



# SHARAT INDUSTRIES LIMITED

CIN - L05005AP1990PLC011276

Regd. Off. : Feed Plant, Hatchery & Farm

Venkanna Palem Village, T.P. Gudur Mandal, Nellore - 524 002, Nellore Dist, A.P.

Processing Plant : Mahalakshampuram Village, T.P. Gudur Mandal, Nellore - 524 002, Nellore Dist, A.P.

E-mail : accounts@sharatindustries.com, Website : www.sharatindustries.com

**Date: 21<sup>st</sup> February 2023**

To,

**Corporate Relationship Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-532370**

**Sub: Notice of Postal Ballot- Disclosure under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015**

**Ref: Our letter dated 11<sup>th</sup> February 2023**

Pursuant to the Regulation 30 of the SEBI LODR, we enclose herewith a copy of the Notice of Postal Ballot along with the Statement of material facts, seeking approval of the Members of the Company on the resolutions forming part of the Notice

In accordance with the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with the General Circular No 11/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars"), the Postal Ballot Notice is being sent only by electronic mode to the Members whose names appear on the Register of Members/list of Beneficial Owners as on Friday, 17<sup>th</sup> February 2023 (cut-off date) and whose e-mail addresses are registered with the Company/Depositories.

The Company is providing its members with the facility to cast their votes only through the remote electronic voting process ("remote e-Voting"), on all resolutions set forth in the Notice and the Company has engaged the services of Central Depository Services (India) Limited ('CDSL') in this regard.

**Corporate Off. :** Flat No. 4, 3rd Floor, Pallavi Apartments,  
No. 57/11, Old No. 29/TF4, 1st Main Road,  
HDFC Bank Compound, R.A.Puram, CHENNAI - 600 028.  
Contact No. : 044-24347867 / 24357868,  
E-mail : chennai@sharatindustries.com

**Nellore Off. :** 16-6-143, Opp. Manasa Apartment,  
Srinivasa Agraharam, Nellore - 524 001.  
Tel. No. : 0861 - 2331727  
E-mail : hrd@sharatindustries.com



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E-mail : [accounts@sharatindustries.com](mailto:accounts@sharatindustries.com), Website : [www.sharatindustries.com](http://www.sharatindustries.com)

The voting through remote e-voting will commence at 9 a.m. on Wednesday, 22<sup>nd</sup> February 2023 and shall end at 5 p.m. on Thursday, 23<sup>rd</sup> March 2023. The results of postal ballot will be declared on or before Monday, 27<sup>th</sup> March 2023.

The said Notice of Postal Ballot shall also be available on the website of the Company at [www.sharatindustries.com](http://www.sharatindustries.com)

This is for your information and records.

Thanking You,

Yours Sincerely,

For **SHARAT INDUSTRIES LIMITED**

**SHARAT REDDY**  
**WHOLE-TIME DIRECTOR**  
**DIN:02929724**

**Corporate Off.** : Flat No. 4, 3rd Floor, Pallavi Apartments,  
No. 57/11, Old No. 29/TF4, 1st Main Road,  
HDFC Bank Compound, R.A.Puram, CHENNAI - 600 028.  
Contact No. : 044-24347867 / 24357868,  
E-mail : [chennai@sharatindustries.com](mailto:chennai@sharatindustries.com)

**Nellore Off.** : 16-6-143, Opp. Manasa Apartment,  
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## POSTAL BALLOT NOTICE

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

To

The Members

**Notice** is hereby given that the resolutions set out below are to be passed by the members of **SHARAT INDUSTRIES LIMITED** (*"the Company"*) by means of Postal Ballot, by voting through electronic means only (hereinafter referred to as *"remote e-voting"* or *"e-voting"*), pursuant to Sections 108 and 110 of the Companies Act, 2013 (*"the Act"*) read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014 (*"the Rules"*) and other applicable provisions of the Act and the Rules, a series of General Circulars issued by the Ministry of Corporate Affairs (*"the MCA"*), with the latest one being Circular No.11/2022 dated 28<sup>th</sup> December 2022, (*"MCA Circulars"*), Regulations 17, 25, 44 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*"Listing Regulations"*), Secretarial Standard on General Meetings (*"SS-2"*) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (hereinafter collectively referred to as *"the applicable laws"*, which will include any statutory modifications or re-enactment thereof for the time being in force and/ or as amended from time to time).

The resolutions together with the Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules and Listing Regulations, setting out all material facts concerning the proposed item of special business are enclosed.

The Board of Directors has appointed Mr. Amresh Kumar, a Practising Company Secretary , (ICSI Membership No.A32262 and Certificate of Practice No.22067), and proprietor of M/s. Amresh & Associates, Company Secretaries New Delhi, as Scrutinizer for conducting the Postal Ballot, through the e-voting process, in a fair and transparent manner, and he has communicated his willingness to be appointed and availability for the said purpose.

The Company has engaged Central Depository Services (India) Limited (*"CDSL"*) as the agency to provide e-voting facility.

The MCA has permitted companies to conduct the postal ballot by sending e-mails to all its shareholders who have registered their email addresses with the Company/ depository / depository participants. Consequently, this notice is being sent to the members whose names appear in the Register of Members (maintained by the Company through their Registrar and Transfer Agents (*"RTA"*))/ Register of Beneficial Owners (maintained by the depositories NSDL/ CDSL) as on Friday, 17<sup>th</sup> February 2023, and have so registered their e-mail addresses. This notice is not being sent to members who have not so registered their e-mail address. Further, **the communication of assent / dissent of the members will only take place through the remote e-voting system.**

Members are requested to read the instructions in the Notes in this Postal Ballot Notice about casting their vote electronically.



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**The e-voting period will be from 9:00 a.m. (IST) on 22<sup>nd</sup> February 2023 (Wednesday) to 5:00 p.m. (IST) on 23<sup>rd</sup> March 2023 (Thursday).**

The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman of the Company or any person authorized by him. The results of e-voting will be announced **on or before 27<sup>th</sup> March 2023 (Monday)**. It will be communicated to the BSE Limited and CDSL and also displayed on the Company's website [www.sharatindustries.com](http://www.sharatindustries.com) and at its Registered Office.

## SPECIAL BUSINESS

### Item No. 1

#### **Approving the appointment of Mrs. Geetha Adhyam Bindu (DIN: 07017187) as an Independent Director**

To consider providing your assent or dissent for passing the following resolution as a **Special Resolution**:

**"RESOLVED THAT**, in terms of Sections 149, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulations 17, 25(2A) and other applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and based on the recommendations of the Nomination and Remuneration Committee (NRC) and the Board of Directors of the Company ("the Board"), approval of the shareholders of the Company be and is hereby accorded for the appointment of Mrs. Geetha Adhyam Bindu (DIN: 07017187), as an Independent Director on the Board, for a term of 5 (five) consecutive years **from 10<sup>th</sup> February 2023 to 9<sup>th</sup> February 2028** and for the payment of remuneration to her by way of fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, from time to time, in terms of Section 197 and other applicable provisions of the Act".

### Item No. 2

#### **Approving the remuneration to Mr. Prasad Reddy Sabbella (DIN:00069094) Managing Director for the Financial Year ending 31<sup>st</sup> March 2023**

To consider providing your assent or dissent for passing the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors at their meeting held on 10<sup>th</sup> February, 2023 and in terms of Sections 196, 197, 203, Schedule V (Para A under Section II of Part II) and other applicable provisions of the Companies Act 2013, the Rules made thereunder and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the shareholders be and is hereby accorded for payment of the following minimum remuneration (arising due to inadequacy of profits during a financial year during the currency of tenure), to Mr. Prasad Reddy Sabbella (DIN:00069094), Managing Director, (who was re-appointed for a period of five years with effect from 30<sup>th</sup> December 2020 vide special resolution passed by the Members of the Company on 30<sup>th</sup> December 2020), **for the financial year from 1<sup>st</sup> April 2022 to 31<sup>st</sup> March 2023:**

**Corporate Off. :** Flat No. 4, 3rd Floor, Pallavi Apartments,  
No. 57/11, Old No. 29/TF4, 1st Main Road,  
HDFC Bank Compound, R.A.Puram, CHENNAI - 600 028.  
Contact No. : 044-24347867 / 24357868,  
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E-mail : accounts@sharatindustries.com, Website : www.sharatindustries.com

S. No.	Nature of remuneration	Details and limits
1	Salary and allowances	Not exceeding Rs.6,00,000/- (Rupees Six lakhs only) per month as may be approved by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee.
2.	Medical benefits	(i) Mediclaim Insurance Policy covering medical treatment and hospitalization for himself and family; and (ii) Reimbursement of all actual medical expenses for himself and family to the extent not reimbursed under Mediclaim Policy
3.	Telephone and mobile	(i) Mobile phone for official/ personal use; and (ii) Telephone and other communication facilities at his residence
4.	Car	Car fully maintained by the Company with driver for Company's purpose.
5.	Reimbursement of expenses	All actual expenses/ charges, including travel, entertainment and other out-of-pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
6.	Other Perquisites	Perquisites not specified in Sl. Nos. 2 to 5 above, subject to a limit of 25% of Salary and Allowances set out in Sl. No.1 above

## Item No. 3

### **Approving the remuneration payable to Mr. Sharat Reddy Sabbella (DIN:02929724) Whole Time Director for the Financial Year ending 31<sup>st</sup> March 2023**

To consider providing your assent or dissent for passing the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors at their meeting held on 10<sup>th</sup> February, 2023 and in terms of Sections 196, 197, 203, Schedule V (Para A under Section II of Part II) and other applicable provisions of the Companies Act 2013, the Rules made thereunder and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the shareholders be and is hereby accorded for payment of the following minimum remuneration (arising due to inadequacy of profits during a financial year during the currency of tenure) as detailed below, to Mr. Sharat Reddy Sabbella (DIN:02929724), Whole Time Director (who was re-appointed for a period of five years with effect from 30<sup>th</sup> December 2020 vide ordinary resolution passed by the Members of the Company on 30<sup>th</sup> December 2020), **for the financial year from 1<sup>st</sup> April 2022 to 31<sup>st</sup> March 2023:**



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E-mail : accounts@sharatindustries.com, Website : www.sharatindustries.com

S. No.	Nature of remuneration	Details and limits
1	Salary and allowances	Not exceeding Rs.5,00,000/- (Rupees Five lakhs only) per month as may be approved by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee.
2.	Medical benefits	(i) Mediclaim Insurance Policy covering medical treatment and hospitalization for himself and family; and (ii) Reimbursement of all actual medical expenses for himself and family to the extent not reimbursed under Mediclaim Policy
3.	Telephone and mobile	(i) Mobile phone for official/ personal use; and (ii) Telephone and other communication facilities at his residence
4.	Car	Car fully maintained by the Company with driver for Company's purpose.
5.	Reimbursement of expenses	All actual expenses/ charges, including travel, entertainment and other out-of- pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
6.	Other Perquisites	Perquisites not specified in Sl. Nos. 2 to 5 above, subject to a limit of 25% of Salary and Allowances set out in Sl. No.1 above

## Item No. 4

### **Approving the re-appointment of Mr. Prasad Reddy Sabbella (DIN:00069094) as a Managing Director for a term of 3 (three) years from 1<sup>st</sup> April 2023 to 31<sup>st</sup> March 2026**

To consider providing your assent or dissent for passing the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors and in terms of Sections 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the shareholders be and is hereby accorded for closing the existing tenure of **Mr. Prasad Reddy Sabbella (DIN:00069094)** as **Managing Director** on 31<sup>st</sup> March 2023 and for his re-appointment for a fresh term of **3 (Three) years from 1<sup>st</sup> April 2023 to 31<sup>st</sup> March 2026** on the remuneration as set out below:

S. No.	Nature of remuneration	Details and limits
1	Salary and allowances	In the range of Rs. 6,00,000/- (Rupees Six lakhs only) to Rs,7,00,000/- (Rupees Seven lakhs only) per month as may be approved and/ or revised from time to time by the Board of



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		Directors based on the recommendation of the Nomination and Remuneration Committee.
2.	<b>Medical benefits</b>	(i) Medclaim insurance policy covering medical treatment and hospitalization for himself and family; and (ii) Reimbursement of all actual medical expenses for himself and family to the extent not reimbursed under Medclaim Insurance Policy.
3.	<b>Mobile and Telephone</b>	(i) Mobile phone for official/ personal use; and (ii) Telephone and other communication facilities at his residence.
4.	<b>Car</b>	Car fully maintained by the Company with driver for Company's purpose.
5.	<b>Reimbursement of expenses</b>	All actual expenses/ charges, including travel, entertainment and other out of pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
6.	<b>Perquisites not included in ceiling on remuneration</b>	(i) Company's contribution to Provident Fund and Superannuation Fund as to the extent these singly or put together are not taxable under the Income-tax Act, 1961; (ii) Gratuity payable at a rate not exceeding half a month's Salary for each completed year of service; and (iii) Encashment of leave at the end of the tenure.
7.	<b>Other perquisites</b>	Perquisites not specified in Sl. Nos. 2 to 6 above, subject to a limit of 25% of the Salary and Allowances set out in Sl. No.1 above

## Item No. 5

### **Approving the re-appointment of Mr. Sharat Reddy Sabbella (DIN:02929724) as a Whole-time Director for a term of 3 (three) years from 1<sup>st</sup> April 2023 to 31<sup>st</sup> March 2026**

To consider providing your assent or dissent for passing the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors and in terms of Sections 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013, the Rules made thereunder, Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded for closing the existing tenure of Mr. Sharat Reddy Sabbella (DIN:02929724) as Whole-time Director on 31<sup>st</sup> March 2023 and for his re-appointment for a fresh term of 3 (Three) years **from 1<sup>st</sup> April 2023 to 31<sup>st</sup> March 2026** on the remuneration as set out below:



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E-mail : accounts@sharatindustries.com, Website : www.sharatindustries.com

S. No.	Nature of remuneration	Details and limits
1	<b>Salary and allowances</b>	In the range of Rs.5,00,000/- (Rupees Five lakhs only) to Rs,7,00,000/- (Rupees Seven lakhs only) per month as may be approved and/ or revised from time to time by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee.
2.	<b>Medical benefits</b>	(i) Mediclaim insurance policy covering medical treatment and hospitalization for himself and family; and (ii) Reimbursement of all actual medical expenses for himself and family to the extent not reimbursed under Mediclaim Insurance Policy.
3.	<b>Mobile and Telephone</b>	(i) Mobile phone for official/ personal use; and (ii) Telephone and other communication facilities at his residence.
4.	<b>Car</b>	Car fully maintained by the Company with driver for Company's purpose.
5.	<b>Reimbursement of expenses</b>	All actual expenses/ charges, including travel, entertainment and other out of pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
6.	<b>Perquisites not included in ceiling on remuneration</b>	(i) Company's contribution to Provident Fund and Superannuation Fund as to the extent these singly or put together are not taxable under the Income-tax Act, 1961; (ii) Gratuity payable at a rate not exceeding half a month's Salary for each completed year of service; and (iii) Encashment of leave at the end of the tenure.
7.	<b>Other perquisites</b>	Perquisites not specified in Sl. Nos. 2 to 6 above, subject to a limit of 25% of the Salary and Allowances set out in Sl. No. 1 above

By order of the Board of Directors  
For **SHARAT INDUSTRIES LIMITED**

Date: 10<sup>th</sup> February 2023

Place: Nellore

**S SHARAT REDDY**  
**WHOLE-TIME DIRECTOR**  
**DIN: 02929724**

**Registered Office:**

**Venakannapalem Village, TP Gudur Mandal**  
**Nellore, Andhra Pradesh 524002**

**CIN: L05005AP1990PLC011276**

Corporate Off. : Flat No. 4, 3rd Floor, Pallavi Apartments,  
No. 57/11, Old No. 29/TF4, 1st Main Road,  
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## Notes:

1. A Statement pursuant to Section 102(1) of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is attached.
2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, 17<sup>th</sup> February 2023 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.
3. This Postal Ballot Notice will also be available on the Company's website at [www.sharatindustries.com](http://www.sharatindustries.com), websites of the Stock Exchange, that is, BSE Limited at [www.bseindia.com](http://www.bseindia.com).
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) with the RTA by giving details of folio number, e-mail address and self-attested copy of PAN card by email to Company / RTA email id if the shares are held in physical form.
5. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the Cut-Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
6. Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
7. Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the Listing Regulations read with circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolution electronically. The Company has engaged the services of CDSL as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.
8. The e-voting period commences at 9:00 a.m. (IST) on Wednesday, 22<sup>nd</sup> February 2023 and ends at 5:00 p.m. (IST) on Thursday, 23<sup>rd</sup> March 2023. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered.
9. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e. Thursday, 23<sup>rd</sup> March 2023.



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## PROCEDURE FOR 'E-VOTING':

### 1. E-VOTING FACILITY:

i. Pursuant to the provisions of section 108 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the Listing Regulations read with circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolution electronically. The Company has engaged the services of CDSL as the agency to provide e-voting facility.

### ii. The e-voting facility will be available during the following period:

<b>Commencement of remote e-voting:</b>	From 9:00 a.m. (IST) on Wednesday, 22 <sup>nd</sup> February 2023
<b>End of remote e-voting:</b>	At 5:00 p.m. (IST) on Thursday, 23 <sup>rd</sup> March 2023

The facility for voting through electronic means will be disabled for voting by CDSL upon expiry of the aforesaid voting period and time. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again. Please refer to the attached Notice for instructions regarding remote e-voting.

The results of the Voting by postal ballot will be announced **on or before Monday, 27<sup>th</sup> March 2023** at the registered office of the Company and the results will also be displayed at the website of the Company [www.sharatindustries.com](http://www.sharatindustries.com).

In case of any queries related to e-voting, you may refer to the Frequently Asked Questions (FAQs) for shareholders and e-Voting user manual for shareholders available at the download section of [www.evotingindia.com](http://www.evotingindia.com). In case of any queries/ grievances connected with the remote E-Voting, the members may contact Mr. Rakesh Dalvi (022-23058738) at the designated email ID: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

In case of any queries related to Postal Ballot Notice, Members may write to [cs@sharatindustries.com](mailto:cs@sharatindustries.com)

iii. The manner of voting by (i) individual shareholders holding shares of the Company in demat mode, (ii) Shareholders other than individuals holding shares of the Company in demat mode, (iii) Shareholders holding shares of the Company in physical mode, and (iv) Shareholders who have not registered their e-mail address, is explained in the instructions given hereinbelow.



# SHARAT INDUSTRIES LIMITED

CIN - L05005AP1990PLC011276

Regd. Off. : Feed Plant, Hatchery & Farm

Venkanna Palem Village, T.P. Gudur Mandal, Nellore - 524 002, Nellore Dist, A.P.

Processing Plant : Mahalakshampuram Village, T.P. Gudur Mandal, Nellore - 524 002, Nellore Dist, A.P.

E-mail : accounts@sharatindustries.com, Website : www.sharatindustries.com

## INFORMATION AND INSTRUCTIONS RELATING TO 'E-VOTING'

The way to vote electronically on CDSL e-Voting system consists of "Two Steps" which are mentioned below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL (Electronic Access to Securities information), can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to (Electronic Access to Securities information) is <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the (Electronic Access to Securities information) user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL/ KARVY/ LINK IN TIME, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for (Electronic Access to Securities information), option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li><li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>



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<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"><li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e- Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re- directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>2) If the user is not registered for 'IDeAS' e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReq.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReq.jsp</a></li><li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e- Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e- Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li></ol>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL fore-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>



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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. CDSL and NSDL.

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

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

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

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>



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Dividend Bank Details <b>OR</b> Date Of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>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).</li></ul>
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- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (iii) 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.
- (iv) For shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- (v) Click on the EVSN Number: 230220009
- (vi) 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.
- (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

## Facility for Non - Individual Shareholders and Custodians -Remote Voting

- a) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.



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- b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- c) 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.
- d) The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- e) 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 the 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@sharatindustries.com](mailto:cs@sharatindustries.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **Annexure to the notice of Postal Ballot dated 10<sup>th</sup> February 2023**

### **Statement of Material Facts pursuant to Section 102 of The Companies Act, 2013**

The following statement sets out the material facts relating to the Special Business mentioned in the accompanying notice dated 10<sup>th</sup> February 2023 and shall be taken as forming part of the Notice.

#### **Item No.1**

#### **Approving the appointment of Mrs. Geetha Adhyam Bindu (DIN: 07017187) as an Independent Director**

The Board of Directors (the Board), at its meeting held on 10<sup>th</sup> February 2023, on the recommendation of the Nomination and Remuneration Committee (NRC), appointed Mrs. Geetha Adhyam Bindu (having DIN: 07017187), aged 53 years, as an Independent Director on the Board for a term of 5 (five) consecutive years from 10<sup>th</sup> February 2023 to 9<sup>th</sup> February 2028.

She is a Practicing Chartered Accountant (Membership Number 213002) with more than 15 (fifteen) years of professional experience and having expertise in the fields of Direct Taxation and Auditing.

She has also enrolled herself in the database for Independent Directors as required under Section 150 of the Act.

The NRC, at its meeting held on 10<sup>th</sup> February 2023, evaluated her qualification, skills, experience, integrity and knowledge and felt that her experience would immensely benefit the Company. The NRC also noted that her appointment will fulfill the skills matrix requirements laid down by the Company for its Directors and recommended her appointment as an Independent Director to the Board.



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This appointment was made by the Board in terms of Sections 149, Schedule IV and other applicable provisions of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 (the Rules) and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

In the opinion of the NRC and the Board, Mrs. Geetha Adhyam Bindu, satisfies/ fulfils the conditions specified under the Act, the Rules made thereunder and Listing Regulations for her appointment and she is independent of the Company's management.

In terms of Section 149 and Schedule IV to the Act, her appointment is subject to the approval of the shareholders.

In terms of Regulation 17(1C) of the Listing Regulations, such approval of the shareholders has to be obtained by way of a special resolution, within three months of the appointment or at the next annual general meeting, which is earlier.

In terms of proviso to Regulation 25(2A) of the Listing Regulations, where a special resolution for the appointment of an independent director fails to get the requisite majority of votes but the votes cast in favour of the resolution exceed the votes cast against the resolution and the votes cast by the public shareholders in favour of the resolution exceed the votes cast against the resolution, then the appointment of such an Independent Director shall be deemed to have been made under this regulation.

Mrs. Geetha Adhyam Bindu has consented to act as an Independent Director. She has also confirmed that she is not disqualified to be appointed as a director and has also provided a declaration confirming that she meets the criteria of independence and is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact her ability to discharge her duties with an objective independent judgment and without any external influence.

The draft letter of appointment setting out the terms and conditions of appointment of Independent Director will be available for inspection without any fee by the members at the Registered Office of the Company during office hours as stated above and shall also be uploaded on the website of the Company at [www.sharatindustries.com](http://www.sharatindustries.com).

She does not hold any share in the Company (including shareholding as a beneficial owner).

Details of her Directorships and Membership / Chairmanship of Committees of other Boards as on the date of notice is below:

S. No.	Name of the Company	Position Held	Committee Chairmanship / Membership
.....NIL.....			

Except Mrs. Geetha Adhyam Bindu, none of the Directors or any Key Managerial Personnel or any of their relatives is, in anyway, concerned or interested, financially or otherwise in the above resolution as set out in item no 1 of this notice. She is not related to any Director of the Company.

The Board, therefore, recommends the Resolution as set out in Item no. 1 of this Notice for approval of the shareholders as a special resolution.

Other details as required under Secretarial Standards on General Meetings (SS-2) and the Listing Regulations which are furnished below form part of this statement.





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## Item No.2 & 4

### Item No.2

#### **Approving the remuneration payable to Mr. Prasad Reddy Sabbella (DIN:00069094) Managing Director for the Financial Year 2022-2023**

Mr. Prasad Reddy Sabbella (DIN:00069094), Managing Director has drawn a remuneration of Rs.72 lakhs per annum during the previous financial year ended 31<sup>st</sup> March 2022.

Considering the scenario of the current level of net profits of the Company, such remuneration is to be considered as remuneration in the event of inadequacy of profits in terms of Para A under Section II Part II of Schedule V of the Act.

Since the Company's effective capital is less than Rs.100 crores, the maximum remuneration payable in the applicable slab would be Rs.84 lakhs per annum.

Remuneration in excess of this limit can be paid if the resolution passed by the shareholders is a special resolution.

In view of this, the shareholders are requested to accord their approval for passing the special resolution for payment of the remuneration as set out therein for the current financial year ending 31<sup>st</sup> March 2023.

The Nomination and Remuneration Committee and the Board of Directors at their meeting held on 10<sup>th</sup> February, 2023 had recommended the payment of the above remuneration.

### Item No.4

#### **Approving the re-appointment of Mr. Prasad Reddy Sabbella (DIN:00069094) as a Managing Director for a term of 3 (three) years from 1<sup>st</sup> April 2023 to 31<sup>st</sup> March 2026**

Mr. Prasad Reddy Sabbella was re-appointed as Managing Director for a period of five years from 30<sup>th</sup> December 2020 to 29<sup>th</sup> December 2025. This re-appointment and remuneration was approved by way of a special resolution passed at the Annual General Meeting held on 30<sup>th</sup> December 2020. The Board of Directors was authorised to determine his remuneration.

In view of the Company's level of profitability, the remuneration payable to him will be in the scenario of the inadequacy of profits within the limits prescribed under Schedule V of the Act.

In the event of inadequacy of profits, the maximum remuneration payable as per the present provisions of Schedule V (Part II Section II Para A Sl. No. (ii)) of the Act will be Rs.84 lakhs per annum, considering that the Company's effective capital is below Rs.100 crores. Remuneration in excess of this limit can be paid if the resolution passed by the shareholders is a special resolution.

Further, where there is inadequacy of profits during any financial year during the tenure of a managerial personnel, the remuneration under Schedule V of the Act can be fixed only for a maximum of three years, namely from 30<sup>th</sup> December 2020 to 29<sup>th</sup> December 2023.

The determination of adequacy or inadequacy of profits, for computation of managerial remuneration, has to be with reference to a financial year as per the provisions of Part II referred to above.



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Accordingly, the remuneration payable to him for the three financial years ended/ ending on 31<sup>st</sup> March 2021, 2022 and 2023 has to be on the basis of inadequacy of profits.

It is now proposed to align his tenure with the financial year, namely 1<sup>st</sup> April to 31<sup>st</sup> March to enable ease of computation.

Hence, though the three year period from his last appointment ends only on 29<sup>th</sup> December 2023, it is proposed to close the same by 31<sup>st</sup> March 2023 and consider his re-appointment for a fresh term of 3 (three) years from 1<sup>st</sup> April 2023 to 31<sup>st</sup> March 2026.

In view of this, the shareholders are requested to accord their approval for closing his existing term on 31<sup>st</sup> March 2023 and making this re-appointment for a fresh term of 3 (three) years from 1<sup>st</sup> April 2023 and payment of remuneration to him, by way of a special resolution.

The Nomination and Remuneration Committee and the Board of Directors at their meeting held on 10<sup>th</sup> February 2023 had recommended to the shareholders the re-appointment of Mr. Prasad Reddy Sabbella as Managing Director for a fresh term of 3 (three) years and payment of remuneration based on the limits set out in Schedule V of the Act.

The statement containing the information specified under sub-clause (iv) of the third proviso to Para A Section II Part II of Schedule V of the Act is provided hereunder in respect of the payment of remuneration to Mr. Prasad Reddy Sabbella as Managing Director for the financial year ending 31<sup>st</sup> March 2023 (Item No.2) as well as for the financial years ending 31<sup>st</sup> March 2024, 2025 and 2026 also and form part of the Notice.

## Statement of Particulars (Pursuant to Schedule-V of the Companies Act, 2013) is given below: (for Item No.2 & 4)

### I. General Information

1. Nature of Industry	Sharat Industries Limited is an Integrated Aquaculture Company. It is in the business of Shrimp Aquaculture and Manufacture and sale of shrimp feeds.		
2. Date of Commencement of Commercial Production	The Company was incorporated on 7 <sup>th</sup> May 1990 as a Private Limited Company and commenced its business operations.		
3. In Case of new companies, expected date of commencement of activities as per projects approved by financial institution appearing in the prospects	Not Applicable		
4. Financial Performance of the Company	Rs. In Lakhs		
Financial Parameters	<b>FY 2021-2022</b>	<b>FY 2020-2021</b>	<b>FY 2019-2020</b>
Total Income	24,810.02	25,283.38	20,170.11
Profit/ (Loss) Before Tax	450.51	389.42	258.70
Profit/ (Loss) after Tax	345.89	258.47	177.11
5. Foreign investments or collaborations, if any.	Nil		



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## II. Information about appointee:

1. Background details	Mr. Prasad Reddy Sabbella has nearly 4 decades of experience in the field of Integrated Aquaculture. He is an instrumental in conceptualizing and setting up Sharat Industries Limited as an integrated aquaculture Company.
2. Past Remuneration	Salary for the year ended 31 <sup>st</sup> March 2022 was Rs.6,00,000/- per month and perquisites as mentioned SI Nos. 2 to 5 in the relevant resolutions.
3. Recognition or awards	Not Applicable
4. Job Profile and his suitability	Mr. Prasad Reddy Sabbella is the Managing Director, in-charge of the overall management of the affairs of the Company and business development. He is considered as visionary in the seafood sector and was instrumental in setting up Sharat Industries Limited as integrated Aquaculture Company.
5. Remuneration Proposed	As set out in the resolution at the Item No.2 & 4 of the notice of postal ballot.
6. Comparative remuneration profile with respects to industry, size of the Company, profile of the position and person	The proposed remuneration (duly recommended by the Nomination & Remuneration committee and approved by the Board) is in the line with the industry standards.
7. Pecuniary relationship directly or indirectly, with the Company or relationship with the managerial personnel, if any	Father of Mr. Sharat Reddy Sabbella, Whole-Time Director

## III. Other Information:

1. Reasons of <del>loss or</del> inadequate profits	Industry trend and increase in operating standards
2. Steps taken or proposed to be taken for improvement	The Company is on a growth path and is expected to make higher profits in future.
3. Expected increase in productivity and profits in measurable terms	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms

Your directors recommend the Special Resolution as set out in Item No.2 & 4 of the accompanying Notice for the approval for the members in the best interest of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in said resolution except Mr. Sharat Reddy Sabbella, Whole Time Director who is the son of Mr. Prasad Reddy Sabbella



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Other details as required under Secretarial Standards on General Meetings (SS-2) and the Listing Regulations are furnished below, which forms part of this statement.

## **Item No.3 & 5**

### Item No.3

#### **Approving the remuneration payable to Mr. Sharat Reddy Sabbella (DIN:02929724) Whole Time Director for the Financial Year 2022-2023**

Mr. Sharat Reddy Sabbella (DIN:02929724), Whole Time Director has drawn a remuneration of Rs.60 lakhs per annum during the previous financial year ended 31<sup>st</sup> March 2022.

Considering the scenario of the current level of net profits of the Company, such remuneration is to be considered as remuneration in the event of inadequacy of profits in terms of Para A under Section II Part II of Schedule V of the Act.

Since the Company's effective capital is less than Rs.100 crores, the maximum remuneration payable in the applicable slab would be Rs.84 lakhs per annum.

Remuneration in excess of this limit can be paid if the resolution passed by the shareholders is a special resolution.

In view of this, the shareholders are requested to accord their approval for passing the special resolution for payment of the remuneration as set out therein for the current financial year ending 31<sup>st</sup> March 2023.

The Nomination and Remuneration Committee and the Board of Directors at their meeting held on 10<sup>th</sup> February, 2023 had recommended the payment of the above remuneration.

### Item No.5

#### **Approving the re-appointment of Mr. Sharat Reddy Sabbella (DIN:02929724) as a Whole-time Director for a term of 3 (three) years from 01<sup>st</sup> April 2023 to 31<sup>st</sup> March 2026**

Mr. Sharat Reddy Sabbella was re-appointed as Whole-time Director for a period of five years from 30<sup>th</sup> December 2020 to 29<sup>th</sup> December 2025. This re-appointment and remuneration was approved by way of a ordinary resolution passed at the Annual General Meeting held on 30<sup>th</sup> December 2020. The Board of Directors were authorized to determine his remuneration.

In view of the Company's level of profitability, the remuneration payable to him will be in the scenario of inadequacy of profits within the limits prescribed under Schedule V of the Act.

In the event of inadequacy of profits, the maximum remuneration payable as per the present provisions of Schedule V (Part II Section II Para A Sl. No. (ii)) of the Act will be Rs.84 lakhs per annum, considering that the Company's effective capital is below Rs.100 crores. Remuneration in excess of this limit can be paid if the resolution passed by the shareholders is a special resolution.



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Further, where there is inadequacy of profits during any financial year during the tenure of a managerial personnel, the remuneration under Schedule V of the Act can be fixed only for a maximum of three years, namely from 30<sup>th</sup> December 2020 to 29<sup>th</sup> December 2023.

The determination of adequacy or inadequacy of profits, for computation of managerial remuneration, has to be with reference to a financial year as per the provisions of Part II referred to above.

Accordingly, the remuneration payable to him for the three financial years ended/ ending on 31<sup>st</sup> March 2021, 2022 and 2023 has to be on the basis of inadequacy of profits.

It is now proposed to align his tenure with the financial year, namely 1<sup>st</sup> April to 31<sup>st</sup> March to enable ease of computation.

Hence, though the three year period from his last appointment ends only on 29<sup>th</sup> December 2023, it is proposed to close the same by 31<sup>st</sup> March 2023 and consider his re-appointment for a fresh term of 3 (three) years from 1<sup>st</sup> April 2023 to 31<sup>st</sup> March 2026.

In view of this, the shareholders are requested to accord their approval for closing his existing term on 31<sup>st</sup> March 2023 and making this re-appointment for a fresh term of 3 (three) years from 1<sup>st</sup> April 2023 and payment of remuneration to him, by way of a special resolution.

The Nomination and Remuneration Committee and the Board of Directors at their meeting held on 10<sup>th</sup> February 2023 had recommended to the shareholders the re-appointment of Mr. Sharat Reddy Sabbella as Whole-time Director for a fresh term of 3 (three) years and payment of remuneration based on the limits set out in Schedule V of the Act.

The statement containing the information specified under sub-clause (iv) of the third proviso to Para A Section II Part II of Schedule V of the Act is provided hereunder in respect of the payment of remuneration to Mr. Sharat Reddy Sabbella as Whole-time Director for the financial year ending 31<sup>st</sup> March 2023 (Item No.3) as well as for the financial years ending 31<sup>st</sup> March 2024, 2025 and 2026 also and form part of the Notice.

## STATEMENT OF PARTICULARS (Pursuant to Schedule-V of the Companies Act, 2013) is given below: (for Item No.3 & 5)

### I. General Information

1. Nature of Industry	Sharat Industries Limited is an Integrated Aquaculture Company.  It is in the business of Shrimp Aquaculture and Manufacture and sale of shrimp feeds.
2. Date of Commencement of Commercial Production	The Company was incorporated on 7 <sup>th</sup> May 1990 as a Private Limited Company and commenced its business operations.
3. In Case of new companies, expected date of commencement of activities as per projects approved by financial institution	Not Applicable, since the company has already commenced its business.



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appearing in the prospects			
<b>4. Financial Performance of the Company</b>	<b>Rs. In Lakhs</b>		
Financial Parameters	FY 2021-2022	FY 2020-2021	FY 2019-2020
Total Income	24,810.02	25,283.38	20,170.11
Profit/ (Loss) Before Tax	450.51	389.42	258.70
Profit/ (Loss) after Tax	345.89	258.47	177.11
<b>5. Foreign investments or collaborations, if any.</b>	Nil		

## II. Information about appointee:

1. Background details	Mr. Sharat Reddy Sabbella has a more than decade of experience in the field of Integrated Aquaculture and seafood's export strategic planning.  He has a comprehensive understanding of finance, Management & operations and has played a key role in growth of the Company over a last 5 years.
2. Past Remuneration	Salary for the year ended 31 <sup>st</sup> March 2022 was Rs.5,00,000/- per month and perquisites as mentioned SI Nos. 2 to 5 in the relevant resolutions.
3. Recognition or awards	Nil
4. Job Profile and his suitability	Mr. Sharat Reddy Sabbella is the Whole-Time Director and in-charge of the overall management of the affairs of the Company, business development and marketing activities.  His past experience in managing overall business as well as expertise in business development is consider and relevant and valuable for his responsibilities as Whole-time Director of the Company.
5. Remuneration Proposed	As set out in the resolution at the Item No.3 & 5 of the notice of postal ballot.
6. Comparative remuneration profile with respects to industry, size of the Company, profile of the position and person	The proposed remuneration (duly recommended by the Nomination & Remuneration committee and approved by the Board) is in the line with the industry standards.



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7. Pecuniary relationship directly or indirectly, with the Company or relationship with the managerial personnel, if any	Son of Mr. Prasad Reddy Sabbella, Managing Director.
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### III. Other Information:

1. Reasons of loss or inadequate profits	Industry trend and increase in operating standards
2. Steps taken or proposed to be taken for improvement	The Company is on a growth path and is expected to make higher profits in future.
3. Expected increase in productivity and profits in measurable terms	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms

Your directors recommend the Special Resolution as set out in Item No.3 & 5 of the accompanying Notice for the approval for the members in the best interest of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in said resolution except Mr. Prasad Reddy Sabbella, Managing Director who is the father of Mr. Sharat Reddy Sabbella.

Other details as required under Secretarial Standards on General Meetings (SS-2) and the Listing Regulations are furnished below, which forms part of this statement.



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## PARTICULARS AND ADDITIONAL INFORMATION OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT PURSUANT TO REGULATION 36(3) OF THE LISTING REGULATION AND IN TERMS OF SECRETARIAL STANDARDS ON THE GENERAL MEETINGS (SS-2):

### Item No.1

Name of the Director	<b>Mrs. Geetha Adhyam Bindu</b>
Category	Independent Director
Age	53 Years
DIN:	07017187
Independent Director Registration Number	IDDB-NR-202004-022415
Profile of the Director	Mrs. Geetha Adhyam Bindu is a Practicing Chartered Accountant with more than 15 years of professional experience and specialize in the field of Direct taxation and Auditing.
Expertise in specific functional area	Direct Taxation and Audit
Qualification	Chartered Accountant
Directorship held in other Companies(including Private Companies)	Nil
Details of remuneration sought to be paid	Sitting fees for attending the Board/Committee meetings of the Company
Listed entities from which the person has resigned in the past three years	Nil
Membership of the Committees of the Board of the Other companies	Nil
Number of Shares held in the Company	Nil
Number of Board meeting attended during the Year 2022-2023	Nil





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## Item No.4

Name of the Director	<b>Mr. Prasad Reddy Sabbella</b>
Category	Managing Director
Age	66 Years
DIN:	00069094
Date of first appointment	07 <sup>th</sup> May 1990
Profile of the Director	Mr. Prasad Reddy Sabbella is entrepreneur with nearly 4 decades of experience, he is consider as visionary in the sea food sector and instrumental in setting up Sharat Industries Limited as an Integrated Aquaculture.
Expertise in specific functional area	Production Expert
Qualification	Post-graduate in Sociology from Jamia Millia Islamia (University in Delhi)
Directorship held in other Companies(including Private Companies)	Nil
Details of remuneration sought to be paid (Item No.2 & 4)	Details available in the postal ballot notice
Current remuneration (last drawn remuneration)	Rs.6,00,000 per month
Listed entities from which she has resigned in the past three years	Nil
Membership of the Committees of the Board of the Other companies	Nil
Number of Shares held in the Company	72,97,641 Equity Shares of Rs.10/- each
Number of Board meeting attended during the Year 2022-2023	8 (Eight) meetings attended during the financial year 2022-2023 out of 8 (Eight) meetings held / conducted



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## Item No.5

Name of the Director	<b>Mr. Sharat Reddy Sabbella</b>
Category	Whole-Time Director
Age	33 Years
DIN:	02929724
Date of First Appointment	31 <sup>st</sup> January 2013
Profile of the Director	Mr. Sharat Reddy Sabbella has over a decade experience in the Aquaculture Industry. He has played a key role in growth of the Company over the last 5 years and responsible for creating the roadmap for the future of the Company.
Expertise in specific functional area	Leadership and Business Management
Qualification	Master's degree in Industrial Engineering and Operations Research from Pennsylvania State University (USA)
Directorship held in other Companies(including Private Companies)	United Aquatech Private Limited
Details of remuneration sought to be paid (Item No.3 & 5)	Details available in the postal ballot notice
Current remuneration (last drawn remuneration)	Rs.5,00,000 per month
Listed entities from which he has resigned in the past three years	NIL
Membership of the Committees of the Board of the Other companies	NIL
Number of Shares held in the Company	18,03,300 Equity Shares of Rs.10/- each
Number of Board meeting attended during the Year 2022-2023	8 (Eight) meetings attended during the financial year 2022-2023 out of 8 (Eight) meetings held / conducted

By order of the Board of Directors  
For **SHARAT INDUSTRIES LIMITED**

**S SHARAT REDDY**  
**WHOLE-TIME DIRECTOR**  
**DIN: 02929724**

**Place: Nellore**

**Date: 10<sup>th</sup> February 2023**

Corporate Off. : Flat No. 4, 3rd Floor, Pallavi Apartments,  
No. 57/11, Old No. 29/TF4, 1st Main Road,  
HDFC Bank Compound, R.A.Puram, CHENNAI - 600 028.  
Contact No. : 044-24347867 / 24357868,  
E-mail : chennai@sharatindustries.com

Nellore Off. : 16-6-143, Opp. Manasa Apartment,  
Srinivasa Agraharam, Nellore - 524 001.  
Tel. No. : 0861 - 2331727  
E-mail : hrd@sharatindustries.com