



# SAGAR CEMENTS LIMITED

SCL:SEC:NSE:BSE:2023-24

22<sup>nd</sup> August 2023

The National Stock Exchange of India Ltd.,  
"Exchange Plaza", 5<sup>th</sup> Floor  
Bandra – Kurla Complex  
Bandra (East)  
**Mumbai – 400 051**

The Secretary  
BSE Limited  
P J Towers  
Dalal Street  
**Mumbai – 400 001**

**Symbol: SAGCEM**

**Scrip Code: 502090**

**Series: EQ**

Dear Sirs

**Intimation regarding publication of advertisement in newspapers confirming dispatch of  
Postal Ballot Notice**

...

Further to our letter dated 19<sup>th</sup> August, 2023 informing you of the postal ballot notice being sent to our shareholders seeking their approval to amend the Articles of Association of our company, enabling the Debenture Trustees to appoint their nominees on our Board under certain circumstances and the said proposed amendment is subject to the approval of the shareholders, we wish to inform you that the dispatch of the said Notice was completed on 21<sup>st</sup> August, 2023 and an advertisement has since been published by us in newspapers confirming, inter-alia, the same.

For your reference, we are forwarding herewith copies of the relevant newspaper cuttings (Financial Express and Andhra Prabha both dt.22.8.2023) along with a copy of the Notice of Postal Ballot despatched to the shareholders.

Thanking you

Yours faithfully  
For Sagar Cements Limited

R.Soundararajan  
Company Secretary

Encl.



**Registered Office :** Plot No. 111, Road No.10, Jubilee Hills, Hyderabad - 500033, Telangana State, India.

Phone : +91-40-23351571, 23356572 Fax : +91-40-23356573 E-mail : info@sagarcements.in Website : www.sagarcements.in

CIN : L26942TG1981PLC002887 GSTIN : 36AACCS8680H2ZY

**Factories :** Mattampally Village & Mandal, Suryapet District, Telangana State - 508204. Phone : 08683 - 247039 GSTIN : 36AACCS8680H1ZZ

Bayyavaram Village, Kasimkota Mandal, Anakapally District, Andhra Pradesh State - 531031. Phone : 08924-244550 Fax : 08924-244570 GSTIN : 37AACCS8680H1ZX

Gudipadu Village, Yadiiki Mandal, Ananthapur District, Andhra Pradesh State - 515408. Phone: 08558-200272 GSTIN : 37AACCS8680H1ZX



**IndoStar Capital Finance Limited**  
 Registered Office - Unit No. 505.5<sup>th</sup> Floor, Wing 2/E,  
 Corporate Avenue Andheri- Chhatkopar Link Road, Chakala NA, Mumbai-400099, Maharashtra  
 Website: <https://www.indostarcapital.com/>

**INVITATION FOR COUNTER BIDS FOR SALE OF STRESSED ASSETS OF INDOSTAR CAPITAL FINANCE LIMITED**

IndoStar Capital Finance Limited (ICFL), intends to sell certain stressed assets, the details of which are more particularly set out below and the Public Notice referred to below (Proposed Sale). ICFL now invites counter bids (Counter Bids) from ARCs for the sale of certain stressed assets on its books, as per the extant RBI guidelines (Interested Parties). Eligible Interested Parties may download the detailed public notice document dated 22<sup>nd</sup> August, 2023 from the website of ICFL <https://www.indostarcapital.com/> (Public Notice).

The Proposed Sale shall be on an 'as is where is, as is what is, whatever there is and without recourse basis' and is being conducted under the Swiss Challenge Method, based on an existing offer received by ICFL (Primary Offer) at the price set out below (Reserve Price/ Base Bid). Please note that the Proposed Sale will be subject to the outcome of the Counter Bid process and final approval by the competent authority of ICFL.

Total outstanding as on 30 <sup>th</sup> June, 2023	Reserve Price/ Base Bid (₹ In Cr.)	Terms of Proposed Sale
₹ 915,30,00,844/- (Rupees Nine Hundred and Fifteen Crores Thirty Lakhs Eight Hundred and Forty Four Only)	₹ 790,00,00,000/- (Rupees Seven Hundred and Ninety Crores Only)	As per the terms and conditions set out under the Public Notice.

**MAX HEIGHTS INFRASTRUCTURE LIMITED**  
 Regd. Off: SD-65, Pitampura, New Delhi-110034  
 CIN: L67120DL1981PLC179487, Tel: 011-2731 4646  
 E-mail: [cs@maxheights.com](mailto:cs@maxheights.com), Website: [www.maxheights.com](http://www.maxheights.com)

**Information Regarding 42<sup>nd</sup> Annual General Meeting to be held through Video Conferencing/Other Audio-Visual Means**

Notice is hereby given that the Forty Second (42<sup>nd</sup>) Annual General Meeting (AGM) of the Members of the Maxheights Infrastructure Limited will be convened on Friday, the 15<sup>th</sup> day of September, 2023 at 12:00 Noon through Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility to transact the Ordinary and Special Business, as set out in the Notice of the 42<sup>nd</sup> AGM, in compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 and Rules framed thereunder read with General Circular 10/2022 issued by the Ministry of Corporate Affairs (MCA) dated December 28, 2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/CIR/2023/4 dated January 05, 2023, for conducting AGM without the physical presence of Members at a common venue.

The Notice of AGM along with the Annual Report will be sent in due course through electronic mode only to the members of the Company whose mail id registered with the Depository Participant, Registrar & Transfer Agent (RTA). For Members who have not registered their email addresses, we urge them to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants, and Members holding shares in physical mode are requested to update their email addresses with the Company's RTA, Skyline Financial Services Private Limited at [admin.skyline@skline.com](mailto:admin.skyline@skline.com) to receive copies of notice of the AGM along with the Annual Report 2022-23 in electronic mode.

Members may note that the Notice of the AGM and the Annual Report 2022-23 will also be made available on the Company's website at [www.maxheights.com](http://www.maxheights.com), websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).

The Company is providing e-Voting Facility ("remote e-Voting") to all its members to cast their votes on all resolutions set out in the Notice of AGM. Additionally, Company is also providing the facility of e-Voting during the AGM. Detailed procedure for joining the AGM and remote e-Voting is provided in the Notice of AGM. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.

**For MAXHEIGHTS INFRASTRUCTURE LIMITED**  
 Place: New Delhi Sd/-  
 Date: August 21, 2023 Kajal Goyal  
 Company Secretary & Compliance Officer

**INDIA RADIATORS LIMITED**  
 CIN: L27209TN1949PLC00963  
 Regd. Off: 88, Mount Road, Guindy, Chennai 600 032, Tel: 044-40432210  
 Email: [cs@indiaradiators.com](mailto:cs@indiaradiators.com), Website: [www.indiaradiators.com](http://www.indiaradiators.com)

**NOTICE OF SHARE HOLDERS REQUEST THEIR E-MAIL IDS TO RECEIVE THE ANNUAL REPORT AND AGM NOTICE**

The Company hereby states that the 73<sup>rd</sup> Annual General Meeting (73<sup>rd</sup> AGM) will be held on Friday, 22<sup>nd</sup> September 2023 at 02.30 PM (IST) through video conferencing ("VC") or other audio visual means ("OAVM") in accordance with applicable provisions of Companies Act, 2013 read with General Circular No.10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 read with the Circulars issued by the SEBI vide SEBI/HO/CFD/PoD-2/P/CIR/2023.

As mandated in the aforesaid Circulars, the Annual Report for the year 2022-23 together with the Notice of the AGM will be sent only by electronic means to the shareholders who have registered their e-mail ids with the Registrar and Transfer Agent (RTA) or the Depository Participants as the case may be, unless a specific request has been made in writing for receiving the Physical copy. These will also be made available in the Website of the Company and the Stock Exchange viz., <https://www.indiaradiators.com/> and [www.bseindia.com](http://www.bseindia.com).

Please note that Members who do not register their email addresses shall not be able to receive the Annual Report and the Notice of 73<sup>rd</sup> AGM and the login details to participate in the meetings or vote through electronic means. Hence, the company requests all the members, who have not yet registered or updated their email addresses, to register the same by following the instructions given below:

**Members holding shares in physical form** are requested to register/update their email addresses by submitting Form ISR-1 (available in Company's Website <https://www.indiaradiators.com/update-of-pan-kyc-details/>) to the RTA by sending an e-mail with the scanned copy of the form and other required documents to [kyc@cameoindia.com](mailto:kyc@cameoindia.com). RTA had already sent necessary communications to the shareholders holding shares in physical form regarding the update of KYC. In case of any queries as regards to the registration process of email address, the Members may send a mail to [investor@cameoindia.com](mailto:investor@cameoindia.com) / [cs@indiaradiators.com](mailto:cs@indiaradiators.com).

Alternatively, the aforesaid information may be sent by post or courier to the RTA viz., Cameo Corporate Services Limited, Unit : India Radiators Limited, Subramanian Building, 1, Club House Road, Chennai-600 002, Ph: 044-2846 0390 / 4002 0700.

**Members holding shares in dematerialized form** are requested to approach their Depository participants as per the process advised by them. Also it may be ensured that the option to receive the Annual Reports and other communications by e-mail has been duly exercised in respect of such holdings.

Detailed instructions for casting of votes through remote e-voting prior to the meeting and also for participating/ speaking/ voting at the meeting will be made available in the Notice of the AGM.

This public notice is being published well in advance to facilitate the Members to register or change their contact details and other particulars. Members may kindly avail the opportunity and provide the information at the earliest so that the Company is able to send the notices and other information promptly.

For India Radiators Limited  
 E N Rangaswami  
 DIN: 06463753  
 Whole-Time Director

Place: Chennai  
 Date : 21 August, 2023

**NIYOGIN FINTECH LIMITED**  
 CIN: L65910TN1988PLC131102  
 Registered Office: MIG 944, Ground Floor, TNHB Colony, 1st Main Road, Velachery, Chennai, Tamil Nadu- 600042  
 Corporate Office: Neelkanth Corporate IT Park, 311/312, Kirol Road, Vidyavihar (West), Mumbai - 400086. Tel No: +91 22 62514646  
 Email ID: [nyogin.compliance@nyogin.in](mailto:nyogin.compliance@nyogin.in) Website: [www.nyogin.com](http://www.nyogin.com)

**NOTICE OF 35<sup>th</sup> ANNUAL GENERAL MEETING, BOOK CLOSURE AND E-VOTING**

**NOTICE** is hereby given that the 35<sup>th</sup> Annual General Meeting ("AGM") of the members of Niyogin Fintech Limited (the "Company") will be held on Thursday, September 14, 2023 at 4:00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the businesses as set out in the Notice of AGM.

The Company has sent the Notice of the AGM along with the Integrated Annual Report for the financial year 2022-23 on Monday, August 21, 2023 through electronic mode to those members who have registered their email addresses with the Company/ Registrar and Share Transfer Agent i.e. Link Intime India Pvt. Ltd. or Depository Participants, in compliance with the applicable provisions of the Companies Act, 2013 ("Act") read with Circular No. 14/2020 dated 08 April, 2020, Circular No. 17/2020 dated 13 April, 2020 issued by the Ministry of Corporate Affairs followed by General Circular No. 20/2020 dated 05 May, 2020 and subsequent circulars issued in this regard, the latest being SEBI Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars"), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by Securities and Exchange Board of India ("SEBI") (collectively referred to as "SEBI Circulars") and all other relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI from time to time (collectively referred to as "relevant circulars").

The deemed venue for the AGM shall be the Registered Office of the Company situated at MIG 944, Ground Floor, TNHB Colony, 1<sup>st</sup> Main Road, Velachery, Chennai, Tamil Nadu - 600 042. Members participating the AGM through VC/ OAVM shall be reckoned for the purpose of quorum as per Section 103 of the Companies Act, 2013 ("Act"). A member can request for a physical copy of the Annual Report by sending an email to the Company at [nyogin.compliance@nyogin.in](mailto:nyogin.compliance@nyogin.in).

The Notice of AGM and the Integrated Annual Report for the financial year 2022-23 is also available on the website of the Company at [www.nyogin.com](http://www.nyogin.com), National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and BSE Limited at [www.bseindia.com](http://www.bseindia.com).

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (ICSI), members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system (remote e-voting), facilitated by NSDL. Detailed procedure for remote e-voting before the AGM/ e-voting during the AGM is provided in Note No. 23 of the Notice of AGM.

Members holding shares either in physical form or dematerialized form as on the cut-off date of i.e. September 07, 2023 shall be entitled to cast their vote electronically through remote e-voting or voting at the AGM in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the cut-off date. Members who have cast their vote through remote e-voting prior to the AGM can attend the AGM but shall not be entitled to cast their vote again. However, electronic voting shall be made available during the AGM for members who have not cast their vote through remote e-voting. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.

The details of remote e-voting are as under:

a. E-Voting Event Number (EVEN)	125323
b. Date of completion of dispatch of AGM Notice	Monday, August 21, 2023
c. Cut-off date for determining the shareholders who shall receive the Annual Report	Friday, August 18, 2023
d. Cut-off date for determining the eligibility of Members for voting through remote e-voting and voting at the AGM	Thursday, September 07, 2023
e. Date and time of commencement of voting through electronic means	Monday, September 11, 2023 at 9:00 a.m. IST
f. Date and time of end of voting through electronic means	Wednesday, September 13, 2023 at 5:00 p.m. IST

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by NSDL upon expiry of the aforesaid period.

Members holding shares in physical form or who have not registered their email address and any shareholders, who acquires shares of the Company and becomes member of the Company after the dispatch of the notice and is holding shares as on the Cut-off date i.e. September 07, 2023, are requested to refer to the Notice of the AGM for the process/procedure to be followed for obtaining their User ID and password for attending the AGM and casting their votes through remote e-voting. In case of any queries relating to voting by electronic means please refer to the Frequently Asked Questions (FAQs) and e-voting user manual for the Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 48867000 and 022 - 24997000 or send a request to Mr. Sagar S. Gudhate at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) 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 022 - 48867000 and 022 - 24997000
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@cdsindia.com">helpdesk.evoting@cdsindia.com</a> or contact at toll free no. 1800 22 55 33

The Board of Directors have appointed Mr. Mitesh J. Shah (FCS 10070) of M/s Mitesh J. Shah & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process and voting at AGM in a fair and transparent manner. Further, Notice is hereby given pursuant to Section 91 of the Act read with Rule 10 (1) of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Register of Members and the Share Transfer Books of the Company will remain closed from Friday, September 08, 2023 to Thursday, September 14, 2023 (both days inclusive) for the purpose of the 35<sup>th</sup> AGM.

For Niyogin Fintech Limited Sd/-  
 Place: Mumbai Neha Agarwal  
 Date: August 21, 2023 Company Secretary & Compliance Officer

**CAPITAL INDIA**  
 Rediscover Business

**CAPITAL INDIA FINANCE LIMITED**  
 Corporate Identity Number (CIN): L74899DL1994PLC128577  
 Regd. Office: 2<sup>nd</sup> Floor, DLF Centre, Sansad Marg, New Delhi - 110001, Ph. No.: 011-49546000  
 Corporate Office: Level - 20, Birla Aurora, Dr. Annie Besant Road, Worli, Mumbai - 400030 (MH), Ph. No.: 022-45036000  
 Website: [www.capitalindia.com](http://www.capitalindia.com), Email: [secretarial@capitalindia.com](mailto:secretarial@capitalindia.com)

**INFORMATION REGARDING THE 29<sup>th</sup> ANNUAL GENERAL MEETING TO BE HELD THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS**

Dear Members,

- Notice is hereby given that the 29<sup>th</sup> Annual General Meeting ("AGM") of the Members of Capital India Finance Limited ("Company") will be held through Video Conferencing/Other Audio Visual Means ("VC/OAVM") on Thursday, September 21, 2023 at 09.30 A.M. (IST), to transact the businesses as set out in the Notice of AGM, in compliance with the applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with all the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") for convening general meetings through VC/OAVM and to transact the businesses as set out in the Notice of 29<sup>th</sup> AGM. The members can attend and participate in the AGM through VC/OAVM, without their physical presence at a common venue. The members joining the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- In compliance with the Circulars, electronic copies of the Notice convening the AGM along with explanatory statement pursuant to Section 102 of the Act and Annual Report for the financial year 2022-23, shall be sent within the prescribed timelines by e-mail to all those members whose email IDs are registered with the Company/Depository Participant(s). The Notice of the AGM along with Annual Report shall also be available on the website of the Company at [www.capitalindia.com](http://www.capitalindia.com), the website of the stock exchange where the equity shares of the Company are listed, i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and website of KFin Technologies Limited, Registrar and Share Transfer Agent of the Company ("RTA"/"KFinTech") at <https://evoting.kfintech.com/>.
- In terms of applicable regulatory provisions, the Company will be providing Members, the facility to cast their votes using an electronic voting system from a place other than the venue of AGM ("remote e-voting"), to participate in the AGM through VC/OAVM and to electronically cast their votes during the AGM ("e-voting") and for the same, the Company has engaged the services of KFinTech. The facility for e-voting will be made available at the AGM to the Members who have not cast their votes(s) by remote e-voting.

The detailed procedure for casting the votes through remote e-voting/e-voting and manner for attending the AGM through VC/OAVM shall be provided in the Notice of the AGM. The details shall also be made available on the website of the Company.

- Members holding shares in physical mode are hereby notified that pursuant to General Circular No. SEBI/HO/MRSD-POD-1/P/CIR/2023/37, dated March 16, 2023, all the holders of physical shares can update their Bank Account details and register their contact details including the details of e-mail IDs by submitting the requisite form ISR-1 along-with the supporting documents with KFinTech. Form ISR-1 can be downloaded from the following link: [https://ris.kfintech.com/clientservices/isc/isic\\_download\\_hrd](https://ris.kfintech.com/clientservices/isc/isic_download_hrd) Members holding shares in dematerialized form are requested to register/update their Bank account details and Contact details including e-mail IDs with their relevant Depository Participant(s).
- Members, to receive the dividend directly into their bank account through Electronic Clearing Service (ECS) or any other means, are requested to register/update their complete bank details in the manner stated above.
- In the event the Company is unable to pay the dividend to any Member by electronic mode, due to non-availability of the details of the bank account, the Company shall dispatch the dividend warrant/ other payment instrument to such shareholder in permissible mode.
- This Notice is being issued for the information and benefit of all the Members of the Company in compliance with applicable circulars of MCA and SEBI.

For Capital India Finance Limited Sd/-  
 Rachit Malhotra  
 Chief Compliance Officer & Company Secretary

Place: New Delhi  
 Date: August 21, 2023

**Indian Bank**  
 Digital Banking Division, Head Office, Chennai

Indian Bank, a leading Public Sector Bank has floated RFP for supplying, printing, personalization and dispatch of 1.5 crore emv chip cum magstripe rupay, visa & master dual interface contactless debit card (ncmc) in GeM portal.

Interested parties may refer Bank's Website: <https://www.indianbank.in/tenders> for details.

**STATE BANK OF INDIA**  
 LHO, KOTI, Hyderabad-500001. Ph: 040-23466317

**NOTICE INVITING APPLICATION FOR PRE-QUALIFICATION OF ARCHITECTURAL CONSULTANCY FIRM (ACF) (2<sup>nd</sup> CALL)**

State Bank of India invites applications for pre-qualification of Architectural Consultancy Firm (ACF) for limited design competition for selection of Project Architect for the proposed Construction of Building of built-up area of 20,000 Sqr for Branch, RASMECC, RBO, RACC and LDM Office at Mahabubnagar. For details and to download application, please log on to [www.sbi.co.in](http://www.sbi.co.in) under "SBI in the News" in "Procurement News". Last date for submission is 14/09/2023 at 03:00 PM. Corrigendum, if any, will be published only in Bank's website.

Place: Hyderabad, Date: 22-08-2023 Assistant General Manager (P&E)

**Uttam Sugar Mills Limited**  
 Corporate Identity Number (CIN): L9999UR1993PLC032518  
 Regd. Office: Village Libberheri, Tehsil Roorkee, District Haridwar, Uttarakhand - 247667  
 Tel.: 0120 - 4525900, Website: [www.uttamsugar.in](http://www.uttamsugar.in), e-mail id: [investorrelation@uttamsugar.in](mailto:investorrelation@uttamsugar.in)

**INFORMATION TO SHAREHOLDERS FOR 28<sup>th</sup> ANNUAL GENERAL MEETING**

**AGM to be held through VC/OAVM**

Notice is hereby given that the 28<sup>th</sup> Annual General Meeting ("AGM") of the Shareholders of the Company will be held on Friday, the 22<sup>nd</sup> September, 2023 at 12:00 noon through Video Conferencing / Other Audio Visual Means (VC/OAVM) to transact the business(es) as set out in the Notice of AGM, which is being circulated for convening the AGM.

In view of the relaxation granted by the Ministry of Corporate Affairs ("MCA") vide its General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 ("MCA Circulars") and SEBI vide its circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ("SEBI circulars") (MCA Circulars and SEBI Circulars collectively referred as Circulars) has permitted the holding of the AGMs through VC/ OAVM facility and dispensed physical presence of the members at the meeting. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Circulars, the 28<sup>th</sup> AGM of the Company will be held through VC/OAVM.

As per aforesaid circulars, the Notice of AGM along with the Annual Report for the F.Y. 2022-23 will be sent to all the Shareholders whose e-mail ids are already registered with the Company/ Depository Participants. Shareholders may note that the Notice of AGM and Annual Report for the F.Y. 2022-23 will also be available on the Company's website i.e. [www.uttamsugar.in](http://www.uttamsugar.in) and on the website of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) & National Stock Exchange of India Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). Shareholders can attend and participate in the AGM through VC/OAVM facility only. The instructions for joining the AGM are provided in the Notice of the AGM. Shareholders attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum as per section 103 of the Companies Act, 2013.

**Manner of voting**

The Company is providing remote e-voting facility to all its Shareholders to cast their votes on all resolutions as set out in the Notice of AGM. Additionally, the Company is also providing the facility of voting through e-voting system during the AGM ("e-voting"). Detailed procedure for remote e-voting/ voting through e-voting system during the AGM is being provided in the Notice of the AGM.

**Manner of registering/updating e-mail address**

In case Members holding shares in Physical Mode and who have not registered/updated their email addresses with the Company/ Depository are requested to register/update their email addresses by writing to [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in) or to the company at [investorrelation@uttamsugar.in](mailto:investorrelation@uttamsugar.in) along with copy of signed request letter mentioning the name, folio no, address of the member, Form - ISR 1, self attested copy of PAN Card and Self attested copy of Aadhar Card/Driving License/Voter ID/Passport etc.

Member holding shares in Demat Mode are requested to register/update their email addresses with their respective Depository Participants.

**Dividend**

The Members may please note that Board of Directors have recommended a Final Dividend at the rate of 25% (i.e., @ Rs.2.50 per Equity Share) of Face Value of Rs.10/- (Rupees Ten Only) for the Financial Year ended March 31,2023, subject to the approval of the Shareholders at the 28<sup>th</sup> AGM. The Dividend, if declared, will be paid through Reserve Bank approved electronic mode to those Shareholders who have updated their bank account details with the Company's Registrar and Share Transfer Agent/ Depository Participants.

In case members have not registered/updated their bank account details, please register/update the details in your demat account, as per the process advised by your respective DP.

For Further information/clarification on the above matter, Members can write to the Company/RTA of the Company at their respective address e-mail.

By Order of the Board of Directors of the Company  
 For Uttam Sugar Mills Limited Sd/-  
 (RAJESH GARG)  
 Company Secretary & Compliance Officer  
 (Membership No. FCS-5841)

Date : 22<sup>nd</sup> August, 2023  
 Place : Noida

**SAGAR CEMENTS LIMITED**  
 CIN: L26942TG1981PLC002887  
 Regd. Office: Plot No.111, Road No.10, Jubilee Hills, Hyderabad-500 033  
 Tel.No. : +91-40-23351571 Fax No. : +91-40-23356573  
 e-mail: [info@sagarceiments.in](mailto:info@sagarceiments.in) Website: [www.sagarceiments.in](http://www.sagarceiments.in)

**NOTICE**

Notice is hereby given that in accordance with Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Management and Administration) Rules, 2014 read with General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "the MCA Circulars"), the Company has sent a Postal Ballot Notice on August 21, 2023 through electronic mode to all those Members whose names appear in the Register of Members / List of Beneficial Owners as on Friday, August 18, 2023 ("Cut-Off Date") received from the Depositories and whose email addresses were registered and available with the Company or Registrar & Transfer Agent, M/s. KFin Technologies Limited or Depositories, seeking approval of the Members for passing of the resolutions through Postal Ballot as set out in the Postal Ballot Notice dated August 8, 2023 by way of remote e-voting only.

The Postal Ballot Notice is available for download from the website of the Company at <https://sagarceiments.in/wp-content/uploads/2020/09/ScI-Postal-Ballot-Notice-Final.pdf> and on the websites of the stock exchanges NSE and BSE at <https://www.nseindia.com> and <http://www.bseindia.com> respectively. A copy of the said notice is also available on the website of M/s. KFin Technologies Limited at <https://evoting.kfintech.com>, the Registrar and Transfer Agent of the Company.

All documents referred to in the Postal Ballot Notice shall be open for inspection during normal business hours (9.00 a.m. to 5.30 p.m.) on all working days until the last date specified for casting votes through remote e-voting.

**Remote e-Voting:**

In terms of MCA Circulars read with the applicable provisions under the Act and rules made thereunder, Members can cast their votes through remote e-voting only. The Company has availed electronic voting platform of M/s. KFin Technologies Limited, Company's Registrar and Share Transfer Agent (RTA) for facilitating e-voting for this Postal Ballot. The Members whose names appear in the Register of Members/list of beneficial owners as on the Cut-Off date only would be considered for the purpose of e-voting. Members who acquire shares and become shareholders after the Cut-Off date, should treat this Postal Ballot Notice for information purposes only.

Voting rights of a Member / beneficiary owners shall be reckoned in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. Members may cast their votes during the period mentioned herein below:

Commencement of e-voting	Wednesday, the 23 <sup>rd</sup> August, 2023 (9.00 a.m. IST)
Conclusion of e-voting	Thursday, the 21 <sup>st</sup> September, 2023 (5.00 p.m. IST)

e-voting shall be disabled and shall not be allowed beyond 5.00 p.m. (IST) on Thursday, the 21<sup>st</sup> September, 2023. The results of the e-voting shall be made available not later than two working days of conclusion of the e-voting of the Postal Ballot. The resolutions as stated in the Postal Ballot Notice, if approved by the Members with requisite majority shall be deemed to have been passed on Thursday, the 21<sup>st</sup> September, 2023. The e-voting results declared along with the Scrutinizer's Report shall be hosted on the website of the Company i.e. <https://sagarceiments.in> and on the website of KFin Technologies Limited i.e. <https://evoting.kfintech.com>. The results shall simultaneously be communicated to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

Detailed instructions and notes pertaining to process and manner of e-voting for the Members of the Company are provided in the Postal Ballot Notice.

**Registration of e-mail addresses:**

Members who have not yet registered their e-mail addresses are requested to follow the process mentioned below for registering their e-mail addresses to receive the Postal Ballot Notice electronically and to receive login-id and password for remote e-voting:

Members who hold shares in dematerialized mode	Members who hold shares in physical mode
a) Visit the link <a href="https://ris.kfintech.com/clientservices/mobile/reg/mobilemailreg.aspx">https://ris.kfintech.com/clientservices/mobile/reg/mobilemailreg.aspx</a>	a) Visit the link <a href="https://ris.kfintech.com/clientservices/mobile/reg/mobilemailreg.aspx">https://ris.kfintech.com/clientservices/mobile/reg/mobilemailreg.aspx</a>
b) Select the company name.	b) Select the company name.
c) Shareholder to enter DP ID-CLIENT ID and PAN c)	c) Shareholder to enter physical Folio No. and PAN. If PAN is not available in the records, shareholder to enter one of the Share Certificate No.
d) Upload self attested copy of the PAN	d) If PAN is not available in the records, shareholder to enter one of the Share Certificate No.
e) Shareholder to enter the email id and mobile no.	e) Shareholder to enter the email id and mobile no.
f) System checks the authenticity of the client ID and PAN and sends the different OTPs to mobile and email to validate.	f) System checks the authenticity of the Folio No. and PAN Certificate No. and sends the different OTPs to mobile and email to validate.
g) Shareholder to enter the OTPs received through SMS and email to complete the validation process (OTPs will be valid for 5 minutes only)	g) Shareholder to enter the OTPs received through SMS and email to complete the validation process (OTPs will be valid for 5 minutes only)
h) System confirms the email id for the limited purpose of serviced notice.	h) System will send the notice and procedure for e-voting to the email given by the shareholder.
i) System will send the notice and procedure for e-voting to the email given by the shareholder	

The detailed procedure for obtaining user ID and password is also provided in the Postal Ballot Notice which is available on the Company's website and also on the website of KFin Technologies Limited. However, if a person is already registered with KFin Technologies Limited for e-voting, then his/her existing user ID and password can be used for casting the vote.

In case of any queries or grievances pertaining to e-voting procedure, members may refer to the Frequently Asked Questions (FAQs) for members available at the downloads section of <https://evoting.kfintech.com> or may contact: Mr. K.Raj Kumar, Assistant Vice President, KFin Technologies Limited, Unit: Sagar Cements Limited, Selenium Building, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 033. Toll Free No.: 1800-3094-001.

For and on behalf of Sagar Cements Limited Sd/-  
 R.Soundararajan  
 Company Secretary  
 Membership No.F4182

Place: Hyderabad  
 Date : 21<sup>st</sup> August, 2023

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**SRI ADHIKARI BROTHERS TELEVISION NETWORK LIMITED**  
 CIN: L32200MH1994PLC083853  
 Regd. Off.: 6th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai 400 053 E-Mail: [sriadhikaribrothers@kanchansohba.com](mailto:sriadhikaribrothers@kanchansohba.com); Website: [www.adhikaribrothers.com](http://www.adhikaribrothers.com); Tel.: 022 - 4023 0000; Fax: 022 - 2639 5459

**NOTICE OF THE 28<sup>th</sup> ANNUAL GENERAL MEETING AND E-VOTING INFORMATION**

Notice is hereby given that the 28<sup>th</sup> (Twenty Eighth) Annual General Meeting ("AGM") of the members of Sri Adhikari Brothers Television Network Limited ("the Company") will be held on Thursday, 14<sup>th</sup> of September, 2023 at 11.00 a.m. (IST) through Video Conferencing ("VC")/Other Audio -Visual Means ("OAVM"), in compliance with all the applicable provisions of the Companies Act, 2013 ("Act") and rules framed thereunder read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") read together with relevant circulars issued by the Securities and Exchange Board of India ("SEBI") (collectively referred to as "SEBI Circulars").

In compliance with the said Circulars, electronic copies of Notice and the Annual Report for the financial year 2022-23 have been sent to all the members whose e-mail IDs are registered as on Friday, August 11, 2023, with the Company / Registrar and Transfer Agents ("RTA") and with the Depository Participant(s). The copy of the same is also available on the website of the Company viz. [www.adhikaribrothers.com](http://www.adhikaribrothers.com) and on website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The dispatch of Notice of the AGM through emails has been completed on Tuesday, August 22, 2023.

Pursuant to the provisions of Section 91 of the Companies Act, 2013, the register of members and share transfer books of the Company will remain closed from Saturday, September 09, 2023 to Wednesday, September 13, 2023 (both days inclusive) for the purpose of 28th AGM.

**Remote e-voting and e-voting during AGM:**

The members holding share either in physical form or in dematerialized form as on Thursday, September 07, 2023 i.e. the cut-off date, may cast their vote electronically on the business as set forth in the Notice of the AGM through the electronic voting system of NSDL (remote e-voting). Any person, who is a Member of the Company as on the cut-off date only, is eligible to cast his / her vote on all the resolutions set forth in the Notice of AGM.

All the members are hereby informed that:-

- The business as set forth in the Notice of AGM may be transacted through remote e-voting or e-voting system at the AGM;
- The cut-off date for determining the eligibility

**IndoStar Capital Finance Limited**  
 Registered Office - Unit No. 505/5, Floor, Wing 2E,  
 Corporate Avenue Andheri - Chhatrapati Shivaji Maharaj Link Road, Chakola NA, Mumbai-400099, Maharashtra  
 Website: <https://www.indostarcapital.com/>

**INVITATION FOR COUNTER BIDS FOR SALE OF STRESSED ASSETS OF INDOSTAR CAPITAL FINANCE LIMITED**

IndoStar Capital Finance Limited (ICFL), intends to sell certain stressed assets, the details of which are more particularly set out below and the Public Notice referred to below (Proposed Sale). ICFL now invites counter bids (Counter Bids) from ARCs for the sale of certain stressed assets on its books, as per the extant RBI guidelines (Interested Parties). Eligible Interested Parties may download the detailed public notice document dated 22<sup>nd</sup> August, 2023 from the website of ICFL <https://www.indostarcapital.com/> (Public Notice).

The Proposed Sale shall be on an 'as is where is, as is what is, whatever there is and without recourse basis' and is being conducted under the Swiss Challenge Method, based on an existing offer received by ICFL (Primary Offer) at the price set out below (Reserve Price Base Bid). Please note that the Proposed Sale will be subject to the outcome of the Counter Bid process and final approval by the competent authority of ICFL.

Total outstanding as on 30 <sup>th</sup> June, 2023	Reserve Price/ Base Bid (₹ In Cr.)	Terms of Proposed Sale
₹ 915,30,00,844/- (Rupees Nine Hundred and Fifteen Crores Thirty Lakhs Eight Hundred and Forty Four Only)	₹ 790,00,00,000/- (Rupees Seven Hundred and Ninety Crores Only)	As per the terms and conditions set out under the Public Notice.

**MAX HEIGHTS INFRASTRUCTURE LIMITED**  
 Regd. Off: SD-65, Pitampura, New Delhi-110034  
 CIN: L27120DL1981PLC179487, Tel: 011-27314546  
 E-mail: [cs@maxheights.com](mailto:cs@maxheights.com), Website: [www.maxheights.com](http://www.maxheights.com)

Information Regarding 42<sup>nd</sup> Annual General Meeting to be held through Video Conferencing/Other Audio-Visual Means

Notice is hereby given that the 42<sup>nd</sup> Annual General Meeting (AGM) of the Members of the Maxheights Infrastructure Limited will be convened on Friday, the 15<sup>th</sup> day of September, 2023 at 12:00 Noon through Video Conferencing (VC) Other Audio Visual Means (OAVM) facility to transact the Ordinary and Special Business, as set out in the Notice of the 42<sup>nd</sup> AGM, in compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 and Rules framed thereunder read with General Circular 10/2022 issued by the Ministry of Corporate Affairs (MCA) dated December 28, 2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/CIR/2023/4 dated January 05, 2023, for conducting AGM without the physical presence of Members at a common venue.

The Notice of AGM along with the Annual Report will be sent in due course through electronic mode only to the members of the Company whose mail id registered with the Depository Participant Registrar & Transfer Agent (RTA). For Members who have not registered their email addresses, we urge them to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants, and Members holding shares in physical mode are requested to update their email addresses with the Company's RTA, Skyline Financial Services Private Limited at [admin.skylinert.com](mailto:admin.skylinert.com) to receive copies of Notice of the AGM along with the Annual Report 2022-23 in electronic mode.

Members may note that the Notice of the AGM and the Annual Report 2022-2023 will also be made available on the Company's website at [www.maxheights.com](http://www.maxheights.com), websites of the Stock Exchanges i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and of the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).

The Company is providing e-Voting Facility ("remote e-Voting") to all its members to cast their votes on all resolutions set out in the Notice of AGM. Additionally, Company is also providing the facility of e-Voting during the AGM. Detailed procedure for joining the AGM and remote e-Voting is provided in the Notice of AGM. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.

For MAXHEIGHTS INFRASTRUCTURE LIMITED  
 Place: New Delhi Sd/-  
 Date: August 21, 2023 Kajal Goel  
 Company Secretary & Compliance Officer

**INDIA RADIATORS LIMITED**  
 CIN: L27297TN1949PLC000963  
 Regd. Off: 88, Mount Road, Guindy, Chennai 600 032. Tel: 044-04432210  
 Email: [cs@indiaradiators.com](mailto:cs@indiaradiators.com) Website: [www.indiaradiators.com](http://www.indiaradiators.com)

**NOTICE OF SHARE HOLDERS REQUEST THEIR E-MAIL IDS TO RECEIVE THE ANNUAL REPORT AND AGM NOTICE**

The Company hereby states that the 73<sup>rd</sup> Annual General Meeting (73<sup>rd</sup> AGM) will be held on **Friday, 22<sup>nd</sup> September 2023 at 02.30 PM (IST)** through video conferencing ("VC") or other audio visual means ("OAVM") in accordance with applicable provisions of Companies Act, 2013 read with General Circular No.10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 read with the Circulars issued by the SEBI vide SEBI/HO/CFD/POD-2/P/CIR/2023.

As mandated in the aforesaid Circulars, the Annual Report for the year 2022-23 together with the Notice of the AGM will be sent only by electronic means to the shareholders who have registered their e-mail ids with the Registrar and Transfer Agent (RTA) or the Depository Participants as the case may be, unless a specific request has been made in writing for receiving the Physical copy. These will also be made available in the Website of the Company and the Stock Exchange viz., <https://www.indiaradiators.com/> and [www.bseindia.com](http://www.bseindia.com).

Please note that Members who do not register their email addresses shall not be able to receive the Annual Report and the Notice of 73<sup>rd</sup> AGM and the login details to participate in the meetings or vote through electronic means. Hence, the company requests all the members, who have not yet registered or updated their email addresses, to register the same by following the instructions given below:

**Members holding shares in physical form** are requested to register/update their email addresses by submitting Form ISR-1 (available in Company's Website <https://www.indiaradiators.com/update-of-pan-kyc-details/>) to the RTA by sending an e-mail with the scanned copy of the form and other required documents to [kyc@cameoindia.com](mailto:kyc@cameoindia.com). RTA has already sent necessary communications to the shareholders holding shares in physical form regarding the update of KYC. In case of any queries as regards to the registration process of email address, the Members may send a mail to [investor@cameoindia.com](mailto:investor@cameoindia.com) / [cs@indiaradiators.com](mailto:cs@indiaradiators.com).

Alternatively, the aforesaid information may be sent by post or courier to the RTA viz., Cameo Corporate Services Limited, Unit : India Radiators Limited, Subramanian Building, 1, Club House Road, Chennai-600 002, Ph: 044-2846 0390 / 4002 0700.

**Members holding shares in dematerialized form** are requested to approach their Depository participants as per the process advised by them. Also it may be ensured that the option to receive the Annual Reports and other communications by e-mail has been duly exercised in respect of such holdings.

Detailed instructions for casting of votes through remote e-voting prior to the meeting and also for participating/ speaking/ voting at the meeting will be made available in the Notice of the AGM.

This public notice is being published well in advance to facilitate the Members to register or change their contact details and other particulars. Members may kindly avail the opportunity and provide the information at the earliest so that the Company is able to send the notices and other information promptly.

For India Radiators Limited  
 E N Rangaswami  
 DIN: 06463753  
 Whole-Time Director

Place: Chennai  
 Date: 21 August, 2023

**NIYOGIN FINTECH LIMITED**  
 CIN: L65910TN1988PLC131102  
 Registered Office: MIG 944, Ground Floor, TNHB Colony, 1st Main Road, Velachery, Chennai, Tamil Nadu- 600042  
 Corporate Office: Neelkanti Corporate IT Park, 311/312, Kirol Road, Vidyavihar (West), Mumbai - 400086. Tel No: +91 22 62514646  
 Email ID: [niyogin.compliance@niyogin.in](mailto:niyogin.compliance@niyogin.in) Website: [www.niyogin.com](http://www.niyogin.com)

**NOTICE OF 35<sup>th</sup> ANNUAL GENERAL MEETING, BOOK CLOSURE AND E-VOTING**

NOTICE is hereby given that the 35<sup>th</sup> Annual General Meeting ("AGM") of the members of Niyogin Fintech Limited (the "Company") will be held on Thursday, September 14, 2023 at 4:00 p.m. (IST) through Video Conferencing ("VC") Other Audio Visual Means ("OAVM") to transact the businesses as set out in the Notice of AGM.

The Company has sent the Notice of the AGM along with the Integrated Annual Report for the financial year 2022-23 on Monday, August 21, 2023 through electronic mode to those members who have registered their email addresses with the Company/ Registrar and Share Transfer Agent i.e. Link Intime India Pvt. Ltd./ Depository Participants, in compliance with the applicable provisions of the Companies Act, 2013 ("Act") read with Circular No. 14/2020 dated 08 April, 2020, Circular No. 17/2020 dated 13 April, 2020 issued by the Ministry of Corporate Affairs followed by General Circular No. 20/2020 dated 05 May, 2020 and subsequent circulars issued in this regard, the latest being Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD/1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD/2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD/2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/POD-2/P/CIR/2023/4 dated January 05, 2023 issued by Securities and Exchange Board of India ("SEBI") (collectively referred to as "SEBI Circulars") and all other relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI from time to time (collectively referred to as "relevant circulars").

The deemed venue for the AGM shall be the Registered Office of the Company situated at MIG 944, Ground Floor, TNHB Colony, 1st Main Road, Velachery, Chennai, Tamil Nadu - 600 042. Members participating the AGM through VC/ OAVM shall be reckoned for the purpose of quorum as per Section 103 of the Companies Act, 2013 ("Act"). A member can request for a physical copy of the Annual Report by sending an email to the Company at [niyogin.compliance@niyogin.in](mailto:niyogin.compliance@niyogin.in).

The Notice of AGM and the Integrated Annual Report for the financial year 2022-23 is also available on the website of the Company at [www.niyogin.com](http://www.niyogin.com), National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and BSE Limited at [www.bseindia.com](http://www.bseindia.com) in compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (ICSI), members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system (remote e-voting), facilitated by NSDL. Detailed procedure for remote e-voting before the AGM/ e-voting during the AGM is provided in Note No. 23 of the Notice of AGM.

Members holding shares either in physical form or dematerialized form as on the cut-off date of i.e. September 07, 2023 shall be entitled to cast their vote electronically through remote e-voting or voting at the AGM in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the cut-off date. Members who have cast their vote through remote e-voting prior to the AGM can attend the AGM but shall not be entitled to cast their vote again. However, electronic voting shall be made available during the AGM for members who have not cast their vote through remote e-voting. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.

The details of remote e-voting are as under:

a. E-Voting Event Number (EVEN)	125323
b. Date of completion of dispatch of AGM Notice	Monday, August 21, 2023
c. Cut-off date for determining the shareholders who shall receive the Annual Report	Friday, August 18, 2023
d. Cut-off date for determining the eligibility of Members for voting through remote e-voting and voting at the AGM	Thursday, September 07, 2023
e. Date and time of commencement of voting through electronic means	Monday, September 11, 2023 at 9:00 a.m. IST
f. Date and time of end of voting through electronic means	Wednesday, September 13, 2023 at 5:00 p.m. IST

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by NSDL upon expiry of the aforesaid period.

Members holding shares in physical form or who have not registered their email address and any shareholders, who acquires shares of the Company and becomes member of the Company after the dispatch of the notice and is holding shares as on the Cut-off date i.e. September 07, 2023, are requested to refer to the Notice of the AGM for the process/procedure to be followed for obtaining their User ID and password for attending the AGM and casting their votes through remote e-voting. In case of any queries relating to voting by electronic means please refer to the Frequently Asked Questions (FAQs) and e-voting user manual for the Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 48867000 and 022 - 24997000 or send a request to Mr. Sagar S. Gudhate at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Helpline 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.com">evoting@nsdl.com</a> or call at 022 - 48867000 and 022 - 24997000
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@cdsindia.com">helpdesk.evoting@cdsindia.com</a> or contact at toll free no. 1800 22 55 33

The Board of Directors have appointed Mr. Mitesh J. Shah (FCS 10070) of M/s Mitesh J. Shah & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process and voting at AGM in a fair and transparent manner. Further, Notice is hereby given pursuant to Section 91 of the Act read with Rule 10 (1) of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the **Register of Members and the Share Transfer Books of the Company will remain closed from Friday, September 08, 2023 to Thursday, September 14, 2023 (both days inclusive) for the purpose of the 35<sup>th</sup> AGM.**

For Niyogin Fintech Limited  
 Sd/-  
 Place: Mumbai  
 Date: August 21, 2023  
 Neha Agarwal  
 Company Secretary & Compliance Officer

**CAPITAL INDIA**  
 Rediscover Business

**CAPITAL INDIA FINANCE LIMITED**  
 Corporate Identity Number (CIN): L74899DL1994PLC128577  
 Regd. Office: 2<sup>nd</sup> Floor, DLF Centre, Sansad Marg, New Delhi - 110001, Ph. No.: 011-49546000  
 Corporate Office: Level - 20, Birla Aurora, Dr. Annie Besant Road, Worli, Mumbai - 400030 (MH), Ph. No.: 022-45036000  
 Website: [www.capitalindia.com](http://www.capitalindia.com), Email: [secretarial@capitalindia.com](mailto:secretarial@capitalindia.com)

**INFORMATION REGARDING THE 29<sup>th</sup> ANNUAL GENERAL MEETING TO BE HELD THROUGH VIDEO CONFERRING / OTHER AUDIO-VISUAL MEANS**

Dear Members,

1. Notice is hereby given that the 29<sup>th</sup> Annual General Meeting ("AGM") of the Members of Capital India Finance Limited ("Company") will be held through Video Conferencing/Other Audio Visual Means ("VC/OAVM") on Thursday, September 21, 2023 at 09.30 A.M. (IST), to transact the businesses as set out in the Notice of AGM, in compliance with the applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with all the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") for convening general meetings through VC/OAVM and to transact the businesses as set out in the Notice of 29<sup>th</sup> AGM. The members can attend and participate in the AGM through VC/OAVM, without their physical presence at a common venue. The members joining the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

2. In compliance with the Circulars, electronic copies of the Notice convening the AGM along with explanatory statement pursuant to Section 102 of the Act and Annual Report for the financial year 2022-23, shall be sent within the prescribed timelines by e-mail to all those members whose email IDs are registered with the Company/Depository Participant(s). The Notice of the AGM along with Annual Report shall also be available on the website of the Company at [www.capitalindia.com](http://www.capitalindia.com), the website of the stock exchange where the equity shares of the Company are listed, i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and website of KFin Technologies Limited, Registrar and Share Transfer Agent of the Company ("RTA"/"KFinTech") at <https://evoting.kfintech.com/>.

3. In terms of applicable regulatory provisions, the Company will be providing Members, the facility to cast their votes using an electronic voting system from a place other than the venue of AGM ("remote e-voting"), to participate in the AGM through VC/OAVM and to electronically cast their votes during the AGM ("e-voting") and for the same, the Company has engaged the services of KFinTech. The facility for e-voting will be made available at the AGM to the Members who have not cast their vote(s) by remote e-voting.

The detailed procedure for casting the votes through remote e-voting/e-voting and manner for attending the AGM through VC/OAVM shall be provided in the Notice of the AGM. The details shall also be made available on the website of the Company.

4. Members holding shares in physical mode are hereby notified that pursuant to General Circular No. SEBI/HO/MIRSD/MIRSD-POD-1/P/CIR/2023/37, dated March 16, 2023, all the holders of physical shares can update their Bank Account details and register their contact details including the details of e-mail IDs by submitting the requisite form ISR-1 along with the supporting documents with KFinTech. Form ISR-1 can be downloaded from the following link: [https://ris.kfintech.com/clientservices/isc/#isc\\_download\\_hrd](https://ris.kfintech.com/clientservices/isc/#isc_download_hrd). Members holding shares in dematerialized form are requested to register/update their Bank account details and Contact details including e-mail IDs with their relevant Depository Participant(s).

5. Members, to receive the dividend directly into their bank account through Electronic Clearing Service (ECS) or any other means, are requested to register/update their complete bank details in the manner stated above.

In the event the Company is unable to pay the dividend to any Member by electronic mode, due to non-availability of the details of the bank account, the Company shall dispatch the dividend warrant/ other payment instrument to such shareholder in permissible mode.

6. This Notice is being issued for the information and benefit of all the Members of the Company in compliance with applicable circulars of MCA and SEBI.

For Capital India Finance Limited  
 Sd/-  
 Rachit Malhotra  
 Chief Compliance Officer & Company Secretary

Place: New Delhi  
 Date: August 21, 2023

**Indian Bank**  
 Digital Banking Division, Head Office, Chennai

Indian Bank, a leading Public Sector Bank has floated RFP for supplying, printing, personalization and dispatch of 1.5 crore env chip cum magstripe rupee, visa & master card interface contactless debit card (nrcr) in GeM portal.

Interested parties may refer Bank's Website: <https://www.indianbank.in/tenders> for details.

For MAXHEIGHTS INFRASTRUCTURE LIMITED  
 Place: New Delhi Sd/-  
 Date: August 21, 2023 Kajal Goel  
 Company Secretary & Compliance Officer

**SAGAR CEMENTS LIMITED**  
 CIN: L26942TG1981PLC002887  
 Regd. Office: Plot No.111, Road No.10, Jubilee Hills, Hyderabad-500 033  
 Tel.No. : +91-40-23351571 Fax No. : +91-40-23356573  
 e-mail: [info@sagarcements.in](mailto:info@sagarcements.in) Website: [www.sagarcements.in](http://www.sagarcements.in)

**NOTICE**

Notice is hereby given that in accordance with Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Management and Administration) Rules, 2014 read with General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "the MCA Circulars"), the Company has sent a Postal Ballot Notice on August 21, 2023 through electronic mode to all those Members whose names appear in the Register of Members / List of Beneficial Owners as on Friday, August 18, 2023 ("Cut-Off Date") received from the Depositories and whose email addresses were registered and available with the Company or Registrar & Transfer Agent, M/s. KFin Technologies Limited or Depositories, seeking approval of the Members for passing of the resolutions through Postal Ballot as set out in the Postal Ballot Notice dated August 8, 2023 by way of remote e-voting only.

The Postal Ballot Notice is available for download from the website of the Company at <https://sagarcements.in/wp-content/uploads/2020/09/ScI-Postal-Ballot-Notice-Final.pdf> and on the websites of the stock exchanges NSE and BSE at <https://www.nseindia.com> and <https://www.bseindia.com> respectively. A copy of the said notice is also available on the website of M/s. KFin Technologies Limited at <https://evoting.kfintech.com>, the Registrar and Transfer Agent of the Company.

All documents referred to in the Postal Ballot Notice shall be open for inspection during normal business hours (9.00 a.m. to 5.30 p.m.) on all working days until the last date specified for casting votes through remote e-voting.

**Remote e-Voting:**  
 In terms of MCA Circulars read with the applicable provisions under the Act and rules made thereunder, Members can cast their votes through remote e-voting only. The Company has availed electronic voting platform of M/s. KFin Technologies Limited, Company's Registrar and Share Transfer Agent (RTA) for facilitating e-voting for this Postal Ballot. The Members whose names appear in the Register of Members/list of beneficial owners as on the Cut-Off date only would be considered for the purpose of e-voting. Members who acquire shares and become shareholders after the Cut-Off date, should treat this Postal Ballot Notice for information purposes only.

Voting rights of a Member /beneficial owners shall be reckoned in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. Members may cast their votes during the period mentioned herein below:

Commencement of e-voting	Wednesday, the 23rd August, 2023 (9.00 a.m. IST)
Conclusion of e-voting	Thursday, the 21st September, 2023 (5.00 p.m. IST)

e-voting shall be disabled and shall not be allowed beyond 5.00 p.m. (IST) on Thursday, the 21st September, 2023. The results of the e-voting shall be made available not later than two working days of conclusion of the e-voting of the Postal Ballot. The resolutions as stated in the Postal Ballot Notice, if approved by the Members with requisite majority shall be deemed to have been passed on Thursday, the 21st September, 2023. The e-voting results declared along with the Scrutinizer's Report shall be hosted on the website of the Company i.e. <https://sagarcements.in> and on the website of KFin Technologies Limited i.e. <https://evoting.kfintech.com>. The results shall simultaneously be communicated to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

Detailed instructions and notes pertaining to process and manner of e-voting for the Members of the Company are provided in the Postal Ballot Notice.

**Registration of e-mail addresses:**  
 Members who have not yet registered their e-mail addresses are requested to follow the process mentioned below for registering their e-mail addresses to receive the Postal Ballot Notice electronically and to receive login-id and password for remote e-voting:

Members who hold shares in dematerialised mode	Members who hold shares in physical mode
a) Visit the link <a href="https://ris.kfintech.com/clientservices/mobiling/mobilemailreg.aspx">https://ris.kfintech.com/clientservices/mobiling/mobilemailreg.aspx</a>	a) Visit the link <a href="https://ris.kfintech.com/clientservices/mobiling/mobilemailreg.aspx">https://ris.kfintech.com/clientservices/mobiling/mobilemailreg.aspx</a>
b) Select the company name.	b) Select the company name.
c) Shareholder to enter DP ID-CLIENT ID and PAN	c) Shareholder to enter physical Folio No. and PAN
d) Upload self attested copy of the PAN	d) If PAN is not available in the records, shareholder to enter one of the Share Certificate No.
e) Shareholder to enter the email id and mobile no.	e) Shareholder to enter the email id and mobile no.
f) System checks the authenticity of the client id and PAN and sends the different OTPs to mobile and email to validate.	f) System checks the authenticity of the Folio No. and PAN Certificate No. and sends the different OTPs to mobile and email to validate.
g) Shareholder to enter the OTPs received through SMS and email to complete the validation process (OTPs will be valid for 5 minutes only)	g) Shareholder to enter the OTPs received through SMS and email to complete the validation process (OTPs will be valid for 5 minutes only)
h) System confirms the email id for the limited purpose of serviced notice	h) System will send the notice and procedure for e-voting to the email given by the shareholder.
i) System will send the notice and procedure for e-voting to the email given by the shareholder	

The detailed procedure for obtaining user ID and password is also provided in the Postal Ballot Notice which is available on the Company's website and also on the website of KFin Technologies Limited. However, if a person is already registered with KFin Technologies Limited for e-voting, then his/her existing user ID and password can be used for casting the vote.

In case of any queries or grievances pertaining to e-voting procedure, members may refer to the Frequently Asked Questions (FAQs) for members available at the download section of <https://evoting.kfintech.com> or may contact Mr. K. Raj Kumar, Assistant Vice President, KFin Technologies Limited, Unit: Sagar Cements Limited, Senanikam Building, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramuguda, Serilingampally Mandal, Hyderabad - 500 032. Toll Free No.: 1800-3094-001.

For and on behalf of Sagar Cements Limited  
 Sd/-  
 R.Soundararajan  
 Company Secretary  
 Membership No. FCS-164182

Place: Hyderabad  
 Date: 21<sup>st</sup> August, 2023

**SRI ADHIKARI BROTHERS TELEVISION NETWORK LIMITED**  
 CIN: L32200MH1994PLC083853  
 Regd. Off.: 6th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai 400 053 E-mail: [sriadhikaribrothers@kanchansobha.com](mailto:sriadhikaribrothers@kanchansobha.com);  
 Website: [www.adhikaribrothers.com](http://www.adhikaribrothers.com); Tel.: 022 - 4023 0000; Fax: 022 - 2639 5459

**NOTICE OF THE 28<sup>th</sup> ANNUAL GENERAL MEETING AND E-VOTING INFORMATION**

Notice is hereby given that the 28<sup>th</sup> (Twenty Eighth) Annual General Meeting ("AGM") of the members of Sri Adhikari Brothers Television Network Limited ("the Company") will be held on **Thursday, 14<sup>th</sup> of September, 2023 at 11.00 a.m. (IST)** through Video Conferencing ("VC")/Other Audio -Visual Means ("OAVM"), in compliance with all the applicable provisions of the Companies Act, 2013 ("Act") and rules framed thereunder read with General Circular No. 20/2020 dated May 5, 2020, General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") read together with relevant circulars issued by the Securities and Exchange Board of India ("SEBI") (collectively referred to as "SEBI Circulars").

In compliance with the said Circulars, electronic copies of Notice and the Annual Report for the financial year 2022-23 have been sent to all the members whose e-mail IDs are registered as on Friday, August 11, 2023, with the Company / Registrar and Transfer Agents ("RTA") or with the Depository Participant(s). The copy of the same is also available on the website of the Company viz. [www.adhikaribrothers.com](http://www.adhikaribrothers.com) and on website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The dispatch of Notice of the AGM through emails has been completed on **Tuesday, August 22, 2023**.

Pursuant to the provisions of Section 91 of the Companies Act, 2013, the register of members and share transfer books of the Company will remain closed from Saturday, September 09, 2023 to Wednesday, September 13, 2023 (both days inclusive) for the purpose of 28th AGM.

**Remote e-voting and e-voting during AGM:**  
 The members holding share either in physical form or in dematerialized form as on **Thursday, September 07, 2023** i.e. the cut-off date, may cast their vote electronically on the business as set forth in the Notice of the AGM through the electronic voting system of NSDL ("remote e-voting"). Any person, who is a Member of the Company as on the cut-off date only, is eligible to cast his / her vote on all the resolutions set forth in the Notice of AGM.

All the members are hereby informed that:-

- The business as set forth in the Notice of AGM may be transacted through remote e-voting or e-voting system at the AGM;
- The cut-off date for determining the eligibility to vote through remote e-voting or e-voting system at the AGM shall be **Thursday, September 07, 2023**;
- Persons, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained as on cut-off date, only shall be entitled to avail the facility of E-voting as well as e-voting system at the AGM;
- The remote e-voting shall commence from **Sunday, September 10, 2023 (9:00 am IST) and ends on Wednesday, September 13, 2023 (5:00 pm IST)**;
- The remote e-voting module shall be disabled by NSDL (5:00 pm IST) on **Wednesday, September 13, 2023**;
- Any person, who acquires shares and becomes a member of the Company after the dispatch of the notice and hold shares as on cut-off date i.e. Thursday, September 07, 2023, may obtain login ID and password by sending a request on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in), to cast their vote electronically. However, if a person is already registered with NSDL for e-voting then the existing User ID and password can be used for casting their vote;
- The members who have cast their vote by e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

Mr. Prakash Shenoy, Company Secretary (Membership No. FCS 12625), Partner at SAP Corporate Consultants LLP, have been appointed as the Scrutinizer for scrutinizing the remote e-voting process and e-voting facility at the AGM in a fair and transparent manner. The results declared along with the Scrutinizer's Report within the prescribed period shall be displayed on the Company's website and also communicated to the Stock Exchanges.

For detailed instructions of remote e-voting and e-voting facility at AGM. Members may refer to the Section 'E-voting Process' in the Notice of 28th AGM. In case of queries or grievances pertaining to e-voting procedure, Members may refer the Frequently Asked Questions (FAQs) and e-voting manual available at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or write and email to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) / [amitv@nsdl.co.in](mailto:amitv@nsdl.co.in) or contact on 022-24994560 and toll free no.: 1800 1020 990 and 1800 224430. Members may also write to the Company Secretary & Compliance Officer of the Company at [investorservices@adhikaribrothers.com](mailto:investorservices@adhikaribrothers.com)

For Sri Adhikari Brothers Television Network Limited  
 (Company under Corporate Insolvency Resolution Process).  
 Sd/-  
 Vijendra Kumar Jain  
 Place : Mumbai Reg. No. IBBI/PA-001/PP-P00721/2017-2018/11253  
 Date : 22<sup>nd</sup> August, 2023 AFA valid up to 26/03/2024

**SBI STATE BANK OF INDIA**  
 LHO, KOTI, Hyderabad-500001. Ph: 040-23466317

**NOTICE INVITING APPLICATION FOR PRE-QUALIFICATION OF ARCHITECTURAL CONSULTANCY FIRM (ACF) (2nd CALL)**

State Bank of India invites applications for pre-qualification of Architectural Consultancy firm (ACF) for limited design competition for selection of Project Architect for the proposed Construction of Building of built-up area of 20,000 Sq. Ft. for Branch, RASMECC, RBO, RACC and LDM Office at Mahabubnagar. For details and to download application, please log on to [www.sbi.co.in](http://www.sbi.co.in) under "SBI in the News" in "Procurement News". Last date for submission is **14/09/2023 at 03:00 PM**. Corrigendum, if any, will be published only in Bank's website. Place: Hyderabad, Date: 22-08-2023 Assistant General Manager (P&E)

**Uttam Sugar Mills Limited**  
 Corporate Identity Number (CIN): L9999UR1993PLC032518  
 Regd. Office: Village Libberher, Tehsil Roorkee, District Haridwar, Uttarakhand - 247667  
 Tel.: 0120 - 4525000, Website: [www.uttamsugar.in](http://www.uttamsugar.in), e-mail id: [investorrelation@uttamsugar.in](mailto:investorrelation@uttamsugar.in)

**INFORMATION TO SHAREHOLDERS FOR 28<sup>th</sup> ANNUAL GENERAL MEETING**

**AGM to be held through VC/OAVM**  
 Notice is hereby given that the 28<sup>th</sup> Annual General Meeting ("AGM") of the Shareholders of the Company will be held on **Friday, 22<sup>nd</sup> September, 2023 at 12:00 noon through Video Conferencing / Other Audio Visual Means (VC/OAVM)** to transact the business(es) as set out in the Notice of AGM, which is being circulated for convening the AGM.

In view of the relaxation granted by the Ministry of Corporate Affairs ("MCA") vide its General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 ("MCA Circulars") and SEBI vide its circular No. SEBI/HO/CFD/CMD/1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD/2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD/2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/POD-2/P/CIR/2023/4 dated January 05, 2023 ("SEBI Circulars") (MCA Circulars and SEBI Circulars collectively referred as Circulars) has permitted the holding of the AGMs through VC/ OAVM facility and dispensed physical presence of the members at the meeting. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations,



## **SAGAR CEMENTS LIMITED**

CIN: L26942TG1981PLC002887

Registered Office: Plot No.111, Road No.10, Jubilee Hills, Hyderabad-500 033, Telangana

Tel: +91-40-23351571, 23356572 | Fax: +91-40-23356573

Website: [www.sagarcements.in](http://www.sagarcements.in) | e-mail: [info@sagarcements.in](mailto:info@sagarcements.in)

### **POSTAL BALLOT NOTICE**

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member,

Notice is hereby given pursuant to Sections 108 and 110 of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any statutory modification(s) or re-enactment(s) thereof for the time being in force. Ministry of Corporate Affairs (“MCA”) General Circulars No.14/2020, dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 3/2022 dated 5<sup>th</sup> May, 2022 and 11/2022, dated 28<sup>th</sup> December, 2022 (collectively referred to as “MCA Circulars”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and subject to other applicable laws and regulations that it is proposed to seek the approval of the members of the Company to the resolution appended below, proposed to be passed through Postal Ballot (“Postal Ballot”) by way of voting through electronic means (“remote e-voting”).

On account of COVID-19 pandemic crisis, MCA vide its aforesaid MCA Circulars, had advised the companies to take all decisions requiring members approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. Further, the Company will send Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e-voting system only.



The proposed resolution and the Explanatory Statement stating the facts as required in terms of Section 102 of the Act as appended hereto form part of this Postal Ballot Notice ("Notice").

In compliance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with MCA Circulars, the Company is offering the facility to its Members, to exercise their right to vote on the resolution appended to this Notice, by electronic means ('remote e-voting') only. For this purpose, the Company avails electronic voting platform of KFin Technologies Limited (KFIN), Registrar and Share Transfer Agent of the Company, for facilitating e-voting.

The Board of Directors of the Company has appointed Shri S.Srikanth, Practicing Company Secretary (M.No.22119) of M/s. B S S & Associates, Practicing Company Secretaries (Unique Code of Partnership Firm: P2012AP02600) to act as a Scrutinizer to conduct the Postal Ballot only through e-voting process in a fair and transparent manner.

The resolution, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. 21<sup>st</sup> September, 2023, in terms of the Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.

**1. To consider and approve Alteration in the Articles of Association of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) thereto or re-enactment thereof, for the time being in force), and any other law as may be applicable, consent of the members of the Company be and is hereby accorded for the insertion of the following para as part of Clause 97 in the Articles of Association of the Company:

"Further, if it is provided by any Trust Deed, securing or otherwise, in connection with any issue of debentures of the Company, the Board of Directors of the Company shall appoint the person nominated by the Debenture Trustee(s) in terms of Clause (e) of sub regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (as may be amended from time to time) as a Nominee Director of the Company at the earliest from the date of receipt of nomination from the Debenture Trustee and within the time period as specified under Securities and Exchange Board of India (Issue and Listing of



Non-Convertible Securities) Regulations, 2021 and other applicable provisions or regulations and modifications, including any amendments thereto.

A Nominee Director so appointed may be removed from office at any time by the person or persons in whom for the time being is vested the power under which he was appointed and another Director may be appointed in his place. The Nominee Director shall not be liable to retire by rotation nor required to hold any qualification shares.”

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.”

By Order of the Board of Directors  
For **Sagar Cements Limited**

**R.Soundararajan**  
**Company Secretary**  
Membership No.F8142

8<sup>th</sup> August, 2023  
Hyderabad

**Regd. Office:**

Plot No.111, Road No.10,  
Jubilee Hills, Hyderabad-500 033  
Telangana  
**CIN: L26942TG1981PLC002887**



**Notes:**

1. The Ministry of Corporate Affairs ('MCA') vide General Circular No. 11/2022 read with other circulars issued for this purpose from time to time ('MCA Circulars') has permitted the companies to transact items through postal ballot in accordance with the framework provided therein, in compliance with the applicable provisions of the Companies Act, 2013 ('Act') & the Rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The businesses mentioned in the Notice require the consent of the members of the Company through Postal Ballot by e-voting.
2. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 stating all material facts and the reasons for the proposals set out in the Resolution No.1 is annexed herewith.
3. On account of threat posed by COVID-19 Pandemic and in terms of the MCA Circulars, the Company will send Notice only by email to the members who have registered their email addresses with the Company or depository / depository participants and hard copy of Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members would take place through the e-voting system only. Therefore, those members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below in e-voting Instructions.
4. The notice is being sent to all the Members electronically i.e. by email only as per the MCA Circulars to those Members who have registered their email addresses with the Company/Depository(s) and whose name appear in the Register of Members/Record of Depositories as on 18<sup>th</sup> August, 2023 i.e. the cut-off date.
5. In the light of the MCA Circulars, shareholders who have not yet registered their email addresses and in consequence the e-voting notice could not be serviced, may temporarily get their email registered with the Company's Registrar and Share Transfer Agent, KFin Technologies Limited, by clicking the link: <https://ris.kfintech.com/clientservices/postalballot/registration.aspx>. Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, shareholder may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or contact Mr. K.Raj Kumar, Assistant Vice President, KFin Technologies Limited at 040-67162222 or at 1800-3094-001 (Toll Free).
6. It is clarified that for permanent registration of email address, the shareholders are requested to register their email addresses, in respect of their electronic holdings with the Depository through the Depository Participants concerned and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, KFin Technologies Limited, Selenium Building, Tower B, Plot No(s). 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500 032, by following due procedure.



7. The Company has also made arrangements to publish notice in newspapers namely, Financial Express and Andhra Prabha informing the shareholders the aforesaid procedure to register their email address with the Depository Participant(s)/ RTA/ the Company.
8. Those shareholders who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / the Company's Registrar and Share Transfer Agent, KFin Technologies Limited to enable servicing of notices / documents / Annual Reports electronically to their email addresses.
9. The Notice and Explanatory Statement with the requisite enclosures, has also been made available on the website of the Company <https://sagarcements.in> and on the website of e-voting agency i.e. <https://evoting.kfintech.com> and on the website of BSE Limited and National Stock Exchange of India Limited at <https://www.bseindia.com> and <https://www.nseindia.com> respectively, in the relevant sections. Relevant documents referred to in the notice, if any, will be available for inspection electronically until the last date for receipt of votes through e-voting process. Members seeking to inspect such documents can send an email to **info@sagarcements.in**.
10. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Regulation 44 of the Listing Regulations, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Secretarial Standard-2 issued by the Institute of Company Secretaries of India on General Meeting (SS-2), the Company is offering e-voting facility to enable the Members to cast their votes electronically and vote on the resolution through the e-voting facility provided by KFin Technologies Limited. The instructions for e-voting are provided as part of this Notice.
11. Postal Ballot (e-Voting) commences on Wednesday, the 23<sup>rd</sup> August, 2023 (9.00 a.m. IST) and ends on Thursday, the 21<sup>st</sup> September, 2023 (5.00 p.m. IST).
12. A member cannot exercise his / her vote through proxy on postal ballot. However, corporate and institutional members shall be entitled to vote through their authorized representatives. Corporate and institutional members are requested to provide a proof of authorization (board resolution/ authority letter/ power attorney, etc.) in favour of their authorised representatives to the Scrutinizer through e-mail to **cs@bssandassociates.com** with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). Alternatively, the aforesaid documents can directly be uploaded on the e-voting portal of KFin Technologies Limited, while casting the vote.
13. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., 21<sup>st</sup> September, 2023. The Resolution passed by the members through postal ballot shall be deemed to have been passed as if they are passed at a General Meeting of the Members.



14. 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 [info@sagarcements.in](mailto:info@sagarcements.in).

**General information and instructions relating to e-voting.**

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFIN, on the resolution set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

- iv. The remote e-Voting facility will be available during the following period:

Commencement of e-voting	23 <sup>rd</sup> August, 2023 (9.00 a.m. IST)
End of e-voting	21 <sup>st</sup> September, 2023 (5.00 p.m. IST)

- v. The voting rights of shareholders/ beneficiary owners shall be reckoned in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. The shareholders of the Company who are holding shares either in dematerialised or in physical form, as on the cut-off date, can cast their vote electronically. A person who is not a shareholder as on the cut-off date, should treat this Notice for information purposes only.
- vi. The voting rights for the shares of the Company are one vote per equity share, registered in the name of the member. The voting rights of the members shall be in proportion to the percentage of paid-up share capital of the Company held by them.
- vii. Any person holding shares in physical form as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, if he / she is already registered with KFIN for remote e-Voting then he / she can use his / her existing User ID and password for casting the vote.
- viii. In case of Individual Shareholders holding securities in demat mode as on the cut-off date may follow steps mentioned below under "Login method for remote e-Voting" (Step 1).



ix. In case of Individual Shareholders holding securities in physical mode and other than Individual Shareholders holding securities in physical mode / electronic mode as on the cut-off date may follow the steps mentioned below under “Login method for remote e-Voting” (Step 2).

x. The details of the process and manner for remote e-Voting are explained herein below:

Step1: Access to Depositories e-Voting system in case of individual Shareholders holding shares in demat mode.

Step2: Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders holding shares in physical/demat mode.

**Details on Step 1 are mentioned below:**

i) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. <b>Existing Internet-based Demat Account Statement(‘IDeAS’) facility registered Users:</b></p> <p>i. Visit the e-services of NSDL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer website or on a mobile.</p> <p>ii. On the e-services home page click on the ‘Beneficial Owner’ icon under ‘Login’ which is available under ‘IDeAS’ section. Thereafter enter the existing user ID and password.</p> <p>iii. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on ‘Access to e-voting’ under e-voting services, after which the e-voting page will be displayed.</p> <p>iv. Click on company name i.e. ‘Sagar Cements Limited’ or ESP i.e. KFintech.</p> <p>v. Members will be re-directed to KFintech’s website for casting their vote during the remote e-voting period.</p>



	<p><b>Those not registered under IDeAS:</b></p> <ol style="list-style-type: none"> <li>i. Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering</li> <li>ii. Select 'Register Online IDeAS for NSDL IDeAS Portal' or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>iii. Visit the e-voting website of NSDL <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.</li> <li>iv. Once the homepage of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder / Member' section. A new screen will open.</li> <li>v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.</li> <li>vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.</li> <li>vii. Click on Company name i.e. '<b>Sagar Cements Limited</b>' or KFintech after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.</li> </ol>
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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. <b>Existing user who have opted for Easi / Easiest</b> <ol style="list-style-type: none"> <li>I. Visit URL: <a href="https://web.cdslindia.com/myeasinew/home/login">https://web.cdslindia.com/myeasinew/home/login</a> Or URL: <a href="https://www.cdslindia.com">https://www.cdslindia.com</a></li> <li>II. Click on New System Myeasi</li> <li>III. Login with your registered user id and password.</li> <li>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</li> <li>V. Click on e-Voting service provider's name to cast your vote.</li> </ol> </li> </ol>



	<p><b>2. User not registered for Easi/Easiest</b></p> <ol style="list-style-type: none"> <li>I. Option to register is available at <a href="https://web.cdslindia.com/myeasinew/Registration/EasiRegistration">https://web.cdslindia.com/myeasinew/Registration/EasiRegistration</a></li> <li>II. Proceed with completing the required fields.</li> <li>III. Follow the steps given in point 1.</li> </ol> <p><b>3. Alternatively, by directly accessing the e-Voting website of CDSL</b></p> <ol style="list-style-type: none"> <li>I. Visit URL: <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a></li> <li>II. Provide your demat Account Number and PAN No.</li> <li>III. System will authenticate user by sending OTP on registered Mobile &amp; email as recorded in the demat Account.</li> </ol> <p>After successful authentication, user will be provided links for the respective ESP, i.e. KFIN Technologies Limited where the e-Voting is in progress.</p>
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Type of shareholders	Login Method
Individual Shareholders login through their demat accounts / Website of Depository Participant	<ol style="list-style-type: none"> <li>I. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility.</li> <li>II. Once logged-in, you will be able to see e-Voting option.</li> <li>III. 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.</li> <li>IV. Click on options available against company name or e-Voting service provider—<b>KFintech</b> and you will be redirected to e-Voting website of <b>KFintech</b> for casting your vote during the remote e-Voting period without any further authentication.</li> </ol>



**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Type of shareholders	Helpdesk details
Securities held with NSDL Securities held with CDSL	Please 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.: <b>18001020990</b> and <b>1800224430</b>  Please contact CDSL helpdesk by sending a request at helpdesk. <a href="mailto:evoting@cdslindia.com">evoting@cdslindia.com</a> or contact at <b>022-23058738</b> or <b>022-23058542-43</b>

**Details on Step 2 are mentioned below:**

- ii) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in physical/demat mode and shareholders holding securities in physical mode.
  - (A) Members whose email IDs are registered with the Company / Depository Participants (s), will receive an email from KFintech which will include details of e-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
    - i. Open your web browser during the remote e-voting period and navigate to <https://evoting.kfintech.com>.
    - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
    - iii. After entering these details appropriately, click on "LOGIN".
    - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and



answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the e-voting Event Number (EVEN 7500) of Sagar Cements Limited and click on "Submit".
- vii. If you are holding shares in Demat form and had logged onto <https://evoting.kfintech.com> and casted your vote earlier for any other Company, then your existing login id and password are to be used.
- viii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR / AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR / AGAINST" taken together shall not exceed your total shareholding as mentioned herein above.
- ix. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- x. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- xi. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- xii. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xiii. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote.
- xiv. During the voting period, Members can login any number of times till they have voted on the Resolution.



- xv. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., authorizing its representative to cast its vote through remote e-voting, together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID [cs@bssandassociates.com](mailto:cs@bssandassociates.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above mentioned documents should be in the naming format “Corporate Name Event No.”
- xvi. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual for Members available at the download Section of <https://evoting.kfintech.com> or contact Mr. K.RajKumar, Assistant Vice President of KFin Technologies Limited at 1800-3094-001 (toll free number).
- xvii. Details of Scrutinizer: Shri S.Srikanth, Practicing Company Secretary (M.No.22119) of M/s. B S S & Associates, Practicing Company Secretaries (Unique Code of Partnership Firm: P2012AP02600) has been appointed as the Scrutinizers to scrutinize the e-voting process in a fair and transparent manner.
- xviii. Once the vote on a resolution stated in this notice is cast by Member through remote e-voting, the Member shall not be allowed to change it subsequently and such e-vote shall be treated as final.
- xix. The Scrutinizer's decision on the validity of the vote shall be final and binding.
- xx. The Scrutinizer after scrutinizing the votes cast in favour or against, if any, in remote e-voting will make a Scrutinizer's Report within two working days of conclusion of the e-voting period and submit the same to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same, who shall based on the Scrutinizer's report declare the results not later than two working days of conclusion of the e-voting period.
- xxi. The Results declared along with the Scrutinizer's Report shall be hosted on the website of the Company i.e. <https://sagarcements.in> and on the website of KFin Technologies Limited i.e. <https://evoting.kfintech.com>. The results shall simultaneously be communicated to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.



xxii. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one Telugu daily newspaper circulating in Hyderabad (in vernacular language, i.e. Telugu).

By Order of the Board of Directors  
For **Sagar Cements Limited**

**R.Soundararajan**  
**Company Secretary**  
Membership No: F4182

8<sup>th</sup> August, 2023  
Hyderabad

**Regd. Office:**

Plot No.111, Road No.10,  
Jubilee Hills, Hyderabad-500 033  
Telangana  
**CIN:** L26942TG1981PLC002887



## **EXPLANATORY STATEMENT CONTAINING MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **On Item No.1 - To consider and approve Alteration in the Articles of Association of the Company**

Securities and Exchange Board of India vide its notification number SEBI/LAD-NRO/GN/2023/119 dated February 2, 2023 ("SEBI Notification"), amended the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ("SEBI NCS Regulation"). Pursuant to the amendment(s), "If an issuer is a company, it shall ensure that its Articles of Association require its Board of Directors to appoint the person nominated by the debenture trustee(s) in terms of clause (e) of sub regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 as a director on its Board of Directors.

Pursuant to the said Regulation 15(1)(e) of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, It shall be the duty of every debenture trustee to appoint a nominee director on the Board of the company in the event of:

- (i) two consecutive defaults in payment of interest to the debenture holders; or
- (ii) default in creation of security for debentures; or
- (iii) default in redemption of debentures.

Further, in case Articles of Association (AOA) of an issuer company whose debt securities are already listed on the date of SEBI Notification do not contain a provision for appointing a Nominee Director nominated by Debenture Trustee then such issuer company should amend their AOA to comply with the provisions of the SEBI NCS Regulations.

Sagar Cements (R) Limited (SCRL), an erstwhile subsidiary of your company had issued 1500 Non-convertible Debentures (NCDs) of Rs.10,00,000/- each to International Finance Corporation. With the merger of the said subsidiary with Sagar Cements Limited (SCL), the later has also become a debt listed company. While, the Articles of Association of SCL do contain provision for appointment of Nominee Directors in certain circumstances, they do not contain any article empowering the Debenture Trustee(s) to appoint a Nominee Director. In view of this, the Articles of Association is required to be amended to incorporate a provision for empowering the appointment of Nominee Director(s) by Debenture Trustee(s) under the circumstances mentioned in Regulation 15 (1) (e) of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993.

Pursuant to Section 14 of the Companies Act, 2013, the alteration of Articles of Association of the Company requires approval of the members of the Company through a special resolution.



Accordingly, the Board of Directors of the Company vide its resolution dated 8<sup>th</sup> August, 2023, has inter alia, approved the insertion of a new para in the Article 97 of Articles of Association of the Company for the above purpose, subject to the approval of the member of the Company.

The draft of the amended AOA of the Company is available for inspection by the members in accordance with the applicable provisions of the Companies Act, 2013.

Your Directors recommend the resolution set out in the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel, Promoters of the Company and their relatives thereof is in anyway concerned or interested financially or otherwise in the proposed resolution.

By Order of the Board of Directors  
For **Sagar Cements Limited**

**R.Soundararajan**  
**Company Secretary**  
Membership No.F8142

8<sup>th</sup> August, 2023  
Hyderabad

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**CIN:** L26942TG1981PLC002887