



Shreyans Industries Limited

Regd. Office : Village Bholapur, P.O. Sahabana,
Chandigarh Road, Ludhiana - 141 123 India

GROUP

CIN : L17115PB1979PLC003994

Tel # : 0161-2685270

Mob. # : 98761-00948

E-mail : atl@shreyansgroup.com

website : www.shreyansgroup.com

SIL/SCY/2020-21/102-103

4th September 2020

To

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Scrip Code: 516016	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (West) Mumbai - 400 051 Scrip Code: SHREYANIND
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Dear Sir,

SUBJECT: NOTICE & INTIMATION OF BOOK CLOSURE FOR 40TH ANNUAL GENERAL MEETING.

Ref: Regulation 30 and 42 of the SEBI (Listing Obligations and disclosure Requirements) Regulations 2015.


Pursuant to provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that, 40th Annual General Meeting (AGM) of members of Shreyans Industries Limited will be held on **Wednesday, 30th September 2020** at **03.00 p.m.** through Video Conferencing (VC)/Other Audio Visual means (OAVM). Please find enclosed herewith Notice of the 40th Annual General Meeting of the shareholders of the Company.

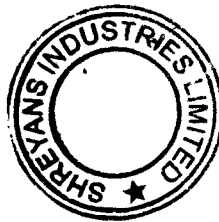
We also wish to inform you that, the Register of Members and Share Transfer Books will remain closed from **Thursday, 24th September 2020 to Wednesday, 30th September 2020** (both days inclusive) for the purpose of 40th Annual General Meeting through Video Conferencing (VC)/Other Audio Visual means (OAVM).

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the facility to its Members holding shares in physical or dematerialized form to exercise their right to vote by electronic means on all or any of the business specified in the Notice convening the AGM (Remote E-Voting). Accordingly, for the purpose of determining the Shareholders eligible to cast their votes electronically/physically, the Company has fixed **23rd September 2020** as the cut-off date. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide the e-voting facility.

You are requested to kindly take note of the same.

For SHREYANS INDUSTRIES LIMITED


(Ruchita Vij)
COMPANY SECRETARY
FCS: 9210



ENCL: 40th Annual General Meeting Notice.

BRANCH OFFICES :-

• 5 A-D, Gopala Tower, 25 Rajendra Place, New Delhi-110 008
Tel # 011-25721042, 25732104 Fax # 91-11-25752271
E-mail : sil.delhi@shreyansgroup.com

• 912, Hub Town, Viva Building, 9th Floor, Shankar Wadi, Western Express Highway, Jogeshwari (East), Mumbai - 400 060. Tel. #: 022-67084631



NOTICE

NOTICE is hereby given that, the 40th Annual General Meeting of the members of the Company will be held on Wednesday, the 30th September, 2020 at 3.00 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business.

AS AN ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon.

2. To ratify and confirm the payment of interim dividend of ₹3/- per equity share declared by the Board for the Financial Year 2019-20.

3. To appoint a director in place of Mr. Kunal Oswal (DIN: 00004184), who retires by rotation and being eligible offers himself for re-appointment.

AS SPECIAL BUSINESS**ITEM NO. 4****TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of deposits) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any, (including any statutory modification(s) thereof for the time being in force), the consent of the Company be and is hereby given to invite/accept/renew unsecured deposits from members and/or from public in any form or manner from time to time, through circular, advertisement or through any other permitted mode, up to the maximum permissible prescribed limit and on such terms and conditions as the Board may in its absolute discretion deem fit and necessary.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

ITEM NO. 5**TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

“RESOLVED THAT, pursuant to the provisions of Section 148 and its related and applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014, (including any statutory modifications thereof for the time being in force), the remuneration of ₹60,000/- (Rupees Sixty Thousands only) plus Goods and Service Tax as applicable and re-imbursment of out of pocket expenses, if any, for the financial year ending 31st March, 2021 as approved by the Board of Directors of the Company and paid/to be paid to M/s.Rajan Sabharwal and Associates, (Firm Registration No. 101961), Cost Accountants, Ludhiana, appointed by the Board as Cost Auditors to conduct the audit of the cost accounts of the Company, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

ITEM NO. 6**TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:****RE-APPOINTMENT OF MR. KUNAL OSWAL, WHOLE TIME DIRECTOR**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the said Act (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of shareholders of the Company, Mr. Kunal Oswal (DIN: 00004184) be and is hereby re-appointed as Whole time Director of the Company for a period of three years w.e.f. 1st August, 2020 to 31st July, 2023 on the remuneration, terms and conditions as approved by the Nomination and Remuneration Committee and set out in the revised agreement, to be entered into between the Company and Mr. Kunal Oswal, draft of which is submitted to this meeting and the same is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to alter or increase/vary the terms and conditions of the said re-appointment and remuneration and/or agreement in such form and manner or with such modifications as the Board may deem fit, if required, to comply with approval(s) of shareholders and/or Central Government and as may be acceptable to Mr. Kunal Oswal without referring the same to the General Meeting again, subject to consents/approvals, if any, required in this regard.

RESOLVED FURTHER THAT where in any Financial Year, the Company has no profits or its profits are inadequate during the tenure of office of Mr. Kunal Oswal, the remuneration aforesaid shall be paid as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions.”

ITEM NO. 7**TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:****RE-APPOINTMENT OF MR. ANIL KUMAR, ED & CEO**

“RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the said Act (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of shareholders of the Company, Mr. Anil Kumar (DIN: 00009928) be and is hereby re-appointed as Executive Director & CEO of the Company for a period of three years w.e.f. 30th August, 2020 to 29th August, 2023 on the remuneration, terms and conditions as approved by the Nomination and Remuneration Committee and set out in the revised agreement, to be entered into between the Company and Mr. Anil Kumar, draft of which is submitted to this meeting and the same is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to alter or increase/vary the terms and conditions of the said re-appointment and remuneration and/or agreement in such form and manner or with such modifications as the Board may deem fit, if required, to comply with approval(s) of shareholders and/or Central Government and as may be acceptable to Mr. Anil Kumar without referring the same to the General Meeting again, subject to consents/approvals, if any, required in this regard.

RESOLVED FURTHER THAT where in any Financial Year, the Company has no profits or its profits are inadequate during the tenure of office of Mr. Anil Kumar, the remuneration aforesaid shall be paid as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions.”

ITEM NO. 8

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

RE-APPOINTMENT OF MR. RAJNEESH OSWAL, CHAIRMAN AND MANAGING DIRECTOR

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the said Act (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of shareholders of the Company, Mr. Rajneesh Oswal be and is hereby re-appointed as Chairman & Managing Director of the Company for a period of three years w.e.f. 1st September, 2020 to 31st August, 2023 on the remuneration, terms and conditions as approved by the Nomination and Remuneration Committee and set out in the agreement, to be entered into between the Company and Mr. Rajneesh Oswal, draft of which is submitted to this meeting and the same is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to alter or increase/vary the terms and conditions of the said re-appointment and remuneration and/or agreement in such form and manner or with such modifications as the Board may deem fit, if required, to comply with approval(s) of shareholders and/or Central Government and as may be acceptable to Mr. Rajneesh Oswal without referring the same to the General Meeting again, subject to consents/approvals, if any, required in this regard.

RESOLVED FURTHER THAT where in any Financial Year, the Company has no profits or its profits are inadequate during the tenure of office of Mr. Rajneesh Oswal, the remuneration aforesaid shall be paid as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions.”

ITEM NO. 9

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

RE-APPOINTMENT OF MR. VISHAL OSWAL, VICE-CHAIRMAN AND MANAGING DIRECTOR

“**RESOLVED THAT**, pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the said Act (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of shareholders of the Company, Mr. Vishal Oswal be and is hereby re-appointed as Vice-Chairman & Managing Director of the Company for a period of three years w.e.f. 1st September, 2020 to 31st August, 2023 on the remuneration, terms and conditions as approved by the Nomination and Remuneration Committee and set out in the agreement, to be entered into between the Company and Mr. Vishal Oswal, draft of which is submitted to this meeting and the same is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to alter or increase/vary the terms and conditions of the said re-appointment and remuneration and/or agreement in such form and manner or with such modifications as the Board may deem fit, if required, to comply with approval(s) of shareholders and/or Central Government and as may be acceptable to

Mr. Vishal Oswal without referring the same to the General Meeting again, subject to consents/approvals, if any, required in this regard.

RESOLVED FURTHER THAT where in any Financial Year, the Company has no profits or its profits are inadequate during the tenure of office of Mr. Vishal Oswal, the remuneration aforesaid shall be paid as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions.”

ITEM NO. 10

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

APPOINTMENT OF MR. RAMESH CHANDER JUNEJA AS AN INDEPENDENT DIRECTOR

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 160 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the consent of the Company be and is hereby accorded to appoint Mr. Ramesh Chander Juneja (DIN 07804729, who was appointed on 13th November 2019 to hold office till 40th Annual General Meeting as an Additional Director, Non-Executive Independent) for a term of 5 (five) consecutive years as a Director (Non-Executive Independent) effective from 30th September, 2020 to 29th September, 2025, not liable to retire by rotation.”

ITEM NO. 11

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

INSERTION OF ARTICLE 92.1 TO ARTICLES OF ASSOCIATION OF THE COMPANY

“**RESOLVED THAT** pursuant to provisions of Section 14 and other applicable provisions of the Companies Act, 2013 read with Rules thereunder (including any statutory notifications or re-enactment thereof, for the time being in force), the consent of the Company, be and is hereby accorded to insert Article 92.1 as under:

ARTICLE NO. 92.1:

The Board of Directors may, at their discretion, raise or borrow for the purpose of the Company's business on such security with mortgage on all/any of property/assets of the Company whether present/future or both or in such other way/s as they may think expedient, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board
For Shreyans Industries Limited

Sd/-

Ruchita Vij

Company Secretary

FCS 9210

Dated : June 29, 2020

Place : Ludhiana

NOTES:

1. Due to the outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 20/2020, 14/2020, 17/2020 and the SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 has allowed the Companies to conduct the AGM/EGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. In accordance with the said circulars of MCA, SEBI and the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 40th AGM of the Company shall be conducted through VC/OAVM.
2. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the 40th AGM and Annual Report FY 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/RTA/ Depositories. The Members may note that, the Notice will also be available on the Company's website at www.shreyansgroup.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on website of the e-voting agency-Central Depository & Services Limited at www.evotingindia.com.
3. Since the physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members will not be available for this AGM and hence, the Attendance Slip, Route Map and Proxy Form are not annexed to this Notice.
4. The participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24th September, 2020 to Wednesday, 30th September 2020 for the purpose of AGM of the Company.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed herewith.
7. Institutional/Corporate Members are requested to send a scanned copy (PDF/JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to Investor Service Cell of the Company at cs@shreyansgroup.com.
8. M/s. P.S. Bathla & Associates, Company Secretaries in Practice, Ludhiana, has been appointed as Scrutinizer to scrutinize the voting process in a fair and transparent manner. The scrutinizer shall prepare and submit his report to the Chairperson of the AGM or any other person authorized by him for the purpose not later than 48 hours from the conclusion of the AGM. The results of the voting along with the report of the Scrutinizer shall be communicated to the BSE Limited and the National Stock Exchange of India Limited, where the equity shares of the Company are listed and will also be displayed on the website of CDSL, the e-voting agency & on the Company's website at www.shreyansgroup.com.

INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM AND E-VOTING AREAS UNDER:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
2. The members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AREAS UNDER:

- (i) The voting period begins on 26th September 2020 (09.00 A.M.) and ends on 29th September 2020 (05.00 P.M). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR DOB	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the **EVSN (200903078)** for the **<Shreyans Industries Limited>** on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If De-mat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. i-phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders: please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders: please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 Company/RTA email id.

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

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
3. Further, shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast three days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@shreyansgroup.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance three days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@shreyansgroup.com. These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(xx) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@shreyansgroup.com., if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCEDURE TO INSPECT DOCUMENTS, RAISE QUESTIONS

- a. The Statutory documents of the Company and/or the documents referred to in this Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM, ie 30th September 2020. The members seeking to inspect can send an e-mail to Investor Service Cell of the Company at cs@shreyansgroup.com.
- b. In case the Members wish to express their views or have any queries, then they may send the same in advance and also mentioning their Name, DP ID & Client ID/ Folio number, Mobile number to the Investor Service Cell at cs@shreyansgroup.com. Queries received by the Company atleast three days before, shall only be considered and responded during the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently

Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

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

For and on Behalf of the Board

**Sd/-
Ruchita Vij
Company Secretary
FCS 9210**

Dated : June 29, 2020

Place : Ludhiana

Regd Office: Village Bholapur, P.O. Sahabana,
Chandigarh Road, Ludhiana 141123
CIN: L17115PB1979PLC003994

Regd. Office: Village Bholapur, P.O. Sahabana
Chandigarh Road, Ludhiana -141123, Punjab
EMAIL: cs@shreyansgroup.com, atl@shreyansgroup.com
Website: www.shreyansgroup.com

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, FORMING PART OF THE NOTICE OF ANNUAL GENERAL MEETING

ITEM NO. 4

Pursuant to Section 73 of the Companies Act, 2013 and rules made there under and after approval of the members of the Company at its meeting held on 10th August, 2018, the Company had issued circular to the members of the Company, being invitation for deposits from members, which is valid up to the date of 40th Annual General Meeting of the Company i.e. up to 30th September, 2020.

The Board of Directors at their meeting held on 29th June, 2020 decided to continue invite/accept/renew unsecured deposits from members and/or public after complying with the relevant provisions of the Companies Act, 2013 and rules made there under, to enable the Company to maintain an alternate source of financing and need based deposits shall be accepted and renewed.

The Board recommends this resolution for the approval of members by means of an ordinary resolution.

NOTICE OF INTEREST

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested in the said resolution.

ITEM NO. 5

The Board of Directors at their meetings held on 29th June, 2020 has approved the appointment of M/s. Rajan Sabharwal and Associates, (Firm Registration No. 101961), Ludhiana as Cost Auditors to conduct the audit of the cost accounts of the Company for the financial year 2020-21 as per the directions which may be issued by the Central Govt. and the remuneration was fixed as given in the resolution.

As per Rule 14 of the Companies (Audit and Auditors) Rules

2014, the remuneration payable to the Cost Auditors shall be ratified by the shareholders.

The Board recommends the aforesaid resolution for approval of the members by means of an Ordinary Resolution.

NOTICE OF INTEREST

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested in the said resolution.

ITEM NO. 6

In the present term, Mr. Kunal Oswal was re-appointed as Whole Time Director of the Company for three years w.e.f. 1st August, 2017 to 31st July, 2020 by Special Resolution passed at Annual General Meeting held on 7th September 2017. The term of present appointment expires on 31st July, 2020.

So, the Board of Directors at its meeting held on 29th June, 2020, have approved the re-appointment and remuneration of Mr. Kunal Oswal, Whole Time Director for a period of three years from 1st August, 2020 to 31st July, 2023 on the terms and conditions as set out in the draft agreement which is available for inspection by the members. The re-appointment and payment of remuneration to Mr. Kunal Oswal, Whole Time Director is subject to the approval of Shareholders in terms of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under.

The Principal terms of remuneration of Mr. Kunal Oswal, Whole Time Director as approved by the Nomination and Remuneration Committee of the Company for a period of three years starting from 1st August, 2020 are as follows:

(1) SALARY:

Mr. Kunal Oswal, Whole Time Director shall be paid a salary of Rs. 2,00,000/- (Rupees Two Lacs only) per month.

(2) PERQUISITES AND ALLOWANCES:

- (i) The expenditure pertaining to gas, electricity, water, furnishings and other utilities including repairs will be borne/reimbursed by the Company and shall be valued as per the Income Tax Rules, 1962 or in accordance with such other directions/ clarifications as may be issued by the Ministry of Corporate Affairs, subject to maximum of 10% of basic salary.
- (ii) Reimbursement of expenses on medical treatment incurred by the appointee and his family subject to ceiling of one month salary in a year or three months' salary over a period of three years.
- (iii) Fee of clubs subject to a maximum of two clubs excluding admission and life membership fees and maximum of Rs. 10,000/- per annum.
- (iv) Leave travel concession for self and family members as per company's rules.
- (v) Premium not to exceed Rs. 10,000/- per annum for personal accident insurance.
- (vi) Provision of Car for official -cum-personal use, however, the valuation for personal use of car shall be treated as perquisite in the hands of Whole Time Director.
- (vii) Provision of Telephone at residence for official-cum-personal use. However, the valuation of personal use of telephone shall be treated as perquisite of the Whole Time Director.

(3) In addition to the perquisites as aforesaid, Mr. Kunal Oswal, Whole Time Director shall also be entitled to the following benefits in accordance with the Rules of the Company, which shall not be included in the computation of ceiling on remuneration:

(i) Contribution to Provident Fund, Super Annuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 or as per policy approved by the Company.

(ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

(iii) Encashment of leave at the end of the tenure.

(4) Reimbursement of all entertainment, traveling, hotel and other expenses incurred by Mr. Kunal Oswal, Whole Time Director during the course of and in connection with the business of the Company.

(5) No sitting fees shall be paid to Mr. Kunal Oswal, Whole Time Director for attending the meeting of Board of Directors or any Committee thereof.

(6) MINIMUM REMUNERATION

In the event of inadequacy or absence of profits in any financial year during his tenure, Mr. Kunal Oswal, Whole Time Director will be entitled to above remuneration along with the perquisites/benefits mentioned above by way of minimum remuneration.

Necessary resolution is proposed at Item No. 6 of the aforesaid agenda as special resolution. The Directors of your Company recommend the above resolution for your consideration and approval.

NOTICE OF INTEREST

None of the Directors/Key Managerial Personnel of the Company/their relatives except Mr. Kunal Oswal, the appointee himself, Mr. Rajneesh Oswal and Mr. Vishal Oswal, being relatives of Mr. Kunal Oswal, are in any way concerned or interested in the proposed resolution.

ITEM NO 7:

In the present term, Mr. Anil Kumar was re-appointed as Executive Director & CEO of the Company for three years w.e.f. 30th August, 2017 to 29th August, 2020 by special resolution passed at Annual General Meeting held on 7th September 2017. The term of present appointment expires on 29th August 2020.

So, the Board of Directors at its meeting held on 29th June, 2020, have approved the re-appointment and remuneration of Mr. Anil Kumar, Executive Director & CEO for a period of three years from 30th August, 2020 to 29th August, 2023 on the terms and conditions as set out in the draft agreement which is available for inspection by the members. The re-appointment and payment of remuneration to Mr. Anil Kumar, Executive Director & CEO is subject to the approval of Shareholders in terms of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under.

The Principal terms of remuneration of Mr. Anil Kumar, Executive Director & CEO as approved by the Nomination and Remuneration Committee of the Company for a period of three years starting from 30th August, 2020 are as follows:

1. SALARY

Mr. Anil Kumar, Executive Director & CEO shall be paid a salary of Rs. 4,50,000/- (Rupees Four Lacs and Fifty Thousands only) per month.

Performance Incentive: As may be decided by the Board on year to year basis, but not exceeding 12 months' salary.

2. PERQUISITES AND ALLOWANCES

Furnished residential accommodation with gas, electricity, water and furnishings.

(i) The expenditure for the company for hiring furnished accommodation for the Executive Director & CEO shall not exceed 60% of salary, over and above 10% is payable by the

Executive Director & CEO.

Where ever the company does not provide the accommodation for their managerial personnel, the house rent may be paid by the company to the Executive Director & CEO as per (i) above.

Where accommodation is a company's owned house, is provided, the Executive Director shall pay to the company by way of rent, calculated@ 10% of the salary.

- (ii) The monetary expenditure incurred by the company on gas, electricity, water, furnishings and other utilities including repairs will be borne/reimbursed by the Company and shall be valued as per the Income Tax Rules, 1962 or in accordance with such other directions/ clarifications as may be issued by the Ministry of Corporate Affairs. This will however be subject to a ceiling of 10% of the salary of the Executive Director & CEO.
- (iii) Reimbursement of expenses on medical treatment incurred by the appointee and his family subject to ceiling of one month salary in a year or three months' salary over a period of three years.
- (iv) Fee of clubs subject to a maximum of two clubs, excluding admission and life membership fees subject to maximum of Rs. 50,000/- per annum.
- (v) Premium not to exceed Rs. 10,000/- per annum for personal accident insurance.
- (vi) Leave travel concession for self and family members as per company's rules.
- (vii) Provision of Car for official -cum-personal use, however, the valuation for personal use of car shall be treated as perquisite in the hands of Executive Director & CEO.
- (viii) Provision of Telephone at residence for official-cum-personal use. However, the valuation of personal use of telephone shall be treated as perquisite of the Executive Director & CEO.

3. In addition to the perquisites as aforesaid, Mr. Anil Kumar, Executive Director & CEO shall also be entitled to the following benefits in accordance with the Rules of the Company, which shall not be included in the computation of ceiling on remuneration:

- (i) Contribution to Provident Fund, Super Annuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 or as per policy approved by the Company.
- (ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- (iii) Encashment of leave at the end of the tenure.

4. Reimbursement of all entertainment, traveling, hotel and other expenses incurred by the Mr. Anil Kumar, Executive Director & CEO during the course of and in connection with the business of the Company.

5. No sitting fees shall be paid to the Executive Director & CEO for attending the meeting of Board of Directors or any Committee thereof.

6. MINIMUM REMUNERATION

In the event of inadequacy or absence of profits in any financial year during his tenure, the Executive Director & CEO will be entitled to above remuneration along with the perquisites/ benefits mentioned above by way of minimum remuneration.

Necessary resolution is proposed at Item No. 7 of the aforesaid agenda as special resolution. The Directors of your Company recommend the above resolution for your consideration and

approval.

NOTICE OF INTEREST

None of the Directors/Key Managerial Personnel of the Company/their relatives except Mr. Anil Kumar, the appointee himself, are in any way concerned or interested in the proposed resolution.

ITEM NO 8:

Mr. Rajneesh Oswal was re-appointed as Chairman & Managing Director of the Company for three years w.e.f. 1st September, 2017 to 31st August, 2020 by the Members of the Company by passing of Special Resolution through Postal Ballot, the result of which was declared on 13th December 2017. The term of present appointment expires on 31st August 2020.

So, the Board of Directors at its meeting held on 29th June, 2020, have approved the re-appointment and remuneration of Mr. Rajneesh Oswal, Chairman and Managing Director for a period of three years from 1st September, 2020 to 31st August, 2023 on the terms and conditions as set out in the draft agreement which is available for inspection by the members. The re-appointment and payment of remuneration to Mr. Rajneesh Oswal, Chairman and Managing Director is subject to the approval of Shareholders in terms of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under.

The Principal terms of remuneration of Mr. Rajneesh Oswal, Chairman and Managing Director as approved by the Nomination and Remuneration Committee of the Company for a period of three years starting from 1st September 2020 are as follows:

1. SALARY

Mr. Rajneesh Oswal, Chairman & Managing Director shall be paid a salary of ₹33,20,500/- (Rupees Thirty Three Lacs Twenty Thousand Five Hundred) only per month.

2. PERQUISITES AND ALLOWANCES

- (i) The expenditure pertaining to gas, electricity, water, furnishings and other utilities including repairs will be borne/reimbursed by the Company and shall be valued as per the Income Tax Rules, 1962 or in accordance with such other directions/clarifications as may be issued by the Ministry of Corporate Affairs, subject to maximum of ₹1,50,000/- per annum.
- (ii) Fee of clubs subject to a maximum of two clubs excluding admission and life membership fees and maximum of ₹10,000/- per annum.
- (iii) Leave travel concession for self and family members as per company's rules.
- (iv) Provision of Car for official-cum-personal use, however, the valuation for personal use of car shall be treated as perquisite in the hands of Chairman & Managing Director.
- (v) Provisions of Telephone at residence for official-cum-personal use. However, the valuation of personal use of telephone shall be treated as perquisite of the Chairman & Managing Director.

(3) In addition to the perquisites as aforesaid, the Chairman & Managing Director shall also be entitled to the following benefits in accordance with the Rules of the Company, which shall not be included in the computation of ceiling on remuneration:

- (i) Contribution to Provident Fund, Super Annuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 or as per policy approved by the Company.

- (ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- (iii) Encashment of leave at the end of the tenure.

(4) Reimbursement of all entertainment, traveling, hotel and other expenses incurred by the Chairman & Managing Director during the course of and in connection with the business of the Company.

(5) No sitting fees shall be paid to the Chairman & Managing Director for attending the meeting of Board of Directors or any Committee thereof.

(6) MINIMUM REMUNERATION

In the event of inadequacy or absence of profits in any Financial Year(s) during his tenure, the Chairman & Managing Director will be entitled to above remuneration along with the perquisites/benefits mentioned above by way of minimum remuneration.

Necessary resolution is proposed at Item No. 8 of the aforesaid notice as special resolution. The Directors of your company recommend the above resolution for your consideration and approval.

NOTICE OF INTEREST

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Rajneesh Oswal, the appointee himself, Mr. Vishal Oswal and Mr. Kunal Oswal, being relatives of Mr. Rajneesh Oswal, are interested in the proposed resolution.

ITEM NO. 9

Mr. Vishal Oswal was re-appointed as Vice-Chairman & Managing Director of the Company for three years w.e.f. 1st September, 2017 to 31st August, 2020 by the Members of the Company by passing of Special Resolution through Postal Ballot, the result of which was declared on 13th December 2017. The term of present appointment expires on 31st August 2020.

So, the Board of Directors at its meeting held on 29th June, 2020, have approved the re-appointment and remuneration of Mr. Vishal Oswal, Vice-Chairman and Managing Director for a period of three years from 1st September, 2020 to 31st August, 2023 on the terms and conditions as set out in the draft agreement which is available for inspection by the members. The re-appointment and payment of remuneration to Mr. Vishal Oswal, Vice-Chairman and Managing Director is subject to the approval of Shareholders in terms of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under.

The Principal terms of remuneration of Mr. Vishal Oswal, Vice-Chairman and Managing Director as approved by the Nomination and Remuneration Committee of the Company for a period of three years starting from 1st September 2020 are as follows:

(1) SALARY

Mr. Vishal Oswal, Vice-Chairman & Managing Director shall be paid a salary of ₹33,21,330/- (Rupees Thirty Three Lacs Twenty One Thousand Three Hundred and Thirty) only per month.

(2) PERQUISITES AND ALLOWANCES

- (i) The expenditure pertaining to gas, electricity, water, furnishings and other utilities including repairs will be borne/reimbursed by the Company and shall be valued as per the Income Tax Rules, 1962 or in accordance with such other directions/clarifications as may be issued by the Ministry of Corporate Affairs, subject to maximum of maximum of ₹1,50,000/- per annum.
- (ii) Leave travel concession for self and family members as per

company's rules.

- (iii) Provision of Car for official-cum-personal use, however, the valuation for personal use of car shall be treated as perquisite in the hands of Vice-Chairman & Managing Director.

- (iv) Provisions of Telephone at residence for official-cum-personal use. However, the valuation of personal use of telephone shall be treated as perquisite of the Vice-Chairman & Managing Director.

(3) In addition to the perquisites as aforesaid, the Vice-Chairman & Managing Director shall also be entitled to the following benefits in accordance with the Rules of the Company, which shall not be included in the computation of ceiling on remuneration:

- (i) Contribution to Provident Fund, Super Annuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 or as per policy approved by the Company.

- (ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

- (iii) Encashment of leave at the end of the tenure.

(4) Reimbursement of all entertainment, traveling, hotel and other expenses incurred by the Vice-Chairman & Managing Director during the course of and in connection with the business of the Company.

(5) No sitting fees shall be paid to the Vice-Chairman & Managing Director for attending the meeting of Board of Directors or any Committee thereof.

(6) MINIMUM REMUNERATION

In the event of inadequacy or absence of profits in any Financial Year(s) during his tenure, the Vice-Chairman & Managing Director will be entitled to above remuneration along with the perquisites/benefits mentioned above by way of minimum remuneration.

NOTICE OF INTEREST

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Vishal Oswal, the appointee himself, Mr. Rajneesh Oswal and Mr. Kunal Oswal, being relatives of Mr. Vishal Oswal, are interested in the proposed resolution.

ITEM NO. 10

In the opinion of the Nomination and Remuneration Committee of the Directors, Mr. Ramesh Chander Juneja (DIN 07804729), fulfills the conditions for his appointment as an Independent Director as specified in the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Committee also opined that, he possesses appropriate skills, experience and knowledge as required for occupying the position of an Independent Director. The Board has also received declaration from Mr. Ramesh Chander Juneja that, he meets the Criteria of Independence as prescribed under Section 149(6) read with Schedule IV of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Based on the recommendations of the Nomination and Remuneration Committee, the Board in its meeting held on 13th November, 2019, has considered and recommended the appointment of Mr. Ramesh Chander Juneja as an Additional Director (Non-Executive Independent) on the Board of the Company to hold office till 40th Annual General Meeting. Further, the Board is seeking approval of the shareholders of the Company to appoint Mr. Ramesh Chander Juneja as a Director (Non-Executive Independent) for a term of 5 (five) years effective

from 30th September, 2020 to 29th September, 2025.

NOTICE OF INTEREST

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Ramesh Chander Juneja (DIN 07804729) himself, are in any way concerned or interested in the said resolution.

ITEM NO. 11

The manufacturing companies are having inherent powers of borrowing to run business activities. It is not specifically provided in the Companies Act 2013 to have borrowing clause in incidental or other objects of the manufacturing or trading Company, as it is implied to borrow money for running and carrying the business purpose. Considering the indirect provisions of Section 179 & 180 of the Companies Act, 2013, it is now advisable to amend the Article of Association (AOA) to include the specific borrowing clause/enabling powers. The Article No. 92 of Article of Association of the Company specifies that, the General Powers of the Company are vested with Board, now; it was proposed to add specific powers related to borrowings by way of insertion of Article 92.1 and that shall be part of Board's Powers. The Board discussed the matter in their meeting held on 29th June 2020 and consented to amend the AOA.

Necessary resolution is proposed at Item No. 11 of the aforesaid agenda as special resolution. The Directors of your Company recommend the above resolution for your consideration and approval.

NOTICE OF INTEREST

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

STATEMENT OF THE DETAILS AS REQUIRED UNDER SCHEDULE V OF THE COMPANIES ACT, 2013 IS AS UNDER:**(i) General Information**

- Nature of Industry: The Company is engaged in the manufacturing of writing and printing paper from Agricultural residues.
- Date of Commencement of Commercial Production: The Company started its Commercial Production in May 1982.
- Financial Performance: The Financial Performance of the Company for the financial year ended 31.03.2020 and 31.03.2019 are as under: (₹ in lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Total Revenues	54,633.32	57,989.14
Profit Before Interest and Depreciation	4,768.07	8,624.02
Less. Interest	460.54	636.99
Less. Depreciation	1,053.04	938.64
Net Profit before Tax	3,254.49	7,048.39
Provision for Taxation	58.38	2,353.36
Net Profit after Tax	3,196.11	4,695.03

4. Export Performance and Net Foreign Exchange (₹ in lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Foreign Exchange Earning	66.23	583.40
Less. Foreign Exchange Outgo	3,757.22	4,627.59

(₹ in lakhs)

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
Net Foreign Exchange Earning	(3,690.99)	(4,044.19)

- Foreign Investments or Collaboration: The Company has not made any investments in foreign funds/securities and has no foreign collaborations.

2. INFORMATION ABOUT THE DIRECTOR(S)**A. NAME: Mr. Kunal Oswal****i) Back Ground Details, Job Profile and suitability:**

Mr. Kunal Oswal aged about 46 years is the Whole time Director of the Company. He has joined the Board in January 2007. Thereafter he was appointed as Whole time Director of the Company at Board meeting held on 29.07.2007. He is a Commerce Graduate.

Mr. Kunal Oswal is brother of Mr. Rajneesh Oswal, Chairman & Managing Director and Mr. Vishal Oswal, Vice-Chairman & Managing Director.

Mr. Kunal Oswal is holding office of Director in the following companies.

- Adeep Investment Company
- Virat Investment & Mercantile Company
- Jagvallah Parasnath Capital Investment (P).Ltd.
- Achin Investment & Mercantile Company
- Levina Investment & Mercantile Company
- Ojasvi Investment & Mercantile Company
- Limelite consultants (P) Ltd.
- Noble Share Trading (P) Ltd.
- Sulzer Investments (P) Ltd

The Company had re-appointed Mr. Kunal Oswal as Whole time Director of the Company for a term of three years at 37th Annual General Meeting held on 7th September 2017. Accordingly the present term of appointment of Mr. Kunal Oswal expires on 31st July, 2020.

ii) Past Remuneration

The remuneration drawn by Mr. Kunal Oswal during last three years is as under:

Financial Year ended	Amount (₹ in lakhs)
31.03.2020	28.52
31.03.2019	28.77
31.03.2018	30.96

iii) Remuneration proposed:

The new remuneration package in the shape of Salary and Perquisites has already been stated above in the Explanatory Statement.

iv) Pecuniary relationship

Mr. Kunal Oswal, except his appointment as Whole time Director of the Company has no pecuniary relation with the Company and he is related to Mr. Rajneesh Oswal, Chairman & Managing Director and Mr. Vishal Oswal, Vice-Chairman & Managing Director.

B. NAME: Mr. Anil Kumar**i) Back Ground Details, Job Profile and suitability:**

Mr. Anil Kumar aged 70 years is the Executive Director & CEO of the Company. He joined the Company as General Manager and was inducted to the Board as an Executive Director on

30th August 1988. He holds a degree in Engineering from Punjab Engineering College, Chandigarh and has done Masters in Business Administration from Punjab University. He has served as Finance Manager of Vardhman Spinning & General Mills Limited and has vast experience in the field of Finance and General Administration. He is associated with the Company right from beginning and contributed a lot to the progress of the company. Mr. Anil Kumar is also holding office of Director in Hero Ecotech Limited.

The Company had re-appointed Mr. Anil Kumar as Executive Director & CEO for a term of three years at 37th Annual General Meeting held on 7th September 2017. Accordingly the present term of appointment of Mr. Anil Kumar expires on 29th August, 2020.

ii) Past Remuneration

The remuneration drawn by Mr. Anil Kumar during last three years is as under:

Financial Year ended	Amount (₹ in lakhs)
31.03.2020	150.25
31.03.2019	150.99
31.03.2018	136.80

iii) Remuneration proposed:

The new remuneration package in the shape of Salary and Perquisites has already been stated above in the Explanatory Statement.

iv) Pecuniary relationship

Mr. Anil Kumar, except his appointment as Executive Director & CEO of the company, has no pecuniary relation with the Company.

C. Name: Mr. Rajneesh Oswal

i) Back Ground Details, Job Profile and suitability:

Mr. Rajneesh Oswal aged 54 years is the Chairman & Managing Director of the Company. He joined the Company as a Director on 30th June 1989 and was made the Executive Vice- Chairman of the Company in year 2003. Thereafter, he was appointed as the Vice-Chairman & Joint Managing Director of the Company in year 2006. He was appointed as Chairman & Managing Director of the Company on 20th March, 2007. He is a Commerce Graduate and has done Masters in Business Management. He has career spanning of over two and half decades in the field of industry and administration. His vast and rich experience has enabled the Company to achieve the good progress.

Mr. Rajneesh Oswal is Director (liable to retire by rotation) of the Company. He is also holding the Office of Whole Time Director designated as Managing Director in Adinath Textiles Ltd. and Director in the following companies.

1. Adeep Investment Co.
2. Virat Investment & Mercantile Co.
3. Jagvallahb Parasnath Capital Investments (P). Ltd.
4. Oasis Share Trading (P) Ltd.

Mr. Rajneesh Oswal was re-appointed as Chairman & Managing Director of the Company for three years w.e.f. 1st September, 2017 to 31st August, 2020 by the Members of the Company by passing of Special Resolution through Postal Ballot, the result of which was declared on 13th December 2017. The term of present appointment expires on 31st August 2020.

ii) Past Remuneration

The remuneration drawn by Mr. Rajneesh Oswal during last three years is as under:

Financial Year ended	Amount (₹ in lakhs)
31.03.2020	447.82
31.03.2019	354.05
31.03.2018	233.67

iii) Remuneration proposed:

The new remuneration package in the shape of Salary and Perquisites has already been stated above in the Explanatory Statement.

iv) Pecuniary relationship

Mr. Rajneesh Oswal, except his re-appointment as Chairman & Managing Director of the company has no pecuniary relation with the Company and he is related to Mr. Vishal Oswal, Vice-Chairman & Managing Director and Mr. Kunal Oswal, Whole time Director.

B. NAME: Mr. Vishal Oswal

i) Back Ground Details, Job Profile and suitability:

Mr. Vishal Oswal aged about 48 years is Vice-Chairman & Managing Director of the Company. He joined the Company as Manager (Commercial & Administration). He was inducted to the Board as a Director of the Company on 31st July 1999 and was made Whole Time Director of the Company. Mr. Vishal Oswal was made Vice-Chairman & Managing Director on 20th March 2007.

He is a Commerce Graduate and has a good experience of more than two decade in the field of management & administration. Mr. Vishal Oswal is holding the Office of Director in the following companies:

1. Achin Investment & Mercantile Co.
2. Levina Investment & Mercantile Co.
3. Ojasvi Investment & Mercantile Co.
4. Oasis Share Trading (P) Ltd.

Mr. Vishal Oswal was re-appointed as Vice-Chairman & Managing Director of the Company for three years w.e.f. 1st September, 2017 to 31st August, 2020 by the Members of the Company by passing of Special Resolution through Postal Ballot, the result of which was declared on 13th December 2017. The term of present appointment expires on 31st August 2020.

ii) Past Remuneration

The Remuneration drawn by Mr. Vishal Oswal during last three years is as under:

Financial Year ended	Amount (₹ in lakhs)
31.03.2020	447.83
31.03.2019	354.00
31.03.2018	233.57

iii) Remuneration proposed:

The new remuneration package in the shape of Salary and Perquisites has already been stated above in the Explanatory Statement.

iv) Pecuniary relationship

Mr. Vishal Oswal, except his re-appointment as Vice-Chairman & Managing Director of the company has no pecuniary relation with the Company and he is related to Mr. Rajneesh Oswal, Chairman & Managing Director and Mr. Kunal Oswal, Whole time Director.

3. Comparative Remuneration

The Remuneration proposed to be paid to the appointee/(s) is in line with the remuneration paid to the Managing/Executive

directors of the other companies. Keeping in view the type of industry and the responsibilities and capabilities of the appointee(s), the proposed remuneration is competitive with remuneration paid by other companies to such similar positions.

4. OTHER INFORMATION

The efforts of the management during last few years have resulted in turnaround of the Company. The Company did not incur losses during FY 2019-20.

DISCLOSURES

The remuneration package along with the corresponding details payable to Mr. Kunal Oswal, Whole time Director, Mr. Anil Kumar, Executive Director & CEO, Mr. Rajneesh Oswal, Chairman &

Managing Director and Mr. Vishal Oswal, Vice-Chairman & Managing Director have already been mentioned above. No performance incentive is proposed to be paid to Mr. Kunal Oswal, Mr. Rajneesh Oswal or Mr. Vishal Oswal. Further, the remuneration paid to directors has been included in the Corporate Governance Report.

The tenure of Mr. Kunal Oswal, Whole time Director, Mr. Anil Kumar, Executive Director & CEO, Mr. Rajneesh Oswal, Chairman & Managing Director and Mr. Vishal Oswal, Vice-Chairman & Managing Director shall be governed by a service contract. The aforesaid statements form part of this notice calling the Annual General Meeting.

We would like to draw Shareholder's kind attention to the following urgent matters, which require their immediate action:

PROCEDURE FOR THOSE SHAREHOLDERS, WHOSE EMAIL ADDRESSES AND/OR BANK DETAILS/MANDATE ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

We urge members to support the Green Initiative of the Government of India (GOI) by choosing to receive the communication from the Company through email. So, in case you wish to register/update your address, Email id or Bank Mandate* etc, you can do the same:

Physical holding: Please send a duly signed request letter by the shareholder(s), to the Registrar & Share Transfer Agent of the Company, M/s. Skyline Financial Services Private Limited, (Unit: Shreyans Industries Limited), D-153 A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi -110 020, providing Folio No, Name of the shareholder and self- attested copy of PAN & AADHAR card, for registering the e-mail address. Following additional details & documents need to be provided for updating Bank Account details*:

- Name and branch of the Bank in which you wish to receive the dividend*.
- Bank account type.
- Bank account number allotted by your Bank, after implementation of Core Banking solutions.
- Nine Digit MICR Code Number.
- Eleven digit IFSC Code and
- A scanned copy of cancelled cheque bearing the name of the first shareholder (if name is not printed, bank attested copy of the first page of pass book showing name of account holder)

Demat holding: Please contact your Depository Participant (DP) and register your e-mail address and/ or Bank account details*, in your demat account, as per the process advised by your DP.

*Please note that, no dividend will be declared in the 40th AGM of the Company, however, in order to receive any future dividend directly in your bank account, kindly register/update your bank account details with the Company.

DEMATERIALISATION OF SHARES

The SEBI vide its circular no. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 has mandated that w.e.f. April 1, 2019 except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless these securities are held in the dematerialized form with a depository. In light of same shareholders are requested to kindly convert their physical shares in Demat form to avoid hassle in transfer of shares.

CONSOLIDATION OF MULTIPLE FOLIOS

The members holding more than one share in the same name or joint names in the same order but under different ledger folios are requested to apply for consolidation of such folios into a single folio and accordingly send a request letter duly signed by the shareholder and the relevant share certificates alongwith the self-attested copy of PAN card and Aadhar card to the Registrars and Share Transfer Agent (RTA) of the Company, to enable them to consolidate all such multiple folios into one single folio.

PERMANENT ACCOUNT NUMBER (PAN)

The SEBI has mandated submission of Permanent Account Number [PAN] by every participant in the Securities Market. Members holding shares in electronic form are therefore requested to submit their PAN to their depository participants. Members holding shares in physical form are required to submit their PAN details to RTA.

UNCLAIMED DIVIDEND AND SHARES

The members wishing to claim dividends that remain unclaimed are requested to correspond with the RTA at the address: Skyline Financial Services Private Limited, (Unit: Shreyans Industries Limited), D-153 A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110 020, www.skylinerta.com or with the Company Secretary, at the Company's registered office. The members are requested to note that, dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund (IEPF). The Shares on which dividend remains unclaimed for seven consecutive years shall be transferred to the IEPF as per Section 124 of the Act, read with applicable IEPF rules. Therefore, it is in the interest of Shareholders to regularly claim dividend declared by the Company. All the details related to unclaimed dividend and IEPF transfers etc, are updated from time to time on website of the Company i.e. www.shreyansgroup.com. The Shareholders may note that, even upon transfer of unpaid dividend and corresponding shares to the IEPF, they can claim the said shares alongwith dividend(s) from IEPF for which detailed procedure and requirements are available at www.iepf.gov.in.

ANNEXURE TO ITEM NOS. 3, 6, 7, 8, 9 & 10 OF THE NOTICE

Details of Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting
(in pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Name of the Director	Kunal Oswal	Anil Kumar	Rajneesh Oswal	Vishal Oswal	Ramesh Chander Juneja
DIN	00004184	00009928	00002668	00002678	07804729
Date of Birth	22.11.1974	02.08.1950	27.06.1966	01.09.1972	13.01.1953
Date of Appointment on the Board	29.01.2007	30.08.1988	30.06.1989	31.07.1989	13.11.2019
Expertise in specific functional areas	Experience in Business Management	Finance and General Administration	Business Management	Management & Administration	Management, Sales & Administration and insurance consultant (professional)
Qualifications	Commerce Graduate	MBA, B.Sc. (Engg.)	MBA	Commerce Graduate	Commerce Graduate
Directorship of other public limited companies	NIL	Hero Ecotech Limited	Adinath Textiles Limited	Adinath Textiles Limited	Adinath Textiles Limited Shreyan Financial & Capital Services Limited
Memberships of Committees of other public limited companies (mandatory committees only)	NIL	NIL	Stakeholder's Relationship Committee (Adinath Textiles Limited)	NIL	Audit Committee, Nominations & Remuneration Committee, Stakeholder's relationship Committee (both companies)
Disclosure of relationship between directors inter-se	Mr. Kunal Oswal is brother of Mr. Rajneesh Oswal and Mr. Vishal Oswal.	Mr. Anil Kumar does not have any relation with other directors, manager & KMPs.	Mr. Rajneesh Oswal is brother of Mr. Vishal and Mr. Kunal Oswal.	Mr. Vishal Oswal is brother of Mr. Rajneesh Oswal and Mr. Kunal Oswal.	Not related with other directors, promoter, Manager and KMPs.
No. of shares held in the Company	85,250	1,325	6,250	NIL	NIL

By order of the Board
For Shreyans Industries Limited
Sd/-
Ruchita Vij
Company Secretary
FCS 9210

Dated : June 29, 2020
Place : Ludhiana
Regd. Office: Village: Bholapur, P.O. Sahabana,
Chandigarh Road, Ludhiana 141 123
CIN: L17115PB1979PLC003994
Tel.: +91-161-6574125, 98761-00948
Fax: +91-161-2685270
Email: cs@shreyansgroup.com , atl@shreyansgroup.com
Website: www.shreyansgroup.com