



दि स्टेट ट्रेडिंग कॉर्पोरेशन ऑफ इंडिया लिमिटेड  
(भारत सरकार का उद्यम)  
**THE STATE TRADING CORPORATION OF INDIA LTD.**  
(A Govt. of India Enterprise)

STC/BS&P/BS/10082/2017-18/STEX

May 26, 2022

Manager - Listing Compliance Department National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex, Bandra (East), Mumbai - 400051 Scrip Code : STCINDIA - EQ	Manager - Listing Compliance Department BSE Limited 1 <sup>st</sup> Floor, P.J. Towers, Dalal Street Mumbai - 400001 Scrip Code : 512531
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**Sub: Notice of Postal Ballot**

**Dear Sir/Madam,**

Pursuant to provisions of Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, please find enclosed herewith the Notice of the Postal Ballot, which has been dispatched electronically on May 26, 2022 to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, May 20, 2022 ("Cut-off date").

The Company has engaged the services of National Securities Depositories Limited ('NSDL') for providing e-voting facility to the Shareholders. The Shareholders are requested to note that the Remote e-voting will commence on Saturday, May 28, 2022 at 09.00 A.M. (IST) and will end on Sunday, June 26, 2022 at 05.00 P.M. (IST). The results of the Postal Ballot will be announced on or before Tuesday, June 28, 2022. The Postal Ballot Notice along with explanatory statement, instructions for e-voting are also available on the website of the Company i.e. [www.stclimited.co.in](http://www.stclimited.co.in) and on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Please take note of the above information.

Thanking you,

Yours sincerely,  
For The State Trading Corporation of India Limited



(Vipin Tripathi)  
Company Secretary & Compliance Officer

**Encl: As above**

पंजीकृत कार्यालय : जवाहर व्यापार भवन, टॉलस्टॉय मार्ग, नई दिल्ली-110001/ Regd. Office : Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110 001

कॉर्पोरेट पहचान संख्या / Corporate Identity No. : L74899DL 1956GOI002674

दूरभाष / Telephone : 011-23313177 फ़ैक्स : 011-23701123, 23701191 पंजीकृत ई-मेल/ Email : [co@stclimited.co.in](mailto:co@stclimited.co.in) वेबसाइट / Website : [www.stclimited.co.in](http://www.stclimited.co.in)

“हिन्दी में प्राप्त पत्रों का स्वागत है”



## **THE STATE TRADING CORPORATION OF INDIA LIMITED**

Registered Office: Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi - 110001

**CIN: L74899DL1956GOI002674**

Tel.: 011-23313177 / Fax: 011-23701123, 23701191

E-mail: [co@stclimited.co.in](mailto:co@stclimited.co.in) / Web-site: [www.stclimited.co.in](http://www.stclimited.co.in)

### **NOTICE OF POSTAL BALLOT**

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

Dear Member(s),

**NOTICE** is hereby given pursuant to Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, along with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force) that the following special businesses set out below are proposed to be passed by the Members of The State Trading Corporation of India Limited ('Company'), by the process of Postal Ballot through electronic means (E-voting) only. Communication of assent or dissent of the Members would take place only through the remote e-voting system.

#### **SPECIAL BUSINESS:**

**ITEM NO. 1: TO APPROVE THE APPOINTMENT OF SHRI MANJEET KUMAR RAZDAN (DIN: 09413663) AS INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder, read with Schedule IV of the Act and Regulation 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Shri Manjeet Kumar Razdan (DIN: 09413663) who was appointed as part-time non official Director (Independent Director) by the Government of India, vide its order dated November 05, 2021 and subsequently appointed as an Additional Director of the Company with effect from December 2, 2021, pursuant to Section 161 of the Act and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation, to hold office for a term of upto 3 (three) consecutive years with effect from November 05, 2021 to November 04, 2024."

**ITEM NO. 2: TO APPROVE THE APPOINTMENT OF SHRI SATISH KUMAR CHAWLA (DIN: 09400987) AS INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Shri Satish Kumar Chawla (DIN: 09400987), who was appointed as part-time non official Director (Independent Director) by the Government of India, vide its order dated November 05, 2021 and subsequently appointed as an Additional Director of the Company with effect from November 30, 2021, pursuant to Section 161 of the Act and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation, to hold office for a term of upto 3 (three) consecutive years with effect from November 05, 2021 to November 04, 2024.”

**ITEM NO. 3: TO APPROVE THE APPOINTMENT OF DR. BHIM SINGH (DIN: 09407618) AS INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Dr. Bhim Singh (DIN: 09407618), who was appointed as part-time non official Director (Independent Director) by the Government of India, vide its order dated November 10, 2021 and subsequently appointed as an Additional Director of the Company with effect from December 01, 2021, pursuant to Section 161 of the Act and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation, to hold office for a term of upto 3 (three) consecutive years with effect from November 10, 2021 to November 09, 2024.”

**ITEM NO. 4: TO APPROVE THE APPOINTMENT OF SHRI DIVAKAR SHETTY KAUP (DIN: 09407538) AS INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Shri Divakar Shetty Kaup (DIN: 09407538), who was appointed as part-time non official Director (Independent Director) by the Government of India, vide its order dated November 10, 2021 and subsequently appointed as an Additional Director of the Company with effect from November 30, 2021, pursuant to Section 161 of the Act and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, who

is not liable to retire by rotation, to hold office for a term of upto 3 (three) consecutive years with effect from November 10, 2021 to November 09, 2024.”

**ITEM NO. 5: TO APPROVE THE APPOINTMENT OF DR. VIVEK ATUL BHUSKUTE (DIN: 09417992) AS INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Dr. Vivek Atul Bhuskute (DIN: 09417992), who was appointed as part-time non official Director (Independent Director) by the Government of India, vide its order dated November 10, 2021 and subsequently appointed as an Additional Director of the Company with effect from December 02, 2021, pursuant to Section 161 of the Act and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation, to hold office for a term of upto 3 (three) consecutive years with effect from November 10, 2021 to November 09, 2024.”

**ITEM NO. 6: TO APPROVE THE APPOINTMENT OF DR. ROHINI SANJAY KACHOLE (DIN: 09405874) AS INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Dr. Rohini Sanjay Kachole (DIN: 09405874), who was appointed as part-time non official Director (Independent Director) by the Government of India, vide its order dated November 10, 2021 and subsequently appointed as an Additional Director of the Company with effect from December 01, 2021, pursuant to Section 161 of the Act and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation, to hold office for a term of upto 3 (three) consecutive years with effect from November 10, 2021 to November 09, 2024.”

**ITEM NO. 7: TO APPROVE THE APPOINTMENT OF SHRI ASHOK KUMAR ASERI (DIN: 09405164) AS INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Shri Ashok Kumar Aseri (DIN: 09405164), who was appointed as part-time non official Director (Independent Director) by the Government of India, vide its order dated November 10, 2021 and subsequently appointed as an Additional Director (Non-Official Independent Director) of the Company with effect from December 03, 2021, pursuant to Section 161 of the Act and who

has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation, to hold office for a term of upto 3 (three) consecutive years with effect from November 10, 2021 to November 09, 2024.”

**ITEM NO. 8: TO APPOINT SHRI VIPUL BANSAL (DIN: 02687229), AS PART-TIME GOVERNMENT DIRECTOR ON THE BOARD OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 150,152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, and Regulation 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Shri Vipul Bansal (DIN:02687229) who was appointed by the Government of India vide its order dated 17.12.2021 and subsequently appointed as an Additional Director (Government Nominee Director) by the Board of Directors with effect from December 22, 2021 and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member of the Company under Section 160(1) of the companies Act, 2013, be and is hereby appointed as Director of the Company, who is liable to retire by rotation on such terms, conditions and tenure as may be determined by the Government of India from time to time.”

**ITEM NO. 9: TO APPROVE THE APPOINTMENT OF SHRI NARESH DHANRAJBHAI KELLA (DIN: 01176450) AS INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Shri Naresh Dhanrajbhai Kella (DIN: 01176450), who was appointed as part-time non official Director (Independent Director) by the Government of India, vide its order dated March 25, 2022 and subsequently appointed as an Additional Director of the Company with effect from March 30, 2021, pursuant to Section 161 of the Act and Article 58(f) of the Articles of Association of the Company and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, who is not liable to retire by rotation, to hold office for a term of upto 3 (three) consecutive years with effect from March 25, 2022 to March 24, 2025.”

**By order of the Board of Directors of  
The State Trading Corporation of India Limited  
Sd/-  
(Vipin Tripathi)  
Company Secretary**

**Date: 26.05.2022  
Place: New Delhi  
Registered Office:  
Jawahar Vyapar Bhawan,  
Tolstoy Marg, New Delhi – 110001**

## NOTES:

1. The Explanatory Statements and reasons for the proposed Special Resolution pursuant to Section 102 read with Section 110 of the Act setting out material facts are appended herein below.
2. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (“NSDL”) for facilitating voting through electronic means, as the authorized agency. The procedure for e-voting is explained under the Notes provided with this Postal Ballot Notice.
3. The Board of Directors has appointed Mr. P. C. Jain (COP No.: 3349) Proprietor of M/s P. C. Jain & Co., Company Secretaries, Delhi, as the Scrutinizer for conducting the postal ballot only through the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed for the said purpose.
4. The remote e-voting period commences from **9.00 AM. (IST) on Saturday, May 28, 2022 and ends at 5.00 PM (IST) on Sunday, June 26, 2022.**
5. The Postal Ballot Notice is being sent to the Members of the Company whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories as on **Friday, May 20, 2022, the cut-off date.** The Members, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, May 20, 2022, are entitled to vote on the Resolution set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only.
6. In line with the MCA Circulars, the Postal Ballot Notice is being sent **only** by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. Members may please note that the Postal Ballot Notice will also be available on the Company’s website at [www.stclimited.co.in](http://www.stclimited.co.in) under Investor’s desk and websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and NSE Limited at [www.nseindia.com](http://www.nseindia.com)
7. Members who have not registered their e-mail addresses are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company’s Registrar and Share Transfer Agent, **M/s MCS Share Transfer Agent Limited, F-65, 1st, Floor, Okhla Industrial Area, Phase-I, New Delhi-110 020 or by mail to [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com).** In accordance with the provisions of the MCA Circulars, Shareholders can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to shareholders for this Postal Ballot.
8. Resolutions passed by the shareholders through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.
9. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on **Friday, May 20, 2022, being the cut-off date fixed for the purpose.**
10. **In compliance with Sections 108 and 110 of the Act** and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the shareholders to exercise their votes electronically on the resolutions through the e-voting service facility arranged by **National Securities Depository Limited.** The instructions for e-voting are provided as part of this Postal Ballot Notice.

11. Shareholders desiring to exercise their vote through the e-voting process are requested to read the instructions in the Notes under the section "General information and instructions relating to e-voting" in this Postal Ballot Notice. The voting period commences on **Saturday, May 28, 2022 at 9.00 AM (IST) and ends at. 5:00 PM (IST) on Sunday, June 26, 2022** (both days inclusive). The e-voting module shall be disabled by NSDL for voting thereafter.
12. The Scrutinizer will submit its report to the Chairman or in his absence/vacant position to any Functional Director after the completion of scrutiny and the result of the voting by postal ballot through the e-voting process will be announced by the Chairman or in his absence/vacant position by any Functional Director or Company Secretary of the Company duly authorised, on or before **Wednesday, June 29, 2022** and will also be displayed on the website of the Company ([www.stclimited.co.in](http://www.stclimited.co.in)), besides being communicated to the Stock Exchange viz. BSE Limited, NSE Limited, Depositories. The Scrutinizer's decision on the validity of e-voting will be final.  
  
Currently, the posts of CMD/ All Functional Directors of STC are vacant except that of Director (Finance) who is holding this position as additional charge.
13. Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the relevant details of Directors being appointed are annexed to this notice.
14. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on **Sunday, June 26, 2022** i.e., the last date specified for receipt of votes through the e-voting process.
15. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to [cs@stclimited.co.in](mailto:cs@stclimited.co.in).
16. E-voting shall not be exercised by a proxy.
17. The instructions for Shareholders for e-voting are as under:

**NSDL e-Voting System - For Remote e-voting - Postal Ballot - New Process as per SEBI circular.**

- i) The voting period begins on **Saturday, May 28, 2022** (9.00 am. IST) and end on **Sunday, June 26, 2022** (5.00 p.m. IST). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **Friday, May 20, 2022** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/**





**Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>



	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store          Google Play       </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their 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 Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, 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 link in <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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</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 for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <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
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

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

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

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

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

	For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
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5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

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

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [fcspcjain@gmail.com](mailto:fcspcjain@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Soni Singh, Assistant Manager, NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO. 1 to 7 & 9

Ministry of Commerce & Industry had appointed eight (08) numbers of Non-Official Independent Directors on the Board of the Company for a period of three years with immediate effect or until further orders, whichever is the earliest as per the details given below:

SNo	Item No	Name of Independent Director & DIN No	MOC Office Order no. & Date	Date of appointment on Board of STC
1	1	Shri Manjeet Kumar Razdan DIN No. 09413663	11/9/2011-FT(M&O) - 05.11.2021	02.12.2021
2	2	Shri Satish Kumar Chawla DIN No. 09400987	11/9/2011-FT(M&O) - 05.11.2021	30.11.2021
3	3	Dr. Bhim Singh, DIN No. 09407618	11/9/2011-FT(M&O) -10.11.2021	01.12.2021
4	4	Shri Divakar Shetty Kaup DIN No. 09407538	11/9/2011-FT(M&O) -10.11.2021	30.11.2021
5	5	Dr. Vivek Atul Bhuskute DIN No. 09417992	11/9/2011-FT(M&O) -10.11.2021	02.12.2021
6	6	Dr. Rohini Sanjay Kachole DIN No. 09405874	11/9/2011-FT(M&O) -10.11.2021	01.12.2021
7	7	Shri Ashok Kumar Aseri DIN No. 09405164	11/9/2011-FT(M&O) -10.11.2021	03.12.2021
8	9	Shri Naresh Dhanrajbhai Kella DIN No. 01176450	K-25014/3/2019 - FT(ST) - 25.03.2022	30.03.2022

As per Regulation 17 (1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Further, as per the provision of Regulation 25(2A) of SEBI (LODR) Regulations, 2015 the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution.

Accordingly approval of the members is required by way of SPECIAL RESOLUTION for the appointment of the above mentioned persons, as Non-Official Independent Directors, who have been appointed as Additional Directors on the Board of the Company for a period of 3 years from the date of their respective office orders issued by the Ministry of Commerce & Industry.

In view of above, the Board of Directors of the Company ("Board"), proposes to seek the approval of the Members of the Company for appointment of above mentioned persons as

Independent Directors on the Board.

All above mentioned eight (8) numbers of Independent have given declaration that they meet the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financial or otherwise, in the said resolution except for their respective agenda items.

The Board of Directors recommend the resolutions as set out in Item no.1 to 7 and 9 of notice for Members' approval.

**ITEM NO. 8:**

Ministry of Commerce & Industry vide its Order No. 11/36/2001-FT(M&O) dated December 17, 2021 has conveyed that the President of India has approved the appointment of Shri Vipul Bansal, Joint Secretary, Ministry of Commerce & Industry as Part-time Government Nominee Director on the Board of Directors of The State Trading Corporation of India Limited (STC).

Accordingly, the Board of Directors has appointed Shri Vipul Bansal (DIN: 02687229), as Additional Director w.e.f. December 22, 2021.

As per Regulation 17 (1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Therefore the approval of the members is required by way of ordinary resolution for the appointment of Shri Vipul Bansal (DIN: 02687229) as Part Time Government Nominee Director on the Board, who was appointed as an Additional Director w.e.f. December 22, 2021.

The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying the candidature of Shri Vipul Bansal, (DIN: 02687229) as Part Time Government Nominee Director of the Company.

The Board of Directors of the Company ("Board"), proposes to take the approval of the Members of the Company for appointment of Shri Vipul Bansal (DIN: 02687229), as Part Time Government Nominee Director of the Company.

Except Shri Vipul Bansal, being the proposed appointee, none of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financial or otherwise, in the said resolution.

The Board of Directors recommend the resolution as set out in Item no. 8 of Notice for Members' approval.

**By order of the Board of Directors of  
The State Trading Corporation of India Limited**

**Sd/-  
(Vipin Tripathi)  
Company Secretary**

**Date: 26.05.2022  
Place: New Delhi  
Registered Office:  
Jawahar Vyapar Bhawan,  
Tolstoy Marg, New Delhi - 110001**

**Details of the Director(s) seeking appointment by Postal Ballot**

[Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 & Secretarial Standards on General Meeting (“SS-2”)]

<b>Name</b>	<b>Shri Manjeet Kumar Razdan</b>	<b>Shri Satish Kumar Chawla</b>	<b>Dr. Bhim Singh</b>	<b>Shri Divakar Shetty Kaup</b>	<b>Dr. Vivek Atul Bhuskute</b>	<b>Dr. Rohini Sanjay Kachole</b>	<b>Shri Ashok Kumar Aseri</b>	<b>Shri Vipul Bansal</b>	<b>Shri Naresh Dhanrajbhai Kella</b>
DIN	09413663	09400987	09407618	09407538	09417992	09405874	09405164	02687229	01176450
Appointment / Re-appointment	02.12.2021	30.11.2021	01.12.2021	30.11.2021	02.12.2021	01.12.2021	03.12.2021	22.12.2021	30.03.2022
Date of Birth & Age	16.12.1966 55 Yeras	04.01.1960 62 Yeras	30.11.1962 59 Yeras	21.05.1970 51 Yeras	26.01.1974 48 Yeras	01.12.1965 56 Yeras	01.06.1971 50 Yeras	10.07.1977 44 Yeras	11/01/1983 39 Yeras
Date of first Appointment to the Board	02.12.2021	30.11.2021	01.12.2021	30.11.2021	02.12.2021	01.12.2021	03.12.2021	22.12.2021	30.03.2022
Qualification	-B.Sc, Jammu University -LLB, Meerut University	-B.COM, Kurukshetra University -M.COM, Meerut University -C.A.I.I.B., Indian Institute of Bankers -Diploma in Personnel Management & Labour Welfare, Punjab University	-PhD, Labour & Social Welfare, Patna University. -PG in two streams - Labour & Social Welfare and Sociology. -LLB, Patna University -Engineering (B.Sc), Patna University. -Diploma in Safety Management from Patna University.	-B.COM, Mangalore University	-M.B.B.S, NSCB Medical college, Jabalpur (M.P) -Diploma in Child Health (D.C.H)	-B.A.M.S (Bachelor of Ayurveda, Medicine and Surgery), Pune University	-B.E (Civil), Jai Narayan Vyas University, Jodhpur -M.B.A, Punjab technical University.	Chartered Accountant	Chartered Accountant
Expertise in specific functional area	Legal practice	Retired Banker	Social Service	Tax Practitioner	Doctor	Doctor	Engineer	Chartered Accountant	Chartered Accountant
Directorship held in other Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	-MMTC Limited -Exim Bank	-Dhanraj Sugars Private Limited -Dhanraj Sugars And

								-Export Credit Guarantee corporation	Pharmaceuticals Private Limited -Shree Pramukh Labs Private Limited
Membership /Chairmanship of Committees in other Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of shares held in STC	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Relationship with other Directors / KMP of the Company	Not related to any Director/KMP of the company, as confirmed by him.	Not related to any Director/KMP of the company, as confirmed by him.	Not related to any Director/KMP of the company, as confirmed by him.	Not related to any Director/KMP of the company, as confirmed by him.	Not related to any Director/KMP of the company, as confirmed by him.	Not related to any Director/KMP of the company, as confirmed by Her.	Not related to any Director/KMP of the company, as confirmed by him.	Not related to any Director/KMP of the company, as confirmed by him.	Not related to any Director/KMP of the company, as confirmed by him.
No. of Board Meetings held and attended during the year (during tenure)	Board Meeting – 1 Ateended - 1	Board Meeting – 1 Ateended - 1	Board Meeting – 1 Ateended - 1	Board Meeting – 1 Ateended - 1	Board Meeting – 1 Ateended - 1	Board Meeting – 1 Ateended - 1	Board Meeting – 1 Ateended - 1	Board Meeting – 1 Ateended - 0	Nil