

Corp. Office
392, 'E' Shahupuri,
Post Box No. 201,
Kolhapur-416 001, India

Works
Plot No. C 18,
Five Star MIDC, Kagal,
Kolhapur 416 216 India.

T 0231 2658375
W www.synergygreenind.com
L27100PN2010PLC137493



5th September, 2023

To,
The BSE Limited,
Corporate Relationship Department,
1st Floor New Trading Building,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai - 400 001

To,
Corporate Communications,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No.C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051.

Scrip Code : 541929

Security ID : SGIL

Subject : Postal Ballot Notice and Form – Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and in continuation of our letter dated 9th August, 2023, we are enclosing herewith the Postal Ballot Notice together with Explanatory Statement, seeking approval of the Members for the special resolutions as mentioned in the Postal Ballot Notice dated 9th August, 2023.

The Postal Ballot Notice along with the Explanatory Statement, is being sent to the Members whose names have appeared in the Register of Members or in the Register of Beneficial Owners received from Link Intime India Pvt. Ltd., Registrar & Transfer Agent of the Company and the Depositories as on Friday, 1st September, 2023 (Cut-off date).

The Company has engaged the services of National Securities India Limited (NSDL) for providing e-voting facility to the Members. The e-voting facility will be available from 9.00 a.m. on Wednesday, 6th September, 2023 to 5.00 p.m. on Thursday, 5th October, 2023. The consolidated voting results of the postal ballot and e-voting will be declared on or before Saturday, 7th October, 2023.

The Notice of Postal Ballot is also made available on the website of the Company, viz. www.synergygreenind.com.

Kindly take the same on record.

Yours Faithfully,
For Synergy Green Industries Limited

1b854370-
a294-439f-
aba7-109f667
4a4ca

Digitally signed by 1b854370-
a294-439f-aba7-109f6674a4ca
DN: cn=1b854370-a294-439f-
aba7-109f6674a4ca
Date: 2023.09.05 17:46:19
+05'30'

Nilesh M. Mankar
Company Secretary and Compliance Officer
Membership No. A39928

Encl: As above.



Synergy Green Industries Limited

CIN: L27100PN2010PLC137493

Regd. office: E Ward, Shahupuri, Assembly Road, Kolhapur-416001

Tel: 91-0231-2658375

nmm@synergygreenind.com

www.synergygreenind.com

POSTAL BALLOT NOTICE

Dear Members,

Notice is hereby given pursuant to the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("CA 2013") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and applicable Regulations under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws and regulations including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, that the consent of the members ("Members") of Synergy Green Industries Limited ("the Company") is sought for the resolutions appended herein below which are proposed to be passed through postal ballot by way of remote electronic voting ("e-voting" or "remote e-voting") ("Notice").

The proposed resolutions along with the Explanatory Statement to the Notice pursuant to Section 102 and other applicable provisions of the Companies Act 2013, if any, setting out the Explanatory Statement and the reasons thereof, is also annexed hereto for your consideration.

The Notice is being sent to the members in electronic form only instead of a hard copy of the Notice of Postal Ballot. Members are requested to follow the procedure as stated in the notes to this Notice and instructions for casting of votes by remote e-voting and communicate their assent or dissent through the remote e-voting facility only.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with applicable Rules framed under Companies Act, 2013, the Company is pleased to provide remote e-voting facility to all its Members, to enable them to cast their votes electronically. The Company has engaged the services of National Securities Depository Ltd. ("NSDL") for the purpose of providing e-voting facility to enable the Members to cast their votes electronically. The e-voting facility is available from Wednesday, 6th September, 2023 [9.00 A.M. (IST) onwards] till Thursday, 5th October 2023 [upto 5.00 P.M. (IST)]. For this purpose, please read the instructions for remote e-voting carefully, as mentioned in the Notes. Assent or dissent of the Members on the resolutions mentioned in the Notice would only be taken through the remote e-voting system.

The Company has appointed Prajot Tungare & Associates, Practicing Company Secretary, Pune to act as a Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer shall submit his final report and other papers within the prescribed time to Chairman & Managing Director or Company Secretary of the Company after completion of scrutiny of the e-voting, and the results of the Postal Ballot shall be declared within statutory timelines. The result of the Postal Ballot along with the Scrutinizers' Report will be placed on the Company's website i.e. www.synergygreenind.com and shall be communicated to the BSE Limited and National Stock Exchange of India Limited on which the shares of the Company are listed.

You are requested to peruse the proposed resolutions along with the explanatory statement and thereafter record your assent or dissent by means of remote e-voting facility, as provided by the Company.

RESOLUTION 1:

To consider and approve the re-appointment of Mr. Sachin R. Shirgaokar (DIN: 00254442) as Chairman & Managing Director of the Company for a further period of three (3) years and his remuneration:

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

“RESOLVED THAT in supersession to the earlier resolution passed through means of postal ballot dated 23rd March 2023 and pursuant to the provisions of Sections 196, 197 & 198 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder and pursuant to the provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Sachin R. Shirgaokar (DIN:00254442) as Chairman & Managing Director of the Company for a further period of three (3) years with effect from 1st April 2023 up to 31st March 2026 as per the terms and conditions as mentioned in the agreement entered with the Chairman & Managing Director.”

“RESOLVED FURTHER THAT Mr. Sachin R. Shirgaokar, Chairman & Managing Director shall have the general conduct and management of the whole of the business and affairs of the Company subject to the superintendence, control and directions of the Board, except in matters specifically required to be done by the Board under the Companies Act, 2013 or by Articles of Association of the Company and also to exercise such powers and perform such duties as the Board of Directors may from time to time determine and shall also perform all other acts and things in the ordinary course of business.”

“RESOLVED FUTHER THAT pursuant to the provision of Section 197 & Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014, other applicable provisions, if any, of the Act, and pursuant to recommendation of Nomination and Remuneration Committee and approval of Board of Directors in their respective meetings held on 14th February 2023, the consent of the members of the Company be and is hereby accorded to approve remuneration of Shri. Sachin R. Shirgaokar, Chairman & Managing Director of the Company w.e.f. 1st April 2023 to 31st March 2026 for a period of 3 years as detailed below:

Basic Salary: Rs. 3,45,000/- (Rupees Three Lakh Forty-Five Thousand only) p.m.

Commission: Commission not exceeding 4% on net profit of the Company as computed under section 197 and 198 of the Companies Act, 2013 or any amendment to the Act, as may be affected from time to time.

Perquisites:

1. Facility Allowance 40% of Basic Salary.
2. Special Allowance of Rs.1,39,250/- (Rupees One Lakh Thirty Nine Thousand Two Hundred Fifty only) p.m.
3. Expenditure towards furnishing self-occupied property with other facilities and amenities or alternately provision of free furnished accommodation.
4. Personal Accident Insurance: The Annual Premium not exceeding Rs.1,00,000/- (Rupees One Lakh only) per annum.
5. Bonus as applicable to other senior executives of the Company.
6. Reimbursement of medical expenses actually incurred for Managing Director, his spouse, dependent children and dependent parents which is not covered in Mediclaim insurance.
7. Leave Travel Reimbursement to the Chairman & Managing Director and his spouse, dependent children and dependent parents.
8. Fees of clubs which will include admission and life membership fees, including personal club fees.
9. Mediclaim Insurance: The annual Premium not exceeding Rs.1,00,000/- (Rupees One Lakh only) per annum.

Retirement Benefits:

- 1 Company's contribution to Superannuation Fund will be paid not exceeding 15% of salary as extended to other Senior Executives of the Company, as and when such fund is created.
- 2 Gratuity: Not exceeding one month's salary for each completed year of service computed on the basis of last drawn salary.

Other perquisites:

1. All charges of mobile phone and telephone be paid by the Company.
2. Leave facilities as applicable to other Senior Executives of the Company.
3. Reimbursement of gas, electricity and water charges, subject to limits prescribed under Income Tax Act, 1961.
4. Such other benefits or amenities as may be applicable to other Senior Executives of the Company.
5. All expenses for the maintenance, running and upkeep of the motor car for business purpose to be borne and paid by the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company, are hereby authorized to vary the remuneration of Shri. Sachin R. Shirgaokar (DIN: 00254442), Chairman & Managing Director anytime in the future, to the extent of the maximum limits specified in Part II of Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, by passing a resolution in their meeting."

"RESOLVED FURTHER THAT the Board of Directors are at full liberty in its description to fix, vary, alter the emoluments, allowances and or perquisites etc. within the above-mentioned limits."

"RESOLVED FURTHER THAT if in any year the Company has no profits or its profits are inadequate, Shri. Sachin R. Shirgaokar (DIN:00254442), Chairman & Managing Director, shall be paid above remuneration as minimum remuneration, as detailed above, by way of Salary, perquisites, allowances & performance bonus, benefits etc. taken together."

"RESOLVED FURTHER THAT In case of Adequacy of Profits, Shri. Sachin R. Shirgaokar (DIN: 00254442), Chairman & Managing Director, shall be paid remuneration within the maximum limit of 10% of the Profits of the Company as computed in accordance with the provisions of Section 198 of the Companies Act, 2013 and the said limit of 10% shall apply to all the Wholtime Directors of the Company taken together viz. Chairman & Managing Director, Joint Managing Director & Executive Director."

"RESOLVED FURTHER THAT the Chairman & Managing Director, unless prevented by ill health or disability, throughout devote adequate time, attention and energy to the business of the Company and confirm to and comply with directions by the Board and shall faithfully serve the Company and use best endeavours to promote the interest of the Company."

"RESOLVED FURTHER THAT Mr. Sachin R. Shirgaokar (DIN: 00254442), Chairman & Managing Director or Mr. Sohan S. Shirgaokar, (DIN: 00217631), Joint Managing Director of the Company either jointly or severally be and is hereby authorized to do all such acts, deeds, things etc. as may be required to comply with all formalities in this regard".

RESOLUTION 2:

To consider and approve the re-appointment of Mr. Sohan S. Shirgaokar (DIN: 00217631) as Joint Managing Director of the Company for a further period of three (3) years and his remuneration:

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

"RESOLVED THAT in supersession to the earlier resolution passed through means of postal ballot dated 23rd March 2023 and pursuant to the provisions of Sections 196, 197 & 198 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the

Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder and pursuant to the provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Sohan S. Shirgaokar (DIN:00217631) as Joint Managing Director of the Company for a further period of three (3) years with effect from 1st April 2023 up to 31st March 2026 as per the terms and conditions as mentioned in the agreement entered with the Chairman & Managing Director.”

“RESOLVED FURTHER THAT Mr. Sohan S. Shirgaokar, Joint Managing Director shall have the general conduct and management of the whole of the business and affairs of the Company subject to the superintendence, control and directions of the Board, except in matters specifically required to be done by the Board under the Companies Act, 2013 or by Articles of Association of the Company and also to exercise such powers and perform such duties as the Board of Directors may from time to time determine and shall also perform all other acts and things in the ordinary course of business.”

“RESOLVED FURTHER THAT pursuant to the provision of Section 197 & Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, other applicable provisions, if any, of the Act, and pursuant to recommendation of Nomination and Remuneration Committee and approval of Board of Directors in their respective meetings held on 14th February 2023, the consent of the members of the Company be and is hereby accorded to approve remuneration of Shri. Sohan S. Shirgaokar, Joint Managing Director of the Company w.e.f. 1st April 2023 to 31st March 2026 for a period of 3 years as detailed below:

Basic Salary: Rs. 3,45,000/- (Rupees Three Lakh Forty-Five Thousand only) p.m.

Commission: Commission not exceeding 4% on net profit of the Company as computed under section 197 and 198 of the Companies Act, 2013 or any amendment to the Act, as may be affected from time to time.

Perquisites:

1. Facility Allowance 40% of Basic Salary.
2. Special Allowance of Rs.1,39,250/- (Rupees One Lakh Thirty Nine Thousand Two Hundred Fifty only) p.m.
3. Expenditure towards furnishing self-occupied property with other facilities and amenities or alternately provision of free furnished accommodation.
4. Personal Accident Insurance: The Annual Premium not exceeding Rs.1,00,000/- (Rupees One Lakh only) per annum.
5. Bonus as applicable to other senior executives of the Company.
6. Reimbursement of medical expenses actually incurred for Managing Director, his spouse, dependent children and dependent parents which is not covered in Mediclaim insurance.
7. Leave Travel Reimbursement to the Joint Managing Director and his spouse, dependent children and dependent parents.
8. Fees of clubs which will include admission and life membership fees, including personal club fees.
9. Mediclaim Insurance: The annual Premium not exceeding Rs.1,00,000/- (Rupees One Lakh only) per annum.

Retirement Benefits:

1. Company's contribution to Superannuation Fund will be paid not exceeding 15% of salary as extended to other Senior Executives of the Company, as and when such fund is created.
2. Gratuity: Not exceeding one month's salary for each completed year of service computed on the basis of last drawn salary.

Other perquisites:

1. All charges of mobile phone and telephone be paid by the Company.
2. Leave facilities as applicable to other Senior Executives of the Company.
3. Reimbursement of gas, electricity and water charges, subject to limits prescribed under Income Tax Act, 1961.
4. Such other benefits or amenities as may be applicable to other Senior Executives

of the Company.

5. All expenses for the maintenance, running and upkeep of the motor car for business purpose to be borne and paid by the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, are hereby authorized to vary the remuneration of Shri. Sohan S. Shirgaokar (DIN: 00217631), Chairman & Managing Director anytime in the future, to the extent of the maximum limits specified in Part II of Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014, by passing a resolution in their meeting.”

“RESOLVED FURTHER THAT the Board of Directors are at full liberty in its description to fix, vary, alter the emoluments, allowances and or perquisites etc. within the above-mentioned limits.”

“RESOLVED FURTHER THAT if in any year the Company has no profits or its profits are inadequate, Shri. Sohan S. Shirgaokar (DIN: 00217631), Joint Managing Director, shall be paid above remuneration as minimum remuneration, as detailed above, by way of Salary, perquisites, allowances & performance bonus, benefits etc. taken together.”

“RESOLVED FURTHER THAT In case of Adequacy of Profits, Shri. Sohan S. Shirgaokar (DIN: 00217631), Joint Managing Director, shall be paid remuneration within the maximum limit of 10% of the Profits of the Company as computed in accordance with the provisions of Section 198 of the Companies Act, 2013 and the said limit of 10% shall apply to all the Wholtime Directors of the Company taken together viz. Chairman & Managing Director, Joint Managing Director & Executive Director.”

“RESOLVED FURTHER THAT the Joint Managing Director, unless prevented by ill health or disability, throughout devote adequate time, attention and energy to the business of the Company and confirm to and comply with directions by the Board and shall faithfully serve the Company and use best endeavours to promote the interest of the Company.”

“RESOLVED FURTHER THAT Mr. Sachin R. Shirgaokar (DIN: 00254442), Chairman & Managing Director or Mr. Sohan S. Shirgaokar, (DIN: 00217631), Joint Managing Director of the Company either jointly or severally be and is hereby authorized to do all such acts, deeds, things etc. as may be required to comply with all formalities in this regard”.

**By Order of the Board of Directors
For Synergy Green Industries Limited**

Sd/-

**Nilesh Mankar
Company Secretary & Compliance Officer
Memb. No.A39928**

Date: August 9, 2023

Place: Kolhapur

NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Rules stating material facts and reasons for the proposed resolution is annexed hereto.
2. Pursuant to the **“Green Initiative in the Corporate Governance”** taken by Ministry of Corporate Affairs, Govt. of India, in 2011, the Postal Ballot Notice is being sent to all the Members/ Beneficiaries, whose names appear in the Register of Members/ Statement of Members as received from the Depositories i.e. National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on the close of business hours

on Friday, 1st September, 2023 i.e. Record Date. Any person who is not a Member as on the said record date should treat this Notice for information purposes only.

3. The Scrutinizer will submit the report to the Chairman and Managing Director or Company Secretary of the Company after completion of scrutiny of the Postal Ballot Process.
4. The results of the Postal Ballot will be announced by the Chairman and Managing Director or Company Secretary of the Company on or before Saturday, 7th October, 2023. The results will also be posted on the website of Company (www.synergygreenind.com).
5. The Special Resolutions mentioned above shall be declared as passed if the number of votes cast in its favor are not less than three times the number of votes cast, if any, against the said Resolution and the Ordinary Resolutions shall be declared passed, if the number of votes cast in its favor exceeds the number of votes cast, if any, against the resolution.

Remote e-voting instruction for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in Demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their Demat accounts.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the

home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to jayesh@prajottungarecs.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Anubhav Saxena at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to nmm@synergygreenind.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to nmm@synergygreenind.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Corp. Office
392, 'E' Shahupuri,
Post Box No. 201,
Kolhapur 416 001, India

Works
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EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

For Item 1:

Mr. Sachin Rajendra Shirgaokar aged 57 years is Chairman & Managing Director and the Promoter of your Company. He holds a degree of Master of Business Administration from U.S.A. and a degree in B.E. Mechanical from Karnataka University Bijapur. He is actively engaged in managing the company since incorporation. He has about 31 years of experience in the industry. He started his career with Sanderson & Associates, New York as Junior Consultant. He is associated with S.B. Reshellers Private Limited as Managing Director since 1991. He is holding various positions like Vice Chairman of Youth Development Cooperative Bank Limited, Chairman of India Institute of Foundry Men, Chairman of Gokul Shirgaon Manufacturing Association and Confederation of Indian Industry etc.

The Company had re-appointed Mr. Sachin R. Shirgaokar as Chairman & Managing Director on 28th January 2022 by way of passing special Resolution through postal ballot and at the 10th Annual General Meeting of members held on 8th September 2020, the members had approved remuneration payable to Shri Sachin R. Shirgaokar, Chairman & Managing Director of the Company for a period of 3 years w.e.f. 1st April, 2020 which is upto 31st March, 2023. Hence approval of members to be obtained by way of special resolution for his re-appointment and remuneration for a further period of there (3) years from 1st April 2023 to 31st March 2026. The said resolution is in supersession to the special resolution passed through the means of postal ballot dated 23rd March 2023.

Nomination & Remuneration Committee and the Board of Directors in their respective meetings held on 14th February 2023 have approved the re-appointment and remuneration payable to Shri Sachin R. Shirgaokar, Chairman & Managing Director of the Company for a further period of 3 years w.e.f 1st April, 2023.

As per the provisions of section 196 & 197 of the Companies Act, 2013, it is necessary to obtain approval of members by passing requisite resolution and hence the Board of Directors have put up the resolution for approval of members as a Special Resolution.

I. GENERAL INFORMATION:

(1)	Nature of Industry	Engineering
(2)	Date of commencement of commercial operations	The Company was incorporated on 08.10.2010 as a private limited Company and started the commercial operations on 01.06.2012. Later on the Company was converted into a Public Company on 16.02.2018 and was listed on the SME Exchange of BSE Ltd on 21.09.2018. Further the Company was migrated on the main Board of BSE & NSE w.e.f. 27 th July 2021. Further the Company was migrated on the main Board of BSE & NSE w.e.f. 27 th July 2021.

(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
(4)	Financial performance based on given indicators	<p>Financial Performance of the Company has been satisfactory. The comparative analysis of the company as mentioned below;</p> <p>The Company mainly caters to the domestic & overseas OEM buyers in Wind segment such as Vestas Wind Technology India Pvt. Ltd., GE India Industrial Pvt. Ltd, Siemens Gamesa Renewable Power Pvt. Ltd. as well as non-wind segment such as Terex India Pvt. Ltd., ZF Wind Power Coimbatore Pvt Ltd. etc.</p> <p>In the financial year 2022-23, the Company recorded net sale of Rs.290.15 Crores as against Rs. 284.91 Crores in the previous year and posted a marginal growth of 1.84% sale.</p> <p>During the year, absolute PBDIT stands at Rs 26.76 Crores as against Rs 25.21 Crores last year and achieved a growth of 6.15%. PBDIT margins have marginally improved to 9.22% compared to last year's 8.85%. During last two quarters raw material prices are stabilizing and shown decreasing trend. Sales prices are also now factored with present input costs and accordingly 4th quarter PBDIT margins have improved to 13.39%.</p>
(5)	Foreign investments or collaborators, if any.	<p>The Company has not made any Foreign Investments or collaborations. However, certain foreign investors have invested in the Company after listing which mainly includes:</p> <p>Massachusetts Institute of Technology, FII, USA 6,46,000 Equity Shares.</p>

II. INFORMATION ABOUT THE APPOINTEES:

Name	Mr. Sachin R. Shirgaokar
Age	57 Years
Background details	He did his schooling in Sanjeevan Vidyalaya Panchgani and Ferguson College, Pune and completed his graduation in Mechanical Engineering and later post-graduation in Business Administration from University of New Hampshire USA. He is having 31 years of Experience out of which 29 years of working at top positions of the Companies.
Past Remuneration	The Amount of Rs.85.91 lakhs and Rs. 86.79 lakhs were paid as managerial remuneration for F.Y. 2022-23 and F.Y. 2021-22 respectively inclusive of performance incentive, perquisites etc. as per rules of the Company.
Date of First Appointment on the Board	19.10.2010
Shareholding in the Company	7,40,228 equity shares of Rs.10 each

Job Profile and his suitability	Chairman & Managing Director- Overall responsibility of the management of Company and its operations, with core area and emphasis on monitoring and controlling overall business activities, strategic planning, financial management & operations management.	
Proposed Remuneration	As referred to in resolution No 1.	
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	Comparable	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Shareholder & employee of the Company	
Relationship with other Directors, Manger, and Key Managerial Personnel of the Company		
Sr.N	Name of Director and KMP	Relationship With
01.	Mr. Shishir Suresh Shirgaokar	Father's Cousin
02.	Mr. Chandan Sanjeev Shirgaokar	Cousin
03.	Mr. Sohan Sanjeev Shirgaokar	Cousin
04.	Mr. V.S. Reddy	No relation
05.	Mrs. Prabha Prakash Kulkarni	No relation
06.	Mr. Dattaram Pandurang Kamat	No relation
07.	Dr. Mallappa R. Desai	No relation
08.	Mr. Meyyappan Shanmugam	No relation
09.	Mr. Subhash Gundappa Kutte	No relation
10.	Mr. Suhas Bhalchandra Kulkarni	No relation
11.	Mr. Nilesh Mohan Mankar	No relation
Number of Board meetings held and attended during the F.Y.2022-23		Number of meetings held: 4 Number of meetings attended: 4
Other Directorship, Membership/Chairmanship of Committees of other boards		Director 1. The Ugar Sugar Works Ltd. 2. S. B. Reshellers Pvt. Ltd. 3. Tara Tiles Pvt. Ltd.

III. OTHER INFORMATION

1.	Reasons of loss or inadequate profits	During the financial year 2022-23, due to continuous increase in raw material prices, there was a lag in customer price revision which resulted in marginal increase in PBDIT. There is a significant increase in input prices during the year and input costs have gone up which has impacted the sales value. Hence this proposal is under applicable provisions of Schedule V.
2.	Steps taken or proposed to be taken for improvement	During FY 2023-24, PBDIT margins are projected to improve than last year, supported by customer price revisions and expecting stable commodity prices.
3.	Expected increase in productivity and profits in measurable terms	Now the raw material cost has come down with upward customer price revision. With these positive impacts, FY 23-24 PBDIT margins are estimated to increase.

Except for Mr. Sachin R. Shirgaokar and his relatives, none of the Directors or KMP's or their relatives are interested or concerned in the above resolution.

Item No.2:

Mr. Sohan Sanjeev Shirgaokar aged 40 years is Joint Managing Director and also the Promoter of our Company. He holds a degree of Master of Business and Bachelor of Commerce from the Shivaji University, Kolhapur. He is actively engaged in managing the company since incorporation. He has about 18 years of experience in the industry. He joined S.B. Resellers Private Limited in 2005. Currently, he is the Joint Managing Director of S.B. Resellers Private Limited also. He is a member of Indo American Chamber of Commerce, Pune Chapter. He is Director on the Board of Kolhapur Engineering Association, which is the oldest Engineering Association of Kolhapur. He is a Chairman of CII South Maharashtra Zone. He is also a Co-opted Director of Shiroli Manufacturers Association of Kolhapur. He is also a Vice President of Deccan Sugar Technologist's Association, Pune. He has domain expertise in legal & financial matters related to Companies Act and Income Tax Act.

The Company had re-appointed Mr. Sohan S. Shirgaokar as Joint Managing Director on 28th January 2022 by way of passing special Resolution through postal ballot and at the 10th Annual General Meeting of members held on 8th September 2020, the members had approved remuneration payable to Mr. Sohan S. Shirgaokar, Joint Managing Director of the Company for a period of 3 years w.e.f. 1st April, 2020 which is upto 31st March, 2023. Hence approval of members to be obtained by way of special resolution for his re-appointment and remuneration for a further period of there (3) years from 1st April 2023 to 31st March 2026. The said resolution is in supersession to the special resolution passed through the means of postal ballot dated 23rd March 2023.

Nomination & Remuneration Committee and the Board of Directors in their respective meetings held on 14th February 2023 have approved the re-appointment and remuneration payable to Mr. Sohan S. Shirgaokar as Joint Managing Director of the Company for a further period of 3 years w.e.f 1st April, 2023.

As per the provisions of section 196 & 197 of the Companies Act, 2013, it is necessary to obtain approval of members by passing requisite resolution and hence the Board of Directors have put up the resolution for approval of members as a Special Resolution.

I. GENERAL INFORMATION

(1)	Nature of Industry	Engineering
(2)	Date or expected date of commencement of commercial operations	The Company was incorporated on 08.10.2010 as a private limited Company and started the commercial operations on 01.06.2012. Later on the Company was converted into a Public Company on 16.02.2018 and was listed on the SME Exchange of BSE Ltd on 21.09.2018. Further the Company was migrated on the main Board of BSE & NSE w.e.f. 27 th July 2021.
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

(4)	Financial performance based on given indicators	<p>Financial Performance of the Company has been satisfactory. The comparative analysis of the company as mentioned below;</p> <p>The Company mainly caters to the domestic & overseas OEM buyers in Wind segment such as Vestas Wind Technology India Pvt. Ltd., GE India Industrial Pvt. Ltd, Siemens Gamesa Renewable Power Pvt. Ltd. as well as non-wind segment such as Terex India Pvt. Ltd., ZF Wind Power Coimbatore Pvt Ltd. etc.</p> <p>In the financial year 2022-23, the Company recorded net sale of Rs.290.15 Crores as against Rs. 284.91 Crores in the previous year and posted a marginal growth of 1.84% sale.</p> <p>During the year, absolute PBDIT stands at Rs 26.76 Crores as against Rs 25.21 Crores last year and achieved a growth of 6.15%. PBDIT margins have marginally improved to 9.22% compared to last year's 8.85%. During last two quarters raw material prices are stabilizing and shown decreasing trend. Sales prices are also now factored with present input costs and accordingly 4th quarter PBDIT margins have improved to 13.39%.</p>
(5)	Foreign investments or collaborators, if any.	<p>The Company has not made any Foreign Investments or collaborations. However, certain foreign investors have invested in the Company after listing which mainly includes:</p> <p>Massachusetts Institute of Technology, FII, USA 6,46,000 Equity Shares.</p>

II. INFORMATION ABOUT THE APPOINTEES

Name	Mr. Sohan S. Shirgaokar	
Age	41 Years	
Background details	B. Com., M.B.A. (Finance & Marketing) 18 years experience at top positions of the Companies.	
Past Remuneration	The Amount of Rs.85.91 lakhs and Rs. 86.79 lakhs were paid as managerial remuneration for F.Y. 2022-23 and F.Y. 2021-22 respectively inclusive of performance incentive, perquisites etc. as per rules of the Company.	
Date of First Appointment on the Board	19.10.2010	
Shareholding in the Company	1,20,004 equity shares of Rs. 10 each	
Job Profile and his suitability	Joint Managing Director- Overall responsibility of the Company operations with core area and emphasis on Strategic planning, Systems Development & Operations Management.	
Proposed Remuneration	As mentioned in resolution No.2	
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	Comparable	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Shareholder & employee of the company	
Relationship with other Directors, Manger, and Key Managerial Personnel of the company		
Sr.No.	Name of Director and KMP	Relationship With

01.	Mr. Shishir Suresh Shirgaokar	Father's Cousin
02.	Mr. Chandan Sanjeev Shirgaokar	Brother
03.	Mr. Sachin Rajendra Shirgaokar	Cousin
04.	Mr. V.S. Reddy	No relation
05.	Mrs. Prabha Prakash Kulkarni	No relation
06.	Mr. Dattaram Pandurang Kamat	No relation
07.	Dr. Mallappa R. Desai	No relation
08.	Mr. Meyyappan Shanmugam	No relation
09.	Mr. Subhash Gundappa Kutte	No relation
10.	Mr. Suhas Bhalchandra Kulkarni	No relation
11.	Mr. Nilesh Mohan Mankar	No relation
Number of Board meetings held and attended during the F.Y.2022-23		Number of meetings held : 4 Number of meetings attended: 4
Other Directorship, Membership/Chairmanship of Committees of other boards		Director 1. The Ugar Sugar Works Ltd. 2. S. B. Reshellers Pvt. Ltd. 3. Tara Tiles Pvt. Ltd.

III. OTHER INFORMATION

1.	Reasons of loss or inadequate profits	During the financial year 2022-23, due to continuous increase in raw material prices, there was a lag in customer price revision which resulted in marginal increase in PBDIT. There is a significant increase in input prices during the year and input costs have gone up which has impacted the sales value. Hence this proposal is under applicable provisions of Schedule V.
2.	Steps taken or proposed to be taken for improvement	During FY 2023-24, PBDIT margins are projected to improve than last year, supported by customer price revisions and expecting stable commodity prices.
3.	Expected increase in productivity and profits in measurable terms	Now the raw material cost has come down with upward customer price revision. With these positive impacts, FY 23-24 PBDIT margins are estimated to increase.

Except for Shri Sohan S. Shirgaokar and his relatives, none of the Directors or KMP's or their relatives are interested or concerned in the above resolution.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR SYNERGY GREEN INDUSTRIES LIMITED**

Sd/-

**NILESH MANKAR
COMPANY SECRETARY & COMPLIANCE OFFICE
MEMBERSHIP NO.A39928**

Date: August 9, 2023

Place: Kolhapur