

NOTICE OF 38TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 38TH ANNUAL GENERAL MEETING OF MEMBERS OF SATYA SHYAM TRADING LIMITED (CIN: L51102MP1984PLC002664) IS SCHEDULED TO BE HELD ON FRIDAY, SEPTEMBER 30, 2022, AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 110-SIYAJIGUNJ INDORE MP 452007 INDIA, TO TRANSACT THE FOLLOWING BUSINESS: -

ORDINARY BUSINESS:ITEM NO. 1 – TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022:

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Directors' and Auditors' thereon.

ITEM NO. 2 – APPOINTMENT OF DIRECTOR LIABLE TO RETIRE BY ROTATION:

To appoint a Director in place of Mr. Binod Kumar Bansal (DIN: 00545240) who retires by rotation and being eligible for re-appointment on same terms and condition, offers himself for re-election.

To consider and if thought fit, to pass the following resolution as an ordinary resolution:

RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of members of the Company, be and is hereby accorded to reappoint Mr. Binod Kumar Bansal (DIN: 00545240) as a director, who is liable to retire by rotation.

ITEM NO. 3 – APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:

The appointment of and the fixing of the remuneration of M/s. Mahendra Badjatya & Co., to be appointed as statutory auditor of the Company:

To consider and if thought fit, to pass the following resolution as an ordinary resolution:

RESOLVED THAT pursuant to provisions of Sections 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the audit committee and the Board of Directors of the Company, **M/s. Mahendra Badjatya & Co. Chartered Accountants (FRN: 001457C)** be and are hereby appointed as the Statutory Auditors of the Company for the term of five consecutive years, who shall hold office from the conclusion of this 38th AGM till the conclusion of the 43rd AGM to be held in the year 2027, at such remuneration as may be determined by the Board of Directors of the Company (including its committees thereof);

RESOLVED FURTHER THAT pursuant to the provisions of Section 146 of the Companies Act, 2013, ("Act") and other applicable provisions of the Act, if any and the rules framed thereunder, as

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amended form time to time, consent of members of the Company be and is hereby accorded to exempt the auditor or their representative to attend the general meetings of the Company and that the auditor or their representative may or may not attend the general meetings of the company as per their convenience.”

SPECIAL BUSINESS:

ITEM NO. 4- RE-APPOINTMENT OF MR. SHIV PRASAD AGARWALA, (DIN: 00545387) AS A MANAGING DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as a special resolution:

“RESOLVED THAT pursuant to the provision of Sections 196, 197,198 and 203 of Companies Act,2013 read with Schedule V and Article of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any (Including any statutory modification or reenactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination & Remuneration Committee and approval of Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for the re-appointment and continuation of holding of existing office of **Mr. Shiv Prasad Agarwala (DIN: 00545387)** as a Managing Director of the Company for a further period of three years w.e.f. 01/04/2022; on the following terms, conditions & remuneration with authority to the Board to alter and vary the terms & conditions of the said appointment and/or agreement in such manner as may be agreed to between the Board and Mr. Shiv Prasad Agarwala:

Sr. No.	Particulars	Details
1.	Tenure	For a period of 3 years i.e. April 01, 2022 to March 31 2025.
2.	Nature of Duties	The Managing Director shall devote him whole time and attention to the business of the Company and perform such duties as may be entrusted to his by the Board of Director from time to time and separately communicated to his and exercise such powers as may be assigned to his, subject to superintendence, control and directions of the Board of Director in connection with and in the best interests of the business of the Company.
3.	Justification for Appointment	Shri Shiv Prasad Agarwala is a Promoter Director of the company and has been serving as a Director of the Company Since 1988. He has been actively involved in the operations of the company. He has rich and varied experience of over 34 years. It would be in the interest of the company to continue the employment of Shri Shiv Prasad Agarwala as Managing Director of the Company.
4.	Remuneration	
	Basic Salary	Up to a maximum of Rs. 150,000/- Per Month, with authority to the Board of Directors or a Committee thereof to fix his Basic Salary within the said Maximum amount.
	Annual	Annual Increment shall be decided by the Board of Directors

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	Increment	based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.
	Benefits, Perquisites and Allowances	Benefits, Perquisites and Allowances as may be determined by the Board of Directors from time to time over and above the Basic Salary.
	Minimum Remuneration	Notwithstanding anything to the contrary here in contained where in any Financial Year during the currency of the tenure of Managing Director of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.
5.	Termination	<p>a. The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/Performance Linked Incentive/Commission (paid at the discretion of the Board of Directors), in lieu of such notice.</p> <p>b. The employment of the Managing Director may be terminated by the Company without notice or payment in lieu of notice:</p> <ul style="list-style-type: none"> - if the Managing Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company to which he is required by the Agreement to render services; -In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Managing Director of any of the stipulations contained in the Agreement; or -In the event the Board of Directors expresses its loss of confidence in the Managing Director. <p>c. In the event the Managing Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board of Directors shall be entitled to terminate his contract on such terms as the Board of Directors may consider appropriate in the circumstances.</p>

RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any Financial Year, the Company pays **Mr.**

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Shiv Prasad Agarwala (DIN: 00545387), remuneration as approved by way of salary, perquisites and allowances as Minimum Remuneration;

RESOLVED FURTHER THAT Mr. Shiv Prasad Agarwala shall not be liable to determination by retirement of directors by rotation at the Annual General Meeting of the Members of the Company;

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to alter and vary the terms and conditions of the appointment and / or remuneration as may be agreed between the Board of Directors and **Mr. Shiv Prasad Agarwala (DIN: 00545387)**, and/ or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

ITEM NO. 5- RE-APPOINTMENT OF MR. ASHOK KUMAR BANSAL, (DIN: 00545265) AS A WHOLE TIME DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as a Ordinary resolution:

“RESOLVED THAT pursuant to the provision of Sections 196, 197,198 and 203 of Companies Act,2013 read with Schedule V and Article of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any (Including any statutory modification or reenactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination & Remuneration Committee and approval of Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for the re-appointment and continuation of holding of existing office of **Mr. Ashok Kumar Bansal (DIN: 00545265)** as a Whole Time Director of the Company for a further period of three years w.e.f. 01/04/2022; on the following terms, conditions & remuneration with authority to the Board to alter and vary the terms & conditions of the said appointment and/or agreement in such manner as may be agreed to between the Board and Mr. Ashok Kumar Bansal:

Sr. No.	Particulars	Details
1.	Tenure	For a period of 3 years i.e. April 01, 2022 to March 31 2025.
2.	Nature of Duties	The Whole Time Director shall devote him whole time and attention to the business of the Company and perform such duties as may be entrusted to his by the Board of Director from time to time and separately communicated to his and exercise such powers as may be assigned to his, subject to superintendence, control and directions of the Board of Director in connection with and in the best interests of the business of the Company.
3.	Remuneration	
	Basic Salary	Up to a maximum of Rs. 1,45,000/- Per Month, with authority to the Board of Directors or a Committee thereof to fix his Basic Salary within the said Maximum amount.
	Annual	Annual Increment shall be decided by the Board of Directors

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	Increment	based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.
	Benefits, Perquisites and Allowances	Benefits, Perquisites and Allowances as may be determined by the Board of Directors from time to time over and above the Basic Salary.
	Minimum Remuneration	Notwithstanding anything to the contrary here in contained where in any Financial Year during the currency of the tenure of Whole Time Director of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.
4.	Termination	<p>a. The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/Performance Linked Incentive/Commission (paid at the discretion of the Board of Directors), in lieu of such notice.</p> <p>b. The employment of the Whole Time Director may be terminated by the Company without notice or payment in lieu of notice:</p> <ul style="list-style-type: none"> - if the Whole Time Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company to which he is required by the Agreement to render services; -In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Whole Time Director of any of the stipulations contained in the Agreement; or -In the event the Board of Directors expresses its loss of confidence in the Whole Time Director. <p>c. In the event the Whole Time Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board of Directors shall be entitled to terminate his contract on such terms as the Board of Directors may consider appropriate in the circumstances.</p>

RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any Financial Year, the Company pays **Mr.**

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Ashok Kumar Bansal (DIN: 00545265), remuneration as approved by way of salary, perquisites and allowances as Minimum Remuneration;

RESOLVED FURTHER THAT Mr. Ashok Kumar Bansal shall be liable to determination by retirement of directors by rotation at the Annual General Meeting of the Members of the Company;

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to alter and vary the terms and conditions of the appointment and / or remuneration as may be agreed between the Board of Directors and **Mr. Ashok Kumar Bansal (DIN: 00545265)**, and/ or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

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E-mail: shyamsaty@rediffmail.com

Place: Indore

Date: September 03, 2022.

By Order of the Board of Directors

Sd/-

Shiv Prasad Agarwala

Managing Director

DIN: 00545387

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NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') relating to the Special Business to be transacted at the Annual General Meeting ('AGM') is annexed hereto.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. The proxy in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days' notice in writing of the intention so to inspect is given to the Company.

Corporate members intending to send their Authorised Representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf.

In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

The Company has appointed MCS Share Transfer Agent Limited, RTA situated at 383 Lake Garden, 1st floor, Kolkata – 700045 as Registrars and Share Transfer Agents for Physical Shares. Following information of RTA is as follows:

Telephone No. 033-40724051 / 4052/4053,

E-mail address: mcssta@rediffmail.com

3. Members who hold shares in electronic form are requested to mention their DP ID and Client ID number and those who hold shares in physical form are requested to mention their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the AGM.
4. Proxy Form is annexed. Members are requested to bring their duly filled in attendance slip with copy of Annual Report to the place of meeting.
5. 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 their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.

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6. The Information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard II issued by Institute of Company Secretary of India and Schedule V of Companies Act, 2013 in respect of the Directors seeking appointment / re-appointment at the Annual General Meeting, forms integral part of the notice.
7. The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, 22nd September, 2022 to Friday, 30th September, 2022 (both days inclusive).
8. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on cut of date Thursday, 22nd September, 2022.
9. A persons, 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 only shall be entitled to avail the facility of remote e-voting as well as voting as the AGM through ballot paper.
10. Any persons, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the Record date i.e. 22nd September, 2022, may obtain the login ID and password by sending a request at Company or RTA.
11. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and has been uploaded on the website of the Company at www.satyashyam.com. The Notice can also be accessed from the websites of CDSL (agency for providing the Remote e-Voting facility) i.e. . Printed copy of the Annual Report (including the Notice) is not being sent to the Members in view of the (MCA) Circular No. 17/2020 dated April 13, 2020.
12. In accordance with the circulars issued by MCA and SEBI, the Notice of the 31st AGM along with the Integrated Annual Report 2021-22 is being sent by electronic mode to Members whose e-mail id is registered with the Company or the Depository Participants (DPs). Physical copy of the Notice of the 38th AGM along with Integrated Annual Report for the financial year 2021-22 shall be sent to those Members who request for the same.
13. The electronic copies of all documents which are referred to in this Notice but not attached to it will be made available for inspection. For inspection, the Members are requested to send a request through an E-mail on shyamsaty@rediffmail.com in with Depository participant ID and Client ID or Folio number.
14. Members holding shares in physical form and who have not updated their e-mail ids with the Company are requested to update their e-mail ids by writing to the Company at shyamsaty@rediffmail.com along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (EG.: Driving License, Voter Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialized (Demat) mode are requested to register/update their e-mail addresses with the relevant DPs. In case of any queries/difficulties in registering the e-mail address, Members may write to shyamsaty@rediffmail.com.

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15. As mandated by the Securities and Exchange Board of India (SEBI) effective April 1, 2019, requests for effecting transfer of shares (except in case of transmission or transposition of shares) shall not be processed unless the shares are held in a dematerialized form with a depository. Members are advised to dematerialized shares held by them in physical mode.
16. The Members desiring any information relating to the accounts or have any questions, are requested to write to the Company on shyamsaty@rediffmail.com at least Ten days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the information ready and provide it at the AGM.
17. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and applicable Circulars, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at the 38th AGM by electronic means. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), as the authorised agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting system as well as e-voting on the date of the AGM will be provided by CDSL.
18. The Company shall provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
19. The members who have casted their votes by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
20. **The cut-off date for the purpose of Voting (including remote e-voting) is Thursday, 22nd September, 2022**
The remote e-voting facility will be available during the following period after which the portal shall forthwith be blocked and shall not be available:-
- | | |
|---------------------------------|--|
| Commencement of remote E-Voting | 09:00 AM IST on Tuesday, 27th Sept., 2022 |
| End of remote E-Voting | 05:00 PM IST on Thursday, 29th Sept., 2022 |
21. Ms. Divya Jeswani, Proprietor of M/s Jeswani & Associates., Practicing Company Secretary has been appointed as the Scrutinizer for voting and remote e-voting process in a fair and transparent manner.
22. 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 “remote e-voting” or “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.
23. 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 three days

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of the conclusion of the AGM, a consolidated scrutinizer report of the total votes cast in favor 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 forth with.

24. The Result declared along with the report of the scrutinizer shall be placed on the website of the Company and on the website of CDSL the results shall simultaneously be communicated to the Metropolitan Stock Exchange.
25. In terms of Section 72 of the Act, nomination facility is available to individual Members holding shares in the Physical Mode. The Members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.
26. The Members are requested to:
 - a) Intimate changes, if any, in their registered addresses immediately.
 - b) Quote their ledger folio/DPID number in all their correspondence.
 - c) Hand over the enclosed attendance slip, duly signed in accordance with their specimen registered with the Company for admission to the meeting place.
 - d) Bring their Annual Report and Attendance Slips with them at the AGM venue.
 - e) Send their Email address to us for prompt communication and update the same with their Depository Participants to receive softcopy of the Annual Report of the Company.

Shareholder instructions for E-Voting:

THE INTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:-

- i. The voting period begins on Tuesday, 27th September, 2022 at 09:00 A.M. and ends on Thursday, 29th September, 2022 at 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. 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.

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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.

- iv. 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 and joining virtual meetings 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 CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest 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 & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/ RTA, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration . 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and

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	also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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: https://eservices.nsd.com 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 & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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 & voting during the meeting.
Individual Shareholders (holding securities in demat mode)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-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 or joining virtual meeting & voting during the meeting.

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

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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 CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 18001020 990 and 1800 22 44 30

- v. Login method for e-Voting for shareholders other than Individual shareholders holding securities in Demat mode and shareholders holding securities in physical mode.

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

- 1) The shareholders should log on to the e-voting website 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 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 Physical shareholders and other than individual shareholders holding shares in Demat.
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"> • 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.
Dividend Bank Details OR 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"> • 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.

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- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. 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.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant **SATYA SHYAM TRADING LIMITED** on which you choose to vote.
- x. 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.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii. 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.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv. 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.
- xvi. **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only:**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

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- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; shyamsaty@rediffmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

27. **Process for those members whose Email IDS are not registered:** The Members who have not registered their E-mail addresses are requested to register them with the Company to receive e-communication from the Company. For registering E-mail Address, the Members are requested follow the below steps:

- A. Members holding shares in physical mode are requested to provide name, Folio Number, Mobile Number, E-mail Address, scanned copies of share certificate(s) (both sides), self-attested PAN and Aadhar card through E-mail on shyamsaty@rediffmail.com.
- B. Members holding shares in dematerialized mode are requested to provide name, Depository participant ID and Client ID, mobile number, e-mail address, scanned copies of self-attested client master or Consolidated Account statement through E-mail on shyamsaty@rediffmail.com.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

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

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CIN: L51102MP1984PLC002664

E-mail: shyamsaty@rediffmail.com

Place: Indore

Date: September 03, 2022.

By Order of the Board of Directors

Sd/-

Shiv Prasad Agarwala

Managing Director

DIN: 00545387

Registered Office: 110-Siyajigunj Indore MP 452007 India

CIN: L51102MP1984PLC002664

Phone: (0731) 2533410, 2533602 **Fax:** (0731) 4045892

Email: shyamsaty@rediffmail.com **Website:** www.satyashyam.com

EXPLANATORY STATEMENT
(Pursuant to the Provisions of Section 102 of the Companies Act, 2013)

ITEM NO. 4:-

The members of the Company are informed that on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company at its meeting held on August 30, 2022 had appointed Mr. Shiv Prasad Agarwala (DIN: 00545387) as a Managing Director of the Company.

In the opinion of the Board, Mr. Shiv Prasad Agarwala (DIN: 00545387) possesses appropriate skills, expertise, experience and knowledge useful to the Company. He is not debarred from holding the office of a director pursuant to any order issued by SEBI or an order of any other such authority.

Requisite consent, pursuant to Section 152 (5), Section 196 read with Schedule V of the Companies Act, 2013 and declaration pursuant to Section 164 (2) of the Companies Act, 2013 and rules made thereunder have been received from Mr. Shiv Prasad Agarwala (DIN: 00545387) to act as Director & Managing Director, if appointed.

Therefore, it is recommended to the Shareholders for their approval by way of Special Resolution for appoint Mr. Shiv Prasad Agarwala (DIN: 00545387) as the Managing Director of the Company at the ensuing Annual General Meeting for a period of 3 (three) years with effect from April 1, 2022, on such terms and conditions as stated in the resolution approving his appointment.

Except Mr. Binod Kumar Bansal, Mr. Ashok Kumar Bansal, Mr. Raj Bansal and Mr. Vinod Daga, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

ITEM NO. 5:-

The members of the Company are informed that on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company at its meeting held on August 30, 2022 had appointed Mr. Ashok Kumar Bansal (DIN: 00545265) as a Whole Time Director of the Company.

In the opinion of the Board, Mr. Ashok Kumar Bansal (DIN: 00545265) possesses appropriate skills, expertise, experience and knowledge useful to the Company. He is not debarred from holding the office of a director pursuant to any order issued by SEBI or an order of any other such authority.

Requisite consent, pursuant to Section 152 (5), Section 196 read with Schedule V of the Companies Act, 2013 and declaration pursuant to Section 164 (2) of the Companies Act, 2013 and rules made thereunder have been received from Mr. Ashok Kumar Bansal (DIN: 00545265) to act as Director & Managing Director, if appointed.

Therefore, it is recommended to the Shareholders for their approval by way of Special Resolution for appoint Mr. Ashok Kumar Bansal (DIN: 00545265) as the Whole Time Director of the Company at the ensuing Annual General Meeting for a period of 3 (three) years with effect from April 1, 2022, on such terms and conditions as stated in the resolution approving his appointment.

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Except Mr. Binod Kumar Bansal, Mr. Ashok Kumar Bansal, Mr. Raj Bansal and Mr. Vinod Daga, none of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

BRIEF DETAILS OF STATUTORY AUDITOR BEING APPOINTED PURSUANT TO REGULATION 36 (5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Particulars	M/s. Mahendra Badjatya & Co.
Name of the Statutory Auditor	M/s. Mahendra Badjatya & Co.
Reason for Re-Appointment	As per Section 139 of the Companies Act, 2013 there is a need to re-appoint the auditor for a further period of five years, as the current term of five years of the auditor is coming to an end with the conclusion of 38th Annual General Meeting of the Company.
Date of re- appointment	30.09.2022 (38th Annual General Meeting)
Address of the Statutory Auditor	208, Morya Centre, 16, Race Course Road, Opp Basket Ball Complex, Indore, MP
Membership Number	420388
Firm Registration Number	001457C
Proposed fees payable to the Statutory Auditor	Rs. 85000/-
Basis of recommendation for re-appointment	As per the recommendations of the audit committee and the Board of Directors of the Company.
Brief profile of Statutory Auditor	M/s. Mahendra Badjatya & Co., Chartered Accountants have been working in this field since many years and has vast experience in tax, audit and related assignments. M/s. Mahendra Badjatya & Co., Chartered Accountants is providing various professional services in the field of Tax Consultancy, Corporate Law Compliance, Auditing & Assurance, Finance & Accounts Outsourcing and other services.

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BRIEF RESUME OF DIRECTOR/S SEEKING APPOINTMENT / RE-APPOINTMENT

Pursuant to provisions of SEBI (LODR) Regulations and Secretarial Standards on General Meetings, relevant particulars of Directors seeking appointment /re-appointment as this AGM are given here below:

Particulars	Mr. Binod Kumar Bansal (DIN: 00545240)
Qualification	
Experience	Mr. Binod Kumar Bansal has vast experience in Tea Industry. He has been associated with the Company since 1995. He has also been connected with so many companies on executive or non executive basis within Tea Industry.
Date of First Appointment on the Board	30/03/1995
Shareholding in the Company as on 31.03.2022	160
Shareholding in the Company as on Date of Approval of this Notice	160
Relationship with other Directors / Managers / Other KMPs	He is related to Mr. Shiv Prasad Agarwala, Mr. Raj Bansal, Mr. Ashok Kumar Bansal and Mr. Siddharth Bansal. He is also related to all promoters of the Company.
Other Directorships	<ol style="list-style-type: none"> 1. Balason Tea Company Private Limited 2. Bijalimoni Plantation Ltd. 3. Unitech Tea Exports Private Limited 4. New Tea Co Ltd 5. Coochbehar Agro-Tea Estate Pvt. Private Ltd. 6. New Tea Beverages Exports Private Limited 7. Jalpaiguri Duars Tea Co Ltd 8. Multipack Plastics Pvt Ltd 9. Matidhar Tea And Finance Ltd. 10. Bijalimoni Tea And Finance Private Ltd 11. Rajasthan Housing & Investment Pvt Ltd 12. Magadh Promotors Pvt. Ltd. 13. Jiwan Sagar Complex Pvt Ltd 14. Jiwan Sagar Construction Pvt Ltd 15. Jiwan Sagar Griha Nirman Pvt Ltd 16. New Tea Properties Private Limited

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Email: shyamsaty@rediffmail.com **Website:** www.satyashyam.com

	17. Candour Engineering Pvt Ltd 18. Indian Tea Exporters Association
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BRIEF RESUME OF DIRECTOR/S SEEKING APPOINTMENT / RE-APPOINTMENT

Pursuant to provisions of SEBI (LODR) Regulations and Secretarial Standards on General Meetings, relevant particulars of Directors seeking appointment /re-appointment as this AGM are given here below:

Particulars	Mr. Shiv Prasad Agarwala (DIN: 00545387)
Qualification	B.Sc.
Experience	Mr. Shiv Prasad Agarwala has vast experience in Tea Industry. He has been associated with the Company since 1988. He has also been connected with so many companies on executive or non-executive basis within Tea Industry
Date of First Appointment on the Board	29/12/1988
Shareholding in the Company as on 31.03.2022	10,112
Shareholding in the Company as on Date of Approval of this Notice	10,112
Relationship with other Directors / Managers / Other KMPs	He is related to Mr. Raj Bansal, Mr. Binod Kumar Bansal, Mr. Ashok Kumar Bansal and Mr. Siddharth Bansal. He is also related to all promoters of the Company.
Other Directorships	<ol style="list-style-type: none"> 1. Atal Tea Co (1943) Ltd 2. Balason Tea Company Private Limited 3. Bijalimoni Plantation Ltd. 4. Senchal Agro Private Limited 5. New Tea Co Ltd 6. Coochbehar Agro-Tea Estate Pvt. Privateltd. 7. New Tea International Private Limited 8. Matidhar Tea and Finance Ltd. 9. Rajasthan Housing & Investment Pvt Ltd 10. Rishab Finvest Private Limited

ADDITIONAL INFORMATION OF APPOINTEE FOR ITEM NO. 4

The details as required under Clause (IV) to second proviso of Section II B of Part II of Schedule V of the Companies Act, 2013 are given below:

General Information

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Nature of industry	The Company is engaged in the tea business.		
Date or Expected date of commencement of commercial production	The company is an existing company and is in operation for commercial production since 05/12/1984.		
In case of new companies, expected date of commencement of activity as per project approved by the financial institution appearing in the prospectus	Not applicable as the Company is an existing Company.		
Financial performance based on given indicators	(Rs. In Lakhs)		
Particulars	FY 2018-19 (Amount is Rs.)	FY 2019-20 (Amount is Rs.)	FY 2020-21 (Amount is Rs.)
Sales (Gross)	4850.49424	3090.00520	3672.54620
Loss Before Tax & Extra-Ordinary Item	N/A	N/A	N/A
Loss After Tax & Exceptional Item Shareholders Fund	N/A	N/A	N/A
Rate of Dividend on Equity	-	-	-
Foreign investments or collaborations, if any	Nil		
Other Information			
Reasons of loss or inadequate profits	NA		
Steps taken or proposed to be taken for improvement	NA		
Expected increase in productivity and profits in measurable terms	NA		
Information about the appointees	Mr. Shiv Prasad Agarwala		
Background details	Mr. Shiv Prasad Agarwala has been associated with the Company since 1988 and has vast experience in Tea Industry. He has also been connected with so many companies on executive or non-executive basis within Tea Industry.		
Past Remuneration	Rs. 1,50,000 per month		
Job profile and his suitability	To act as Managing Director of the Company. He possesses appropriate skills, expertise, experience and knowledge useful to the Company. Further, He is not debarred from holding the office of a director pursuant to any order issued by SEBI or an order of any other such authority.		
Recognition or Awards	NA		
Remuneration proposed	Rs. 1,50,000 per month with authority to the Board or a Committee there of to fix his Basic Salary within the said Maximum amount.		
Comparative remuneration profile with respect to industry, size of Company, profile of the position	At par with the industry standards in which the Company operates.		

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and person	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	NA

BRIEF RESUME OF DIRECTOR/S SEEKING APPOINTMENT / RE-APPOINTMENT

Pursuant to provisions of SEBI (LODR) Regulations and Secretarial Standards on General Meetings, relevant particulars of Directors seeking appointment /re-appointment as this AGM are given here below:

Particulars	Mr. Ashok Kumar Bansal (DIN: 00545265)
Qualification	MBA
Experience	Mr. Ashok Kumar Bansal has vast experience in Tea Industry. He has been associated with the Company since 2000. He has also been connected with so many companies on executive or non-executive basis within Tea Industry
Date of First Appointment on the Board	01/10/2000
Shareholding in the Company as on 31.03.2021	4,800
Shareholding in the Company as on Date of Approval of this Notice	4,800
Relationship with other Directors / Managers / Other KMPs	He is related to Mr. Shiv Prasad Agarwala, Mr. Binod Kumar Bansal, Mr. Raj Bansal and Mr. Siddharth Bansal. He is also related to all promoters of the Company.
Other Directorships	<ol style="list-style-type: none"> 1. Hindusthan Building Society Ltd 2. Ank Leasing And Finance Ltd 3. Atal Tea Co (1943) Ltd 4. Chandan Tea Industries Pvt Ltd 5. New Tea Impex Private Limited 6. New Tea Co Ltd 7. Coochbehar Agro-Tea Estate Pvt. Privateltd. 8. Nalsar Tea Company Private Limited 9. Kolkata Wagons Private Limited 10. Rheabari Tea Co Private Limited 11. CB Mercantile Private Limited 12. Bijalimoni Tea And Finance Private Ltd 13. Yuvaraj Finvest Private Limited 14. Rishab Finvest Private Limited

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	15. Giant Commercial Private Limited 16. Jalpaiguri Reality Private Limited 17. North Dinajpur Tea Agro Private Limited 18. Nilambur Reality Private Limited 19. CB Impex Private Limited 20. Aisha Comtrade LLP
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ADDITIONAL INFORMATION OF APPOINTEE FOR ITEM NO. 5

The details as required under Clause (IV) to second proviso of Section II B of Part II of Schedule V of the Companies Act, 2013 are given below:

General Information			
Nature of industry	The Company is engaged in the tea business.		
Date or Expected date of commencement of commercial production	The company is an existing company and is in operation for commercial production since 05/12/1984.		
In case of new companies, expected date of commencement of activity as per project approved by the financial institution appearing in the prospectus	Not applicable as the Company is an existing Company.		
Financial performance based on given indicators	(Rs. In Lakhs)		
Particulars	FY 2018-19 (Amount in Rs.)	FY 2019-20 (Amount in Rs.)	FY 2020-21 (Amount in Rs.)
Sales (Gross)	4850.49424	3090.00520	3672.54620
Loss Before Tax & Extra-Ordinary Item	N/A	N/A	N/A
Loss After Tax & Exceptional Item Shareholders Fund	N/A	N/A	N/A
Rate of Dividend on Equity	-	-	-
Foreign investments or collaborations, if any	Nil		
Other Information			
Reasons of loss or inadequate profits	NA		
Steps taken or proposed to be taken for improvement	NA		
Expected increase in productivity and profits in measurable terms	NA		
Information about the appointees	Mr. Ashok Kumar Bansal		
Background details	Mr. Ashok Kumar Bansal has been associated with the Company since 2000 and has vast experience in Tea Industry. He has also been connected with so many companies on executive or non-executive basis within Tea Industry.		

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Past Remuneration	1,45,000 per month
Job profile and his suitability	To act as Whole Time Director of the Company. He possesses appropriate skills, expertise, experience and knowledge useful to the Company. He is not debarred from holding the office of a director pursuant to any order issued by SEBI or an order of any other such authority.
Recognition or Awards	NA
Remuneration proposed	1,45,000 per month with authority to the Board or a Committee there of to fix his Basic Salary within the said Maximum amount.
Comparative remuneration profile with respect to industry, size of Company, profile of the position and person	At par with the industry standards in which the Company operates.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	NA

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CIN: L51102MP1984PLC002664

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ATTENDANCE SLIP OF 38th ANNUAL GENERAL MEETING

Please fill this attendance slip and hand it over at the entrance of the venue of the meeting.

Name of the Shareholder:	
Registered Address:	
No. of Shares Held:	
Registered Folio No./ DP ID-Client ID:	

I/we certify that I/ We am/are the registered Member(s)/Proxy for the registered Member(s) of the Company.

I/We hereby record my/our presence at the 38th Annual General Meeting of the Company to be held on **Friday, September 30, 2022, at 11:00 A.M.** at the **Registered Office** of the Company situated at 110-Siyajigunj Indore MP 452007 India.

Signed this _____ Day of _____ 2022

.....
(Member's/ Proxy's Name (In Block Letters))

.....
(Members/ Proxy's Signature)

Notes:

- Shareholder / Proxy desiring to attend the meeting must bring duly filled in and signed Attendance Slip to the meeting and hand over at the entrance.
- Shareholder / Proxy desiring to attend the meeting should bring his / her copy of the Notice along with Annual Report for reference at the meeting.

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FORM NO. MGT - 11 PROXY FORM

[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 member(s):	
Registered address:	
No. of Shares held:	
Folio No / DP Id & Client Id:	
Joint Holder (s):	
E-mail Id:	

I / We, being the member (s) of _____ shares of SATYA SHYAM TRADING LIMITED, hereby appoint:

- Name: Address:
 E-mail ID: Signature:
 Or failing him / her
- Name: Address:
 E-mail ID: Signature:
 Or failing him / her
- Name: Address:
 E-mail ID: Signature:

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38th Annual General Meeting (AGM) of the Company to be held on **Friday, September 30, 2022, at 11:00 A.M.** at the **Registered Office** of the Company situated at 110-Siyajigunj Indore MP 452007 India.

Resolution No.	Optional*	
	For	Against
Ordinary Business:		
1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31 st March, 2022 together with the Reports of the Directors' and Auditors' thereon.		
2. To appoint a Director in place of Mr. Binod Kumar Bansal (DIN: 00545240) who retires by rotation and being eligible for re-appointment on same terms and condition, offers himself for		

Registered Office: 110-Siyajigunj Indore MP 452007 India

CIN: L51102MP1984PLC002664

Phone: (0731) 2533410, 2533602 **Fax:** (0731) 4045892

Email: shyamsaty@rediffmail.com **Website:** www.satyashyam.com

re-election		
3. Appointment of Statutory Auditors of the Company		

<u>Resolution No.</u>	<u>Optional*</u>	
	<u>For</u>	<u>Against</u>
Special Business:		
1. Re-appointment of Mr. Shiv Prasad Agarwala, (DIN: 00545387) as a Managing Director of the Company		
2. Re-appointment of Mr. Ashok Kumar Bansal, (DIN: 00545265) as a Whole Time Director of the Company		

Signed this _____ Day of _____ 2022

Please affix Revenue Stamp of

Signature of Shareholder(s) : _____

Signature of Proxy holder(s) : _____

Notes

1. A person can act as a proxy on behalf of member's up to and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorized by it and an authenticated copy of such authorization should be attached to the proxy form shall not act as proxy for any other person or Member.
3. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. This form of Proxy, in order to be effective, should be duly completed and deposited at the **Registered Office** of the Company situated at 110-Siyajigunj Indore MP 452007 India not less than FORTY-EIGHT HOURS (48) before the commencement of the Meeting.
6. All alterations made in the Form of Proxy should be initialed.
7. Please affix appropriate Revenue Stamp before putting signature.
8. In case of multiple proxies, proxy later in time shall be accepted.
9. A proxy need not be a shareholder of the Company.

Registered Office: 110-Siyajigunj Indore MP 452007 India

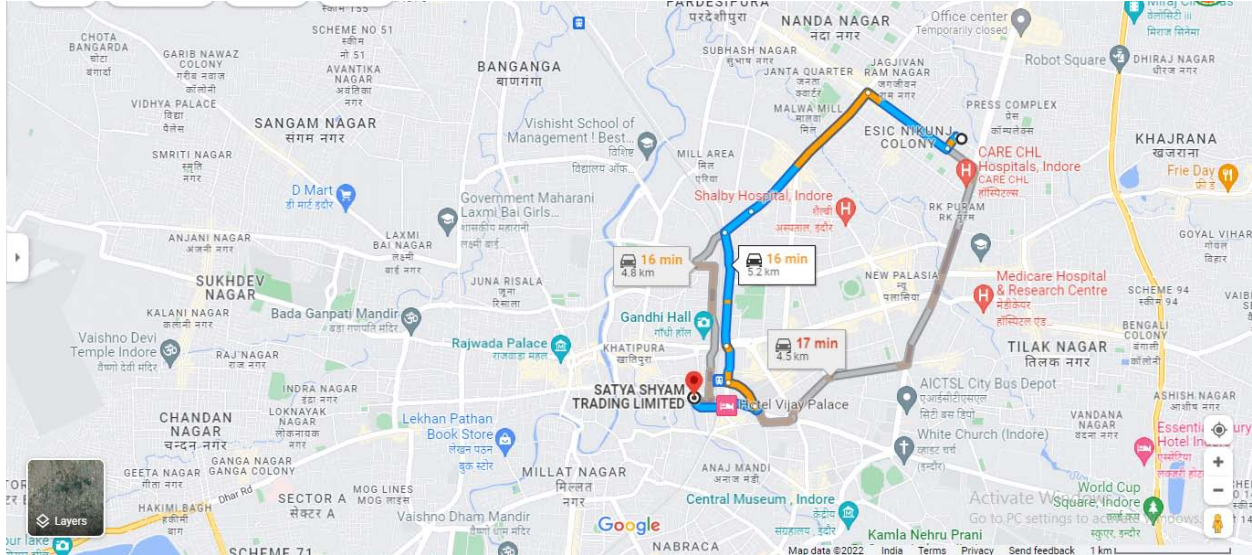
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ROUTE MAP

LANDMARK: SATYA SHYAM TRADING LIMITED



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