Energy & Minerals Ltd. Sd/-(Manish Sethi) Company Secretary

#### **Registered Office**

Sarda Energy & Minerals Ltd. CIN: L27100MH1973PLC016617 73-A, Central Avenue, Nagpur (M.H.) 440018 Ph: +91-712-2272407; Fax: +91-712-2272107 Email: cs@seml.co.in; URL: www.seml.co.in

# Encl:

- 1. Explanatory Statement in terms of Section 102 (1) of the Companies Act 2013 and the procedures for voting through "electronic means" and "post".
- 2. Postal ballot form & self-addressed postage pre-paid envelope.

# Notes - General

- 1. Explanatory Statement pursuant to Section 102(1) of the Act 2013 setting out the material facts concerning the special business to be transacted is annexed hereto.
- 2. All relevant documents referred to in the accompanying Explanatory Statement are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) between 11:00 A.M. to 1:00 P.M. up to the last date of voting.
- 3. The Postal Ballot Notice is being sent to all the Equity Shareholders, whose names would appear in the Register of Equity Shareholders / List of beneficial owners as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on the cutoff date 8<sup>th</sup> February, 2019. The Postal Ballot Notice is being sent to Equity Shareholders in electronic form to the e-mail addresses registered with their Depository Participants (in case of electronic shareholding)/email addresses registered with the Company's registrar and share transfer agents (in case of physical shareholding). For Equity Shareholders whose email IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with postage pre-paid self-addressed envelope.
- 4. Members who have not registered their e-mail addresses are requested to register the same with the Company's Share Transfer Agent / Depository Participant(s) for sending future communication(s) in electronic form.

#### Notes - Voting / E-voting

- 5. There will be one Postal Ballot Form/e-voting for every Client ID No. /Folio No., irrespective of the number of joint holders.
- 6. Resolutions passed by the members through Postal Ballot including voting by electronic means shall be deemed to have been passed as if it has been passed at a General Meeting of the members convened in that behalf.
- 7. The resolutions, if approved by the requisite majority shall be deemed to have been passed on the last date of voting, i.e., Saturday, 16<sup>th</sup> March, 2019.
- Members can opt for only one mode of voting i.e. either Postal Ballot Form or e-voting. In case any Member cast his votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through Postal Ballot Form shall be considered invalid.
- 9. Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy.
- 10. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on Friday, February 8, 2019 (cut-off date). Only those Members whose names are 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 will be entitled to cast their votes by Postal Ballot or e-voting.
- 11. Members desiring to exercise their vote by physical Postal Ballot are requested to carefully read the instructions printed overleaf on the Postal Ballot Form and return the said Form duly completed and signed, in the enclosed postage prepaid self-addressed business reply envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than by 5.00 p.m. (IST) on Saturday, March 16, 2019. If any Postal Ballot Form is received after 5.00 p.m. (IST) on Saturday, March 16, 2019, it will be considered that no reply from the Member has been received.
- 12. The instructions for e-voting are as under:

In compliance with the provisions of Sections 108 and 110 of the Act, the Companies (Management and Administration) Rules, 2014 ("Rules"), and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS2) issued by The Institute of Company Secretaries of India, the Company is pleased to provide voting by electronic means ("e-voting") facility to the Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide e-voting facility to its Members.

#### A. In case a Member receives an e-mail from NSDL :

i. Open the e-mail and also open PDF file with your Client ID or Folio No. as password.

The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE: Members already registered with NSDL for remote e-voting will not receive the PDF file.

- ii. Open the Internet browser and type the following URL:https://www.evoting.nsdl.com/
- iii. Click on Shareholder Login.
- iv. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Members who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available.

- v. If you are logging-in for the first time, please enter the user ID and password provided in the PDF file attached with the e-mail as initial password. Click Login. The Password Change Menu will appear on your screen. Change the password/PIN with new password of your choice, making sure that it contains a minimum of eight digits or characters or a combination of both. Please take utmost care to keep your password confidential.
- vi. Once the remote e-voting home page opens, click on remote e-voting > Active e-Voting Cycles.
- vii. Select "EVEN" (E-Voting Event Number) of Sarda Energy & Minerals Ltd. Now you are ready for remote e-voting as Cast Vote page opens.
- viii. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- ix. Upon confirmation, the message "Vote cast successfully" will be displayed.
- x. Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.
- xi. Institutional Members (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., together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through e-mail to <u>kamal@sgkindia.net</u> with a copy marked to evoting@nsdl.co.in.

#### B. In case a Member receiving by Post:

- i. Initial password is provided at the bottom on the postal ballot form.
- ii. Please follow all steps from SI. No. (ii) to SI. No. (xi) as above in (A), to cast your vote.

#### Other Instructions:

- i. The remote e-voting period commences on Friday, February 15, 2019 (9.00 a.m. IST) and ends on Saturday, March 16, 2019 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of February 8, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the member shall not be allowed to change it subsequently.
- ii. You can also update your mobile number and e-mail address in the user profile details of the folio which may be used for sending future communication(s).
- iii. The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date of Friday, February 8, 2019 and as per the Register of Members of the Company.
- iv. Please note, only 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 shall be entitled to avail the facility of voting, either through remote e-voting or postal ballot.
- v. The Board of Directors has appointed Mr. Kamlesh Ojha or failing him, Mr. S.G. Kankani of S.G. Kankani & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process as well as postal ballot voting in a fair and transparent manner.
- vi. The Scrutinizer shall submit his report on e-voting and postal ballot, latest by 18<sup>th</sup> March, 2019 to the Chairman or any person authorised by him who shall countersign the same.
- vii. The Chairman or a person authorised by him in writing shall declare the result of voting forthwith.
- viii. The results declared along with the Scrutinizer's Report shall be placed on the Company's website <u>www.seml.co.in</u> and on the website of NSDL www.evoting.nsdl.com, immediately after the result is declared by the Chairman or any other person authorised by the Chairman and the same shall be communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

ix. In case of any query, members may refer to the Frequently Asked Questions (FAQs) for members and e-Voting user manual for members available at downloads section of www.evoting.nsdl.com or contact NSDL at the telephone no.022-24994600.

# Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 to the accompanying Postal Ballot Notice dated 02.02.2019

#### Item No.1 to 5

Mr. A. K. Basu (DIN: 01382260), Mr. C.K. Lakshminarayanan (DIN: 01308030), Mr. G. S. Sahni (DIN: 02066897), Mr. J. Balakrishnan (DIN: 00028320) and Mr. Rakesh Mehra (DIN: 00035812), were appointed as Independent Directors [IDs] on the Board of the Company and they hold the office as Independent Directors of the Company upto March 31, 2019 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

It is proposed to re-appoint them as IDs, not liable to retire by rotation, for the second term as under:

- a) Mr. A.K. Basu 5 years w.e.f. 01.04.2019
- b) Mr. C.K. Lakshminarayanan 4 years w.e.f. 01.04.2019
- c) Mr. G.S. Sahni 2 years w.e.f. 01.04.2019
- d) Mr. J. Balakrishnan 5 years w.e.f. 01.04.2019
- e) Mr. Rakesh Mehra 5 years w.e.f. 01.04.2019

As per Section 149 of the Companies Act, 2013 (the Act 2013) such re-appointment requires the approval of the shareholders by way of Special Resolution.

In the opinion of the Board, the IDs fulfill the conditions for re-appointment as Independent Directors as specified in the Act and the Listing Regulations and are independent of the management. Mr. A.K. Basu, Mr. C.K. Lakshminarayanan, Mr. G.S. Sahni, Mr. J. Balakrishnan and Mr. Rakesh Mehra, are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. The Company has also received declarations from all of them stating that they meet the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

The IDs are entitled to receive remuneration by way of fees and reimbursement of expenses for participation in the meetings of the board and / or committees and profit related commission, if any, in terms of Section 197 and other applicable provisions of the Act 2013, and as determined by the board from time to time, within the overall limits specified under the Act 2013 as well as the SEBI (LODR) Regulations, 2015.

In terms of Regulation 36 (3) of SEBI (LODR) Regulations, 2015, read with Secretarial Standards on General Meetings, brief profile of the Directors, who are proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, other directorships and committee memberships, their shareholding and relationship with other Directors of the Company are given below:

1		Name	Mr. A.K. Basu	Mr. C. K. Lakshminarayanan	Mr. G.S. Sahni	Mr. J. Balakrishnan	Mr. Rakesh Mehra
2	i)	Age	69 years	70 years	72 years	69 years	66 years
	ii)	Qualification	BME	B. Tech.	Post Graduate Diploma in Public Administration, Cardiff University, U.K.	B.E (Mech) National Institute of Technology (NIT) Madras University & Post Graduate Diploma in Industrial Management, Bombay University	ICWA
	iii)	Date of first appointment	31.01.2003	28.01.2009	04.03.2008	30.07.2010	18.07.1986

3	Experience	More than 45 years of experience in the field of finance.	He worked as a Plant Engineer for 8 years with Madras Petrochem Ltd. Thereafter, he worked with Industrial Development Bank of India, firstly in Project finance and then in Investment Banking in senior positions. Lastly, he worked as President and CEO of STCMS Electric Company Pvt. Ltd., which is operating a 250 MW IPP as incharge of both construction & operations. He is having a rich experience in project finance and project execution.	A retired IAS officer of Madhya Pradesh Cadre belonging to 1971 batch is experienced in toning up administrative mechanism for operational efficiency, creation of effective delivery systems of public service having in-depth exposure to multi-sectoral areas of policy formulation, planning and administration.	He had a long association with IDBI group wherein he has served on various posts upto the level of Dy. MD & Group Head Corporate Banking before retiring. He has wide experience of corporate finance in sectors like, Oil and Gas, Refineries, Power, Telecom, Airports, Roads, Ports, Steel, Cement, Fertilizers, Petrochemical, Hotel, Pharmaceuticals, Paper, etc.	Nearly 40 years of experience in the field of finance.
4	Other Directorships/ Partnerships	Pratibha Syntex Ltd. Pegasus Asset Reconstruction Pvt. Ltd.	Logistics (Chennai) Ltd.	MDL Energy	India Glycols Ltd. Ployplex Corporation Ltd.	Econotech Services Pvt. Ltd. Sunegra Foods LLP
			Sarda Metals & Alloys Ltd.	Vik-Sandwik Design India Pvt. Ltd.	Usha Martin Ltd.	
				Sarda Dairy & Food Products Ltd.	Bharti Infratel Ltd.	
				MDL Engineering Pvt. Ltd.	CG Power and Industrial Solutions Ltd.	
				Madhya Bharat Power Corpn. Ltd.	Bhoruka Power Corporation Ltd.	
				Heraanas Attic India Pvt. Ltd.	Finance Ltd.	
				Indian Register of Shipping	Bharti Axa life Insurance Co. Ltd.	
					Bharti Axa General Ins. Co. Ltd.	
5	Chairman/ Member of Committees	Sarda Energy & Minerals Ltd. (Chairman - Audit Committee & Member – Stakeholders' Grievance Committee)	Sarda Energy & Minerals Ltd. (Member - Audit Committee)	Sarda Energy & Minerals Ltd. (Member of Audit Committee / Nomination & Remuneration Committee)	Sarda Energy & Minerals Ltd. (Chairman – Stakeholders' Grievance Committee & Member – Nomination & Remuneration Committee )	

		Pratibha Syntex Ltd. (Member – Audit Committee)	Sarda Metals & Alloys Ltd. (Member - Audit Committee)	Madhya Bharat Power Corpn. Ltd. (Member of Audit Committee/ Project Committee)	Bharti Axa Life Insurance Co. Ltd. (Member – Audit Committee)	
			Madhya Bharat Power Corpn. Ltd. (Chairman - Audit Committee)	Sarda Dairy & Food Products Ltd. (Chairman Audit Committee / Nomination & Remuneration Committee)	CG Power and Industrial Solutions Ltd. (Chairman Audit – Audit Committee)	
					Usha Martin Ltd. (Chairman – Audit Committee)	
					Bharti Infratel Ltd. (Member-Audit Committee)	
					Ployplex Corporation Ltd. (Member – Audit Committee)	
					Bharti AXA General Insurance Co. Ltd. (Member – Audit Committee)	
					India Glycols Ltd. (Member – Stakeholders' Relationship Committee)	
6	Company	4000 Equity Shares	8000 Equity Shares	3500 Equity Shares	1667 Equity Shares	10537 Equity Shares
7	Relationship with Directors and KMPs	No relationship	No relationship	No relationship	No relationship	No relationship
8	Remuneration last drawn (Payment of Sitting fees & commission for FY 2017- 18) (Rs. lakh)	5.00	4.60	4.60	5.30	3.50
9	No. of Board meeting attended: a. During FY 2017-18 b. During FY 2018-19 (till 31/12/18)	5 of 6 3 of 4	6 of 6 4 of 4	5 of 6 4 of 4	6 of 6 4 of 4	2 of 6 4 of 4
10	Terms and conditions for re-appointment	As per the letter of Appointment to be issued to the Independent Director	As per the letter of Appointment to be issued to the Independent Director	As per the letter of Appointment to be issued to the Independent Director	As per the letter of Appointment to be issued to the Independent Director	As per the letter of Appointment to be issued to the Independent Director

Copy of draft letters of appointment of IDs setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company.

The Nomination & Remuneration Committee and the Board of Directors were of the opinion, after evaluating their performance, appropriate mix of skills, experience, competency and other attributes, and after considering the background and their experience,

that their continued association would be of immense benefit to the Company and it is desirable to continue to avail their services as Independent Directors. The board therefore recommends the Special Resolutions as set out at item nos. 1 to 5 of the Notice for approval by the shareholders of the Company.

Notices have been received from members of the Company under Section 160 of the Act 2013, signifying their intention to propose the candidatures of the aforesaid IDs and to move the resolutions as set out in item nos. 1 to 5 of this notice.

Except Mr. A.K. Basu, Mr. C.K. Lakshminarayanan, Mr. G.S Sahni, Mr. J. Balakrishnan and Mr. Rakesh Mehra, directors, being appointees, and their relatives, none of the other directors or key managerial personnel of the Company or their relatives is concerned or interested, financially or otherwise, in their respective resolutions for appointment as set out in item nos. 1 to 5 of this notice.

Raipur 02.02.2019 By Order of the Board For Sarda Energy & Minerals Ltd.

-/Sd/-(Manish Sethi) Company Secretary

#### **Registered Office**

Sarda Energy & Minerals Ltd. CIN: L27100MH1973PLC016617 73-A, Central Avenue, Nagpur (M.H.) 440018 Ph: +91-712-2272407; Fax: +91-712-2272107 Email: cs@seml.co.in; URL: www.seml.co.in



# SARDA ENERGY & MINERALS LIMITED

Regd. Off: 73-A, Central Avenue, Nagpur (MH.) 440018 Ph: +91-712-2722407; Fax: +91-712-2722107; Email: cs@seml.co.in; URL: www.seml.co.in CIN: L27100MH1973PLC016617

# POSTAL BALLOT FORM

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Sr. No.

Name and registered address of the first / : sole shareholder

Name of the joint holder(s) [if any]

Registered folio no./ DP ID Client ID

No. of shares held

I/ We, hereby exercise my/our vote in respect of the Special Resolutions to be passed through Postal Ballot for the Special Business stated in the Notice dated 02.02.2019 of the Company by sending my/ our assent **(FOR)** or dissent **(AGAINST)** to the said resolutions by placing the tick mark ( $\sqrt{}$ ) at the appropriate column below:

S.	Description	No. of	FOR	AGAINST
No.		shares	I/We assent to the resolution	I/We dissent to the resolution
1.	Special Resolution for re-appointment of Mr. Asit Kumar Basu (DIN: 01382260) as an Independent Director			
2.	Special Resolution for re-appointment of Mr. Chittur Krishnan Lakshminarayanan (DIN: 01308030) as an Independent Director			
3.	Special Resolution for re-appointment of Mr. Gajinder Singh Sahni (DIN: 02066897) as an Independent Director			
4	Special Resolution for re-appointment of Mr. Jitender Balakrishnan (DIN: 00028320) as an Independent Director			
5	Special Resolution for re-appointment of Mr. Rakesh Mehra (DIN: 00035812) as an Independent Director			

Place:

Date:

Signature of the shareholder

Please give your email id: \_\_\_\_\_

# ELECTRONIC VOTING PARTICULARS

EVEN (E Voting Event Number)	USER ID	PASSWORD	

## Notes:

- 1) Each equity share of the Company carries one vote.
- 2) Please read carefully the instructions printed overleaf before exercising the vote.

# Instructions

- A Shareholder desiring to exercise vote by Postal Ballot shall complete the enclosed Postal Ballot Form with assent (for) or dissent (against) and send it to the Scrutinizer in the enclosed self-addressed postage prepaid envelope bearing the address of the Scrutinizer appointed by the Board of Directors. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Forms, if deposited in person or sent by courier at the expenses of the shareholders will also be accepted.
- 2. This form should be completed and signed by the shareholders. In case of joint holding, this form should be completed and signed by the first named shareholder and in his absence, by the next named shareholder as per the specimen signature registered with the Company/R & T Agent.
- 3. In the case of shares held by companies, trusts, societies etc., the postal ballot form should be accompanied by a certified true copy of the relevant Board resolution.
- 4. Please send the duly completed Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope (if posted in India), so as to reach the Scrutinizer, at 69, 1<sup>st</sup> Floor, Mahalaxmi Cloth Market, Pandri, Raipur 492004, Chhattisgarh, on or before 5.00 p.m on Saturday, the 16<sup>th</sup> day of March, 2019, which is last date for receipt of completed Postal Ballot Forms. Postal Ballots received after this date will be strictly treated as if the reply from the shareholder has not been received.
- 5. Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholder as on 08.02.2019.
- 6. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed selfaddressed envelope as all such envelopes will be sent to the Scrutinizer and any other paper found in such envelope, the same would not be considered and would be destroyed by the Scrutinizer.
- 7. In case of non-receipt of the Postal Ballot Form or any query related thereto, the Members may contact Bigshare Services Pvt. Ltd., the Company's Registrar and Transfer Agents, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059. The Postal Ballot Form will also be available at the Registered Office of the Company and at the Office of Bigshare Service Pvt. Ltd. as mentioned above and can also be downloaded from the website of the Company: www.seml.co.in.
- 8. Postal Ballot Form Votes will be considered invalid on the following grounds :
  - a) If the shareholder's signature does not tally.
  - b) If the shareholder has marked all his shares both in favour and also against the resolutions.
  - c) If the Ballot paper is unsigned.
  - d) If the Ballot paper is filled in pencil or signed in pencil.
  - e) If the Ballot paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the shareholder or the number of votes or as to whether the votes are in favour or against or if the signature could not be checked or one or more of the above grounds.
- 9. The scrutinizer's decision on the validity of a postal ballot will be final.

ce: Am	ravati Bank of Mah	arashtra, Amravati Zone	4	Net Profit/(Lo after tax (after	AND In the matter of Sections 230 to 232 read with	
Me Compa ection dminis allot Fo he Men espect Th	Ph: 0712-2722407 Fax: 0712-272210 w.seml.co.in email : cs@seml.co.in ClN: L27 <b>NOTICE TO THE MEMBER</b> mbers are hereby informed that Sarda Energy ny") has completed the dispatch of Notice dated 110 of the Companies Act, 2013, read with the Cor tration) Rules, 2014 along with the relevant Explai orm and self addressed postage prepaid envelop hebers through Postal Ballot (which includes voting of the special resolution for matters as set out in the e Board of Directors has appointed Mr. Ka ny Secretary and Partner of M/s. S.G. Kankani ries, as Scrutinizer to receive and scrutinize th	gpur - 440 018 (M.H.) 77 100MH1973PLC016617 S & Minerals Limited (the 02.02.2019, pursuant to npanies (Management & natory Statement, Postal s for seeking consent of by electronic means) in e Postal Ballot Notice. mlesh Ojha, Practicing & Associates, Company	5 6 7 8	Extraordinar Total Compri- period [Com the period at Comprehens Paid-up Equ [Face value c Other Equity Reserves as Balance she Earning Per and discontii (of Rs. 2/- ea - Basic EPS	and Reliance Jio Infratel Private Limited and their respective shareholders and creditors; AND In the matter of: Jio Infocomm Limited 900GJ2007PLC105869	
The Sch	edule of Postal Ballot/E-voting is as under:	Summer's serious		tes: a	ti 5 Rasta, Ambawadi,	100
Sr. No.	Particulars	Schedule	1 7	The above is ant	bad - 380006	ir
a)	The date of completion of despatch of Notice	12.02.2019	e	ended 31* De 3	: Jio.InvestorRelations@ril.com	
b)	The date and time of commencement of voting	15.02.2019 / 9.00 a.m.		quarter and nir:	www.ijo.com	
c)	The date and time of end of voting	16.03.2019 / 5.00 p.m.		where the Col		
The Point Service Voting the Point Who do form in sendin The Point Service Voting the Point Service Service Service Service Service Service Nagar	wed beyond the date and time mentioned above. he Company has sent the notice of Postal Balk names appear in the Register of Members/ list defrom National Securities Depository Limited (N es Limited (CDSL) as on 08.02.2019. Such mer rights electronically as per the e-voting instructor stal Ballot Notice and instructions in the Postal B bes not wish to avail e-voting facility/or who have hay apply to the company and obtain a duplice g a request to the Company Secretary at the ad bastal Ballot Notice and Postal Ballot form will also share Services Pvt. Ltd R & T Agent of the C baded from the website of the Company - www.sec to g revances connected with voting by Postal onic means, can be addressed to Mr. Manish Si Energy & Minerals Ltd., 3rd Floor, Vaniya Bhaw Road, Raipur 492001, Telephone No. (0771) 50 or email to cs@seml.co.in. By Order M	of Beneficial Owners as SDL)/ Central Depository hers may exercise their ons sent/given along with lallot Form. Any member, not received postal ballot ate postal ballot form by dress/email given herein. b e available at the office ompany and can also be oml.co.in. Ballot including voting by athi, Company Secretary, ran, Sai Nagar, Devendra	Pia Da Bran Ref 99/	statutory audit results for the d ice : Gurugram ted: 12" Februa Grouprate Office choffice : National Insura to the PUBLIC NOTICE 02/2019 in The Indian ps://bankauctions.in ligh which has to be con	e Jio Infratel Private Limited 54200GJ2013PTC105870 red office: Office - 101, Saffron, Nr. Centre Point, vati 5 Rasta, Ambawadi, abad - 380006 a 3560 0100 Transferee Company	XE DO THE PARTY OF
	RAIPUR	Manish Sethi	Dat	e: 12/02/2019 ce: Nagpur	lendum to advertisement for notice of meeting of	T

Notice is hereby given to the public in general and in particular to the Bohowers and Guard merged Company / Transferor Company had issued a immovable properties mortgaged/charged to the Secured Creditor, the physical possession of merged Company / Transferor Company had issued a Authorised Officer of Asset Reconstruction Company India Ltd (Arcil) an Asset Reconstruction Col dated 12<sup>th</sup> January, 2019 for convening meetings of Authorised Officer of Asset Reconstruction Company India Ltd (Arcil) an Asset Reconstruction Col dated 12<sup>th</sup> January, 2019 for convening meetings of Authorised Officer of Asset Reconstruction Company India Ltd (Arcil) an Asset Reconstruction Col dated 12<sup>th</sup> January, 2019 for convening meetings of Bank Of India under the provisions of the SARFAESI Act, 2002. Arcil has acquired from the banks /tured creditors (including unsecured debenture holders), Bank Of India under the provisions of the SARFAESI Act, 2002. Arcil has acquired from the banks /tured creditors (including unsecured debenture)



- acas foodes.
- 1) Go to https://mahatenders.gov.in/nic.gep/app
- 2) Click on "Tenders by Organisation"
- 3) In search list select "Maharashtra State Police Housing & Welfare
- Corporation Ltd."
- 4) Select check box "Show All"5) Click on search button
- 5) Click on search button

सचिव (तांत्रिक) महाराष्ट्र राज्य पोलीस गृहनिर्माण व कल्याण महामंडळ मर्यादित, मुंबई.



# (अचल संपत्ती कायदा ८(।) च्या अंत<u>र्गत)</u>

ज्याअर्थी,

खालील सही करणार वित्तीय प्रतिभूतीकरण व पुनर्रचना आणि प्रतिभूती अंमलबजावणी (विदतीय) अधिनियम, 2002 अंतर्गत बँक ऑफ महाराष्ट्राचे प्राधिकृत अधिकारी या नात्याने आणि प्रतिभूती हिताधिकार (अंमलबजावणी) नियमावली 2002 च्या नियम 8 सह वाचल्या जाणाऱ्या कलम 13(12) अंतर्गत प्रदान केलेल्या अधिकाराचा वापर करून खालील कर्जदार सौ सरला विजय इंगळे आणि जमानतदार श्री. विजय पुंडलिकराव इंगळे यांना क्वर्जाच्या परतफेडी पोटी दिनांक 06/01/2018 रोजी येणे बाकी रक्कम रुपये. 11,18,073/- अधिक दि. 05/01/2018 पर्यंतचे व्याज रक्कम रु. 29,391/-अधिक दिनांक 06/01/2018 पासूनचे व्याज (दिनांक 06/01/2018 रोजी एकूण देय रक्कम रु. 11,47,464/-), सूचना प्राप्त होण्याच्या तारखेपासून 60 दिवसाच्या आत परतफेड करण्याचे आदेश देणारी सूचना कर्जवार सौ सरला विजय इंगळे आणि जमानतदार श्री. विजय पुंडलिकराव इंगळे, यांना दि. 06/01/2018 जारी केली होती. कर्जदार/ जमानतदार यांनी या रक्कमेची परतफेड न केल्यामुळे एतद् दारा कर्जदार/ जमानतदार आणि सर्व सामान्य जनतेला सुचित करण्यात येते कि, खालील सही करणाऱ्यांनी उक्त नियमावलीच्या नियम ८ सह वाचल्या जाणाऱ्या उक्त अधिनियमाच्या कलम 13 (4) अंतर्गत त्यांन प्रदान केलेल्या अधिकाराचा वापर करून बँकेस गहाण असलेल्या स्थावर मालमत्तेचा ताबा बँकेने आज दि. 12/02/2019 रोजी घेतला आहे. विशेषत्वेकरून कर्जदार/ जमानतदार आणि सर्व सामान्य जनतेला एतद बारा ताकीद देण्यात येते कि, त्यांनी या संपत्तीबाबत कोणताही व्यवहार करू नये आणि या संपतीचा कोणताही व्यवहार कर्जदाराकडून व्याजासह याने असलेल्या रकमेकरीता बँक ऑफ महाराष्ट्राच्या प्रभाराधीन राहील. गहाण मालमत्तेची पुर्तता करण्यासाठी सदर कायद्याच्या कलम 13 मधील उप-कलम 8 च्या तरत्वीनुसार उपलब्ध असलेल्या वेळेसंदर्भात कर्जवाराचे लक्ष वेधत आहे

#### ताब्यात घेतलेल्या मालमत्तेचे वर्णन

श्री. विजय पुंडलिकराव इंगळे यांच्या मालकीचे असलेले वार्ड न. 01, मौजा: टाकरखेडा कावरे, ग्रामपंचायत: डॉगरगाव, तालुका दर्यापुर, जिल्हा- अमरावती येथील घर क्र. 66, मालमत्ता क्र. 81, मिळकत क्र. 66, ज्याचे एकृण क्षेत्रफळ 972 वी.फु. आहे. व एकुन बांधकाम क्षेत्रफळ 396 ची. फुट आहे.

सदर मालमत्तेची चतुर्सीमा पुढीलग्रमाणे: पुर्वेस : श्री. लोखडे यांचे घर , पश्चिमेस: श्री. कावरे यांचे घर, उत्तरेस: श्री. इंगळे यांचे घर, दक्षिणेस: श्री. मालताबाई इंगळे यांचे घर. प्राधिकृत अधिकारी आणि मुख्य प्रबंधक दिनांक : 12/02/2019 स्वमरावती (१८४: अप्रब माहेती करील इंग्री नेटील मह्र मल्यात खेल.) अमरावती अंचल, अमरावती

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SARDA सारडा एनर्जी ॲण्ड मिनरत्स लिमिटेड रजिस्टर ऑफिस : ७३-ए, सेन्ट्रल एव्हेन्यू, नागपूर- ४४० ०१८ (म.रा.) फोन : ०७१२-२७२२४०७ फॅक्स: ०७१२-२७२२१०७

url : www.seml.co.in email : cs@seml.co.in CIN: L27100MH1973PLC016617

#### सभासदांना सूचना

सभासदांना याद्वारे कळविण्यात येते कि, टपाल मतदानाच्या सुचनेत दिलेल्या कामकाजाच्या संबंधात टपाल मतदाना मार्फत (ज्या मध्ये इलेक्ट्रॉनिक व्होटींग समाविष्ट आहे) सभासदांची मंजुरी मिळविण्यासाठी संबंधित स्पष्टीकरणात्मक विवरण, टपाल मत पत्रिका आणि स्वपात्याचा आगाऊ टपाल खर्च भरलेल्या पाकीटासह, (व्यवस्थापन आणि प्रशासन) नियम २०१४, कंपनी अधिनियम, २०१३ च्या कलम ११० सह वाचन अंतर्गत बनविलेल्या नियमानुसार सुचना पाठविण्याचे काम सारडा एनर्जी ॲण्ड मिनरल्स लिमिटेड (कंपनी) ने दि. ०२.०२.२०१९ रोजी पूर्ण केले आहे.

टपाल मलपत्रिका प्राप्त करून तपासण्याकरिता तपासणी अधिकारी म्हणून मे. एस.जी. कंकानी ऑण्ड असोसिएट्स, कंपनी सेक्रेटरी चे भागीदार श्री कमलेश ओझा ह्यांची नेमणूक संचालक मंडळाने केली आहे.

टपाल मतपत्रिका /ई–मतदान वेळापत्रक खालील प्रमाणे आहे.

अन.क.	तपशिल	वेळापत्रक
अ)	सुचना पाठवणे पुर्ण करण्याची तारीख	92.02.2098
ब)	मतदान सुरू होण्याची तारीख आणि वेळ	१५.०२.२०१९ / ९.०० वा.
क)	मतदान संपण्याची तारीख आणि वेळ	१६.०३.२०१९ / ५.०० वा
and the second	ील नमट केलेलगा तारीख व वेले नंतर सभास	दांना प्राप्त कोणतीही टपाल मतपत्रिव

वेश्व तरणार नाही आणि तसेच वरील नमुद केलेल्या तारीख व वेळे नंतर टपाल किंवा इलेक्ट्रॉनिक वोटींग द्वारे केलेले मतदान मान्य करण्यात येणार नाही.

दि. 0८.0२.२09९ रोजी समासदांच्या नोंद वहित/नॅशनल सिक्युरिटीज डिपॉझिटरी लि. (एनएसडीएल)/सेन्ट्रल डिपॉझिटरी सर्व्हिसेस लिमिटेड (सीडीएसएल) कडून प्राप्त झालेल्या लाभार्थी मालकांच्या यादीत नाव असलेल्या सर्व भागधारकांना कंपनीने टपाल मतदानाची सुचना पाठविलेली आहे. असे सभासद सुचने मधिल टिपानध्ये दिलेल्या प्रक्रिये प्रमाणे आणि टपाल मत पत्रिकेतील सुचने प्रमाणे इलेक्ट्रोनिक पध्दतीने त्यांचे मत देऊ शकतात. जर एखाद्या सभासदाला इलेक्ट्रोनिक वोटींग सुविधेचा वापर करावयाचा नसल्यास तसेच टपाल मतपत्रिका उपलब्ध झाली नसल्यास असे सभासद कंपनीला अर्ज करून टपाल पत्रिकेची प्रतिलिपी कंपनी संक्रेटरी च्या पत्त्यावर विनंती अर्ज करून किंवा ई-मेल द्वारे वरिल पत्त्याक प्रप्ता करू शकतात. टपाल मत पत्रिका सुचना आणि टपाल मत पत्रिका, बिगशेअर सार्विसेस प्रा. लि. – आर अप्रेड टी कंपनी एजंट च्या पत्त्यावर उपलब्ध आहे. आणि तसेच ते कंपनी वेबसाईट <u>www.seml.co.in</u>. वर डाउनलोड केला जाऊ शकते.

टपाल मतपत्रिका आणि इलेक्ट्रॉनिक मतदानाच्या कोणत्याही तक्रारी खालील पत्त्यावर केल्या जाऊ शकेल – श्री. मनीष सेठी, कंपनी सेक्रेटरी, सारडा एनर्जी ॲण्ड मिनरल्स लि. ३रा मजला वाणिज्य भवन, साई नगर, देवेद्र नगर रोड, रायपूर ४९२००, दुरध्वीन क्रमांक (०७७१) २२१४२००, कॅक्स क्रमांक (०७७१) २२१४२५० किंवा ई–मेल cs@seml.co.in. संचालक मंडळाच्या आदेशानुसार

स्थान : रायपूर

दिनांक : १२.०२.२०१९

साराज जन्म जावसारुपार सारडा एनर्जी अँण्ड मिनरल्स लि. साठी Sd/-मनिष सेठी कंपनी सेकेटरी



नमलोचे (स्थावर मालमत्ता)/सुरक्षित मालमत्ता चे वर्णन

(२) -42. तिस-या मजल्यावर असलेला चा सर्व भाग आणि 14 गौ.मी. चा अविभाजीत भाग. (कारपेट एरिया 38.44 चौ.मी. प्लाझा या नावाने इमारत ओळखली जाते. प्लॉट नं. 1 आणि 14 जसलेल एरिया 1913.802 चौ.मी. (20600 चौ.फी.) सर्वे नं. 18.319/2, 323/2, 321/1 मधुन. सर्व मौजा – चांवा 16. आणि जि. चंद्रपुर.

। ठरल्यामूळे या नोटीस द्वारे कर्जवार / कायदेशीर वारसदार / एफसी लिमिडेट ने उपरोक्त कॉलम मध्ये नमुद अचल संपत्ती चा तल्या अधिकाराचा वापर करून वरील तारण मालमत्ता नमुद केले

चित करण्यात येत आहे कि उपरोक्त नमुद अचल संपत्ती सोबत मॉट फायनान्स कॉर्पोरेशन लिमिटेडचा प्रमाराधिन राहिल. गयदेशीर वारसदार/कायदेशीर प्रतिनिधीचे लक्ष वेवण्यात आले आहे.

वारसदार/कायदेशीर प्रतिनिधींना विनंती आहे कि संबधीत हाऊसिंग डेव्हलपमेंट फायनान्स

कॉर्पोरेशन लिमिटेड

सही/-

अधिकृत अधिकारी,

नागपुर

: मिनरल्स लि. साठी |/-! सेठी सेकेटरी गढ, गुबई — 400020.