

SANDEEP (INDIA) LIMITED

Regd. Office: 301 PL 899/F, Corporate Arena Piramal Nagar Road Goregaon West BHD, Mahendra Gardens
Mumbai-400062

Email id: info@sandeepindia.org, Website: www.sandeepindia.org
CIN: L51491MH1982PLC350492

Notice is hereby given that the 39th Annual General Meeting of the members of Sandeep (India) Limited will be held at Registered Office of the Company at 301 PL 899/F, Corporate Arena Piramal Nagar Road Goregaon West BHD, Mahendra Gardens Mumbai 400062 on Wednesday, September 29th, 2021 at 10.30 A.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2021 and the report of the Directors and Auditors thereon.
2. To appoint a Director in place of Pramila Pawan Gupta (DIN: 01726820), who retires by rotation and being eligible, offers himself for re-appointment.

Place: Mumbai
Dated: 04/09/2021

By Order of the Board of Directors

Sd/-
Rashmi Dalmia
Managing Director
(DIN: 01347367)

NOTES:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY SO APPOINTED NEED NOT TO BE MEMBER OF THE COMPANY. THE PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

Pursuant to the provisions of Section 105 of the Companies Act, 2013 and rules framed there under, a person can act as a proxy on behalf of a member or members not exceeding 50 (Fifty) and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights. Also, a member holding more than 10% of the total share capital of the company carrying voting rights, may appoint a single person as a proxy provided that such a person shall not act as a proxy for any other member or person.

1. The Member /Proxies should bring the Attendance Slip Sent herewith duly filled for attending the Meeting.
2. Members holding shares in physical form are requested to inform the following additional information to the Registrar and Transfer Agents viz., **PurvaShareregistry (India) Pvt. Ltd.** at Unit No. 9 Shiv Shakti Ind. Estt., J. R. Borichamarg, Opp. Kasturba Hospital Lane Lower Parel (E) Mumbai 400011
 - a. EmailId
 - b. PAN No
 - c. Unique IdentificationNo.
 - d. Mother'sName
 - e. Occupation
 - f. In case of a minor (Guardian's Name and date of birth of theMember)
 - g. CIN (In case the member is a bodycorporate)
3. All the registers and relevant documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 11.00 A.M – 1.00 P.M up to the date of Annual General Meeting.
4. The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
5. Members desirous of obtaining any relevant information with regard to the accounts of the Company at the Meeting are requested to send their requests to the Company at least 7 (seven) days before the date of the Meeting, so as to enable the Company to keep the information ready.

6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents.
7. Electronic copy of the notice of the 39th Annual General Meeting (AGM) inter alia including the process and manner for e-voting along with proxy form and attendance slip will be sent to the members whose email-id is registered with the Company/ Depository Participant for communication purposes. However, the members who have not registered their email address shall be furnished with physical copy of the same in the permitted mode.
8. Shareholders are requested to affix their signatures at the space provided on the Attendance Slip and DP ID for easy identification of attendance at the meeting.
9. Shareholders who hold shares in dematerialized form are requested to bring their client ID and DP ID for easy identification of attendance at the meeting.
10. Corporate shareholders intending to send their authorized representatives are requested to serve a duly certified copy of the Board's Resolution authorizing their representatives to attend and vote at the AGM.
11. Shareholders are requested to notify immediately any change in their address to the Company Registrar and Transfer Agents viz., Purva Share Registry (India) Pvt. Ltd. at Unit No. 9 Shiv Shakti Ind. Estt., J. R. Borichamarg, Opp. Kasturba Hospital Lane Lower Parel (E) Mumbai 400 011 Contact No.: 022 23012518 E-Mail: support@purvashare.com
12. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company shall remain closed from September 23rd, 2021 to September 29th, 2021 (both days inclusive).
13. A member can opt for only one mode of voting i.e. either in person or through proxy at the meeting or through e-voting. If a member casts votes by both the modes, then voting done through e-voting shall prevail and voting through other means shall be treated as invalid.
14. Distribution of Gifts: In conformity with regulatory requirements, the Company will NOT be distributing any gift, gift coupons or cash in lieu of gifts at the AGM or in connection therewith.
15. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business on 27/08/2021.

16. Voting through electronic means

- I. 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.
- II. 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.
- III. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting for all individual 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. The same shall be implemented in a phased manner.
- IV. Accordingly to enable individual shareholders to login and cast vote through their demat account, NSDL services has been enhanced. Process of login for Individual shareholders holding securities in demat mode with NSDL is enclosed at Annexure A. Companies are required to incorporate this in their notice.
- V. As per aforesaid SEBI circular, the listed companies are required to provide the details of the upcoming events requiring voting to the Depository. The depository will send SMS/email alerts in this regards, to the demat account holders, at least 2 days prior to the date of the commencement of e-voting. In order to facilitate listed companies to provide details of upcoming events requiring voting, NSDL's Issuer Services Portal has been enhanced to include e-Voting feature wherein listed companies are required to provide details of upcoming events requiring voting. Issuers can access this enhance feature w.e.f May 31, 2021.
- VI. The remote e-voting period commences on 26th September, 2021 (9:00 am) and ends on 29th September, 2021 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2021 may cast their vote by remote -voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- VII. All the Issuers are requested to use the Issuer Portal <https://issuer.nsdl.com> for providing the information of upcoming events requiring voting. You need to click on Login button and provide your login credentials for successful authentication.
- VIII. Issuers who are already registered in Issuer Portal can use existing login credentials to access e-Voting feature for providing details of upcoming events requiring voting.
- IX. Process for Issuers to provide the details for the upcoming events requiring voting:
 - a. Issuer maker needs to capture e-Voting details on Issuer Portal by clicking on tab eVoting-----Transact ----Capture eVoting Detail:

b. Issuer Should provide following information:

- ISIN (Can be selected from the dropdown)
- Issuer Name and ISIN description (Auto populated)
- e-Voting service provider Name i.e. NSDL,CDSL, K-Fintech, LinkIntime (Can be selected from the dropdown)
- EVENT type, (i.e. AGM,EGM, Postal Ballot)
- Voting start date
- Voting start time
- Voting end date
- Voting end time
- General Meeting date
- Cut-off date,
- EVEN ID
- Voting purpose (in brief)

c. Issuer checker is required to approve the details captured by Issuer maker on Issuer Portal by clicking on tab eVoting----- Enquire / Approve ---- View and Approve. Event details will be considered only after checker approves it

d. It is advisable to capture and approve such details at least five days before the voting start date.

e. It is important to note that same user cannot perform Role of Maker and Checker.

f. If due to any reasons, Issuers could not provide aforesaid details electronically, such Issuers are advised to send details in attached format (Event details format) at Annexure D at evoting@nsdl.co.in atleast 5 days prior to voting start date. It is advisable that Issuers should provide details in NSDL Issuer Portal Itself.

X. Once Issuer will update the required details the event details are considered as final for intimating to the demat account holders of NSDL through email/SMS. Please ensure to provide correct details so as to provide correct communication to shareholders.

XI. Those Issuers who have not yet registered can register themselves with Issuer Portal of NSDL at the earliest in order to provide upcoming vents requiring voting so as comply with to aforesaid SEBI circular.

XII. Please find below process for registration by the Issuers who have not yet registered with Issuer Portal of NSDL.

- i. Duly fill-in the Registration Form for Issuer Services Portal of NSDL (format enclosed at Annexure B)
- ii. Take a print of the Registration Form on the letter head of the Issuer and obtain signatures of the Managing Director or the Company Secretary or any other authorised person.
- iii. Scan the duly signed Registration Form

- iv. Fill in the excel sheet in the enclosed format at Annexure C for List of Officials authorised to access Issuer Services Portal. Ensure that the same authorised persons are mentioned in the excel sheet as well as the Registration Form.
- v. Submit the following documents by email to issuer.registration@nsdl.co.in While sending the documents by email, kindly include your issuer code in the subject line of the email to enable easy processing. (the Issuer code is the 4th, 5th, 6th and 7th character in the ISIN allotted for the shares of your company, for example if your company ISIN is INE123400001 then your company Issuer code will be 1234).
- Scanned copy of Registration Form
 - Duly filled in excel sheet containing List of Designated Officials authorised to access Issuer Services Portal
- vi. Submit the hard copy of Registration Form by courier to NSDL at the following address
The Vice President (for Issuer Services Portal Registration)
National Securities Depository Limited,
4th Floor, Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai – 400013
- vii. After successful registration, NSDL will send by email the passwords to the authorised users on their email ids as provided by the company. The password will be contained in an encrypted PDF which can be opened by using the mobile number as given by the company. Please note that registration will be done based on receipt of the scanned copy of the Registration Form as above. However, the company should ensure that signed hard copy of the Registration Form is sent to the above address.
- XIII. In case users have forgotten their password, they can reset their password by clicking on the 'Forgot password' link on the login page of issuer portal. The user will need to follow to below mentioned steps:
- Enter the User ID in the 'Username' field and click 'Forgot password' link
 - User will be need to click on radio button for OTP
 - User will be prompted to enter the mobile number registered with NSDL and click on 'Send Code'
 - On receipt of the OTP on the registered mobile number, user will need to enter the same in the said field and submit
 - Once the OTP validation is done User will have the option to enter their new password and submit.
- XIV. For any queries in respect of registration and access / login credential on issuer services portal, the same can be addressed on group Email ID viz., issuer.registration@nsdl.co.in
- XV. For any queries in respect e-Voting , the same can be addressed on group Email ID viz., evoting@nsdl.co.in
- XVI. For any assistance, please feel free to contact to your designated Relationship Manager to serve you better.

All Issuers/R & T Agents are advised to follow the steps mentioned above to adhere with the aforesaid SEBI circular. All R & T Agents are advised to inform their client companies suitably.

17. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
18. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., 22nd September, 2021, only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
19. M/s Sharma Praveen & Associates (Practicing Company Secretary) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, within 48 hours of the conclusion of the AGM, forthwith to the Managing Director.
20. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
21. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
22. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.sandeepindia.org and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Calcutta Stock Exchange Limited.

Place: Mumbai
Dated: 04/09/2021

By Order of the Board of Directors

**Sd/-
Rashmi Dalmia
Managing Director
(DIN: 01347367)**

**Details of Directors seeking appointment at 39th Annual General Meeting
[Pursuance of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015]**

Name of Director	Pramila Pawan Gupta
Director Identification Number (DIN)	01726820
Date of Birth	23.09.1962
Nationality	Indian
Date of Appointment on Board	13.02.2019
Qualification	She is a commerce graduate
Expertise in specific functional area	She is having a experience of over 10 years in the field of Management and Finance
Shareholding in Sandeep (India) Limited	-
List of Directorships held in other Listed Companies (excluding foreign, private and Section 8 Companies)	-
Relationships between the Directors inter-se	-

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Email id: info@sandeepindia.org, Website: www.sandeepindia.org

CIN: L51491MH1982PLC350492

ATTENDANCE SLIP	Folio/DP ID & Client ID No.:
I/We hereby record my/our presence at the 39 th Annual General Meeting of the Company to be held on Wednesday, 29 th September, 2021 at 10.30 A.M at its registered office at 301 PL 899/F, Corporate Arena Piramal Nagar Road Goregaon West BHD, Mahendra Gardens Mumbai-400062, Maharashtra	Name :
	Address :
	Joint holders Name :
	Shares

.....
Name of Proxy (inBLOCKLETTERS)

Signature of Shareholder/ProxyPresent

Notes: Members/Proxy holders who wish to attend the Annual General Meeting (AGM) must bring their Admission Slips to the AGM and hand over the same duly signed at the entrance. Duplicate Admission Slips will not be issued at the venue.

ELECTRONIC VOTING PARTICULARS

EVEN (E-voting Event Number)	USER ID	PERMANENT ACCOUNT NUMBER (PAN)

The e-Voting facility will be available during the following voting period:

Commencement of e-voting: From <Sunday, 26.09.2021 at 9.00 AM >

End of e-Voting: Up to <Tuesday, 28.09.2021 at 5.00 PM>

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PROXY FORM

MGT-11

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the shareholder:

Registered address:

E-mail ID:

Folio No. / Client ID:

DP ID:

I / we, being the shareholder(s) of shares of the above named company, hereby appoint

Name

Address

Email Id

Signature

or failing him

Name

Address

Email Id

Signature

or failing him

Name

Address

Email Id

Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the Company, to be held on Wednesday, 29th September, 2021 at 10.30 P.M at their registered office at 301 PL 899/F, Corporate Arena Piramal Nagar Road Goregaon West BHD, Mahendra Gardens Mumbai-400062 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional	
		For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2021 and the report of the Directors and Auditors thereon.		
2.	To appoint a Director in place of Pramila Pawan Gupta (DIN: 01726820), who retires by rotation and being eligible, offers himself for re-appointment.		

Signed this day of 2021

Member's Folio /DP ID & Client ID No.....

Signature of Shareholder(s).....

Signature of Proxy holder (s).....

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.