Sarla Performance Fibers Ltd.
304, Arcadia, 195, Nariman Point, Mumbai 400 021
(O)+91 22 2283 4116 / 6632 4038
(O)+91 22 4032 2786 / 4032 2795
(F) +91 22 2285 1728
info@sarlafibers.com
CIN : L31909DN1993PLC000056

SARLA PERFORMANCE FIBERS

www.sarlafibers.com

Date: 08th September, 2020

SPFL/2/ 2020-2021

BSE Limited

Corporate Relationship Department
1st Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai – 400001
Fax No.: 2272 3121 / 2272 2037
Security Code: 526885

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400051
Fax No.: 2659 8348 / 2659 8237
Symbol: SARLAPOLY

Sub.: Revised Notice for convening the 27th Annual General Meeting of the Company will be held on Wednesday, 30th September, 2020

Dear Sir/Madam,

Enclosed herewith please find the revised notice for convening the 27th Annual General meeting of the Company will be held on Wednesday, 30th September, 2020 at 10:0 a.m. (IST) at registered office of the Company situated at Survey No.59/1/4, Amli, Piparia Industrial Estate, Silvassa - 396 230 (D. & N. HAVELI).

The said Notice is also uploaded on the Company's website at www.sarlafibers.com.

You are requested to take the above information on your records.

Thanking you.

For **Sarla Performance Fibers Limited**

Mahendra Sheth
Chief Financial Officer and Company Secretary

Sarla Performance Fibers Limited

Encl.: As above

SARLA PERFORMANCE FIBERS LIMITED

[CIN: L31909DN1993PLC000056]
Registered Office: Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa, Union Territory of Dadra & Nagar Haveli – 396230, India,
Tel: 0260 – 3290467, **Fax:** 0260 – 2631356,
Email: investors@sarlafibers.com **Website:** www.sarlafibers.com

NOTICE OF TWENTY SEVENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Twenty Seventh Annual General Meeting** of the members of Sarla Performance Fibers Limited will be held on Wednesday, 30th September, 2020, at 10:00 a.m., at the Registered Office of the Company at Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa – 396230, Union Territory of Dadra & Nagar Haveli to transact the following business:

Ordinary Business:

1. To adopt Financial Statements

To receive, consider and adopt a) the audited financial statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Auditors thereon and in this regard, pass the following resolutions as Ordinary Resolutions:

a) "**RESOLVED THAT** the audited financial statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

b) "**RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended 31st March, 2020 and the Report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. To appoint Director retire by rotation

To appoint Ms. Neha Jhunjhunwala [DIN: 07144529], who retires by rotation as a Director and in this regard, pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Neha Jhunjhunwala [DIN: 07144529], who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retires by rotation."

Special Business:

3. To ratify the remuneration of Cost Auditors for the financial year ending 31st March, 2020:

To consider and, if thought fit, to pass with or without modification (s), the following resolutions as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and as approved by the Board of Directors of the

Company, remuneration of INR. 1,50,000 (Rupees One Lakh Only) (plus applicable taxes and re-imbursement of out of pocket expenses incurred in connection with the audit) to be paid to M/s. B.F. Modi & Associates, Cost Accountants, Vapi (Membership Number: 6955) appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company's Textile units for the financial year ending 31st March, 2021, be and is hereby ratified; and

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Mr. Mahendra Sheth, Chief Financial Officer and Company Secretary be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

By order of the Board of Directors

Place: Mumbai
Date: 24th July, 2020

Madhusudan S. Jhunjhunwala
Chairman and Whole Time Director
(DIN: 00097254)

Registered Office:
SARLA PERFORMANCE FIBERS LIMITED
[CIN: L31909DN1993PLC000056]
Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa, U.T. of Dadra & Nagar Haveli – 396230.
Tel: 0260–3290467, **Fax:** 0260 – 2631356
Email: investors@sarlafibers.com
Website: www.sarlafibers.com

Notes:

I. **General Information:**

1. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 ('the Act') Secretarial Standard – 2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') in respect of the Special Business under Item Nos. 3 of the accompanying Notice is annexed hereto.

2. The Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, September 23, 2020 to Wednesday, September 30, 2020 (both days inclusive)** for the purpose of AGM.

3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of Members not exceeding fifty (50) in number and holding in the aggregate not more than ten percent (10.00%) of the total share capital of the Company carrying voting rights. A Member holding more than ten percent (10.00%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or Shareholder. Proxies in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than forty-eight hours before the commencement of the Meeting. Proxies submitted on behalf of the Companies, Societies etc., must be supported by an appropriate resolution/authority, as applicable. A Proxy Form is annexed to this Notice.

4. In compliance with the MCA Circulars and the Securities and Exchange Board of India (SEBI)Circular No. SEBI / HO / CFD / CMD1 / CIR /P / 2020 / 79 dated May 12, 2020, Notice of the 27th AGM along with the Annual Report for Financial Year 2019-20 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/National Securities Depository Limited and Central Depository Services (India) Limited ('the Depositories'). A copy of this Notice along with the Annual Report for Financial Year 2019-20 is uploaded on the Company's website www.sarlafibers.com, websites of the Stock Exchanges i.e. The BSE Limited and The National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

5. In case the shareholder's e-mail ID is already registered with the Company/Sharex India Private Limited, the Registrar and Transfer Agent ('SIPL')/Depositories, log in details for e-voting shall be sent on the registered e-mail address.

   In case the shareholder holding shares in physical mode has not registered his/her e-mail address with the Company /SIPL /Depositories, he/she may do so by sending a duly signed request letter to SIPL by providing Folio No. and Name of shareholder at (UNIT: Sarla Performance Fibers Limited), C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400083. Tel : 022-28515644 /2851560 FAX: 2851 2885 E-mail: sharexindia@vsnl.com
   Website: www.sharexindia.com

6. In the case of shares held in demat mode, the shareholder may contact the Depository Participant ('DP') and register the e-mail address in the demat account as per the process followed and advised by the DP.

7. The Company's Statutory Auditors, M/s. CNK & Associates LLP, Chartered Accountants, Mumbai [ICAI Firm Registration Number: 101961W] were appointed as Statutory Auditors of the Company for a period of Five (5) consecutive years at the 24th

Annual General Meeting (AGM) of the members of the Company held on 29th September, 2017 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.

Their appointment was subject to ratification by the Members at every subsequent AGM held after the AGM held on 29th September, 2017. Pursuant to the amendments made to Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017 effective from 7th May, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from the Statute.

In view of the above, ratification by the Members for continuance of their appointment at this AGM is not being sought. The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors. The remuneration payable to the Statutory Auditors shall be determined by the Board of Directors based on the recommendation of the Audit Committee.

8. In terms Nos. 2, of the provisions of Section 152 of the Act, Ms. Neha Jhunjhunwala, Director will retire by rotation at the Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company re-commend her re-appointment. Ms. Neha Jhunjhunwala is interested in the Ordinary Resolutions set out at Item Nos. 2, of the Notice with regard to his re-appointment.

9. A brief profile of the Director retiring by rotation and proposed to be re-appointed at this AGM, nature of his expertise in specific functional areas, names of companies in which he holds directorship and membership/chairmanship of Board Committee(s), shareholding and relationship between directors interse as stipulated under Regulation 36 of SEBI Listing Regulations and other requisite information as per Clause 1.2.5 of Secretarial Standards – 2 on General Meetings are provided in **Annexure - 1** to this Notice.

10. Relevant documents as required by law and referred to in the accompanying Notice and in the Explanatory Statement shall be available for inspection through electronic mode. Members may write to the Company on secretarial@sarlafibers.com for inspection of said documents and the same will also be available for inspection by the members during the AGM, upon login at NSDL e-voting system at www.evoting.nsdl.com.

11. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30th November, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from 1st April, 2019 unless the securities are held in the dematerialized form with the depositories. Accordingly, the Company / Sharex has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation, promptly.

12. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants (DP) with whom they maintain their Demat accounts. Members holding shares in physical form should submit their PAN to the RTA i.e. Sharex India Private Limited of the Company/Company.

13. Members are advised to avail the nomination facility in respect of shares held by them pursuant to the provisions of Section 72 of the Act. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to Sharex Dynamic (India) Private Limited. Members holding shares in

dematerialized form may contact their respective DP for availing this facility.

14. A route map showing directions to the venue of the 27th AGM is given at the end of this Notice as per the requirement of the Secretarial Standard-2 on "General Meetings".

II. Instructions for attending the AGM and Electronic Voting:

A. General Instructions:

1. The cut-off date for the purpose of determining the Members eligible for participation in remote e-voting (e-voting from a place other than venue of the AGM) and voting at the AGM is September 22, 2020 ('Cut-off Date'). Please note that Members can opt for only one mode of voting i.e., either by voting at the meeting or remote e-voting. If Members opt for remote e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting can attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again.

2. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice, holds shares as on Cut-off Date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in with a copy marked to the Company on investor@sharexindia.com . However, if the Member is already registered with NSDL for remote e-voting, then he/she/it can use his/her/its existing User ID and password for casting the vote. Only a Member who is entitled to vote shall exercise his/her/its vote through e-voting and any recipient of this Notice who has no voting rights as on Cut-off Date should treat the same as intimation only.

3. The Board of Directors has appointed CS Ajit Sathe - Proprietor of M/s A. Y Sathe & Co., Company Secretaries in Practice (Registration No.: FCS: 2899/COP: 738)as the Scrutinizer (hereinafter referred to as ('the Scrutinizer') to scrutinize the remote e-voting and the voting process at the AGM in a fair and transparent manner.

4. The Scrutinizer, after scrutinizing the votes casted through remote e-voting and at the Meeting through ballot or poll paper, will prepare a consolidated report and submit the same to the Chairman or Managing Director of the Company within forty-eight hours of the conclusion of the Meeting.

5. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company (www.Sarlafibers.com) and on the website of NSDL at (www.evoting.nsdl.com) immediately after the declaration of result by the Chairman or Managing Director of the Company. The results shall also be immediately forwarded to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

6. Corporate Members are required to scan and send a certified true copy of the Board Resolution, pursuant to Section 113 of the Act, authorizing their representatives to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through their registered e-mail address to mail@csajitsathe.com with a copy marked to the Company on secretarial@sarlafibers.com.

7. Members, Proxies and Authorized Representatives are requested to bring to the Meeting, the attendance slip enclosed herewith, duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No. Duplicate Attendance Slip or copies of the Report and Accounts will not be made available at the AGM venue.

8. The results once declared along with the Scrutinizer's Report shall be placed on the Company's website www.sarlafibers.com and on website of NSDL www.evoting.nsdl.com

within forty eight hours of conclusion of the AGM and will also be communicated to The BSE Limited and The National Stock Exchange of India Limited, where the shares of the Company are listed.

B. <u>Procedure for Remote e-Voting and e-voting during the AGM:</u>

1. Pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide its Members the facility of remote e-voting to exercise their right to vote at the 27th AGM. The business may be transacted through e-voting services rendered by National Securities Depository Limited (NSDL).

2. The remote e-voting period begins on Sunday, September 27, 2020 at 9:00 am IST and ends on Tuesday, September 29, 2020 at 5.00 p.m. IST. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, 23rd September, 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

3. Instructions and information relating to e-voting are as follows:

i. Visit the e-voting website of NSDL on your web browser by typing the following URL: www.evoting.nsdl.com either on a Personal Computer or on a mobile.

ii. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholders' section.

iii. A new screen will open. Enter your User ID, your Password and a Verification Code as shown on the screen.

iv. Alternatively, if you are registered for NSDL e-Services i.e. IDEAS, you can log-in at www.eservices.nsdl.com with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to cast your vote electronically.

v. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your User ID is IN300***12******
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12********** then your User ID is 12**********
c) For Members holding shares in Physical Form.	EVEN followed by Folio Number registered with the Company For example, if Folio Number is 001*** and EVEN is 101456 then User ID is 101456001***

vi. Your password details are given below:

a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

b. If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

vii. Follow the below mentioned procedure to retrieve your 'initial password':

a. If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a PDF file. Open the PDF file. The password to open the PDF file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The PDF file contains your 'User ID' and your 'initial password'.

b. If your e-mail ID is not registered, please follow steps mentioned in the Notice for registering your e-mail address.

viii. If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

a. Click on 'Forgot User Details/ Password?' (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b. Click on 'Physical User Reset Password?' (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c. Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.

d. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

ix. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

x. Now, please click on 'Login' button.

xi. On successful login, Home page of e-voting will open.

xii. Click on e-voting. Then, click on Active Voting Cycles.

xiii. After clicking on Active Voting Cycles, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle is in active status.

xiv. Select 'EVEN' of Sarla Performance Fibers Limited which is 114442.

xv. You are now ready for e-voting as the voting page opens.

xvi. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/ modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.

xvii. Upon confirmation, the message 'Vote cast successfully' will be displayed.

xviii. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

xix. Once you confirm your vote on any resolution, you will not be allowed to modify your vote.

xx. Guidelines for Institutional shareholders: Institutional shareholders / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) are requested to send a scanned

copy (PDF / JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorised to vote, to the Scrutinizer at mail@csajitsathe.com with a copy marked to evoting@nsdl.co.in.

xxi. Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

xxii. A Member can opt for only one mode of voting i.e. either through remote e-voting or by voting at the AGM. Once a Member has voted, he/she/it will not be allowed to vote again.

xxiii. In case of joint holders attending the Meeting, the joint holder who is highest in the order of names will be entitled to vote at the Meeting provided the votes are not cast through remote e-voting.

xxiv. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.

xxv. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

xxvi. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

III. Investor Education and Protection Fund ('IEPF') related:

1. Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013, the Company has transferred on due dates, all unclaimed dividends up to the Financial Year 2011-12 to Investor Education and Protection Fund ('said Fund') established by Central Government. Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, the Company has uploaded the details of the unpaid and unclaimed amounts lying with the Company on the website of the Company (www.sarlafibers.com), and also on the website of the Ministry of Corporate Affairs (www. mca.gov.in). Unclaimed dividend for the Financial Year 2012-13 will fall due for transfer to the said Fund on 13th November 2020. Those Members, who have not encashed their dividends for the Financial Year 2012-13, are requested to claim it from the Sharex Dynamic India Private Limited of the Company immediately. Those Members who have not so far claimed their dividend for the subsequent financial years are also advised to claim it from the Company or the Sharex Dynamic India Private Limited.

2. Pursuant to the provisions of Section 124(6) of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, all equity shares of the Company on which dividend has not been paid or claimed for seven consecutive years or more on 11th October, 2020 shall be transferred by the Company to the said Fund. These details are also available on the Company's website www.sarlafibers.com. No claim shall lie against the Company in respect of these equity shares post their transfer to said Fund. Upon transfer, the Shareholders will be able to claim these equity shares only from the said Fund by making an online application to the IEPF Authority, the details of which are available at www.iepf.gov.in. All correspondence should be addressed to the Sharex Dynamic

India Private Limited (UNIT: Sarla Performance Fibers Limited), C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400083. Tel : 022-28515644 /2851560 FAX: 2851 2885
E-mail: sharexindia@vsnl.com
Website: www.sharexindia.com

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSANT TO SECTION 102 OF THE ACT AND REGULATION 36 OF THE SEBI LISTING REGULATION

Item No. 3: Ratification of remuneration to Cost Auditor for financial year ending 31st March, 2020

The Board of Directors at its Meeting held on July 24, 2020, upon the recommendation of the Audit Committee, approved the appointment of M/s. B.F. Modi & Associates, Cost Accountants, Vapi, (having Membership No. 6955), to conduct the audit of the cost records of the Company's Textile units on a remuneration of INR. 1,50,000 (Rupees One Lakh Only) (excluding all applicable taxes and reimbursement of out of pocket expenses incurred in connection with the audit) for the Financial Year ending March 31, 2021.

In terms of the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (as amended from time to time) the remuneration as mentioned above, payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2021 as set out in the Ordinary Resolution for the aforesaid services to be rendered by them.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

By order of the Board of Directors

Place: Mumbai
Date: 24th July, 2020

Madhusudan S. Jhunjhunwala
Chairman and Whole Time Director
(DIN: 00097254)

Registered Office:
SARLA PERFORMANCE FIBERS LIMITED
[CIN: L31909DN1993PLC000056]
Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa, U.T. of Dadra & Nagar Haveli – 396230
Tel: 0260–3290467, **Fax:** 0260 – 2631356
Email: investors@sarlafibers.com **Website:** www.sarlafibers.com

ANNEXURE 1

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard-2 on General Meetings]

Name of Director	Ms. Neha Jhunjhunwala
DIN	07144529
Date of Birth	22/02/1989
Age	31 years
Date of First appointed on the Board	31/03/2015
Qualifications	Bachelor's degree in Management Studies
Experience and Expertise	Experience in Management
No. of Meeting of the Board Attending during the year	3 out of 4
List of Directorship of other Board	NA
List of Membership / Chairmanship of Committees of other Boards	NA
Shareholding in Sarla Performance Fibers Limited	4000 Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Daughter of Krishnakumar Jhunjhunwala Granddaughter of Madhusudan Jhunjhunwala
Terms and Conditions of re-appointment	As mentioned in Explanatory Statement to Notice
Details of remuneration last drawn (FY 2019-20)	NA
Details of remuneration sought to be paid	NA
Justification for choosing the appointees for appointment as Independent Director	NA

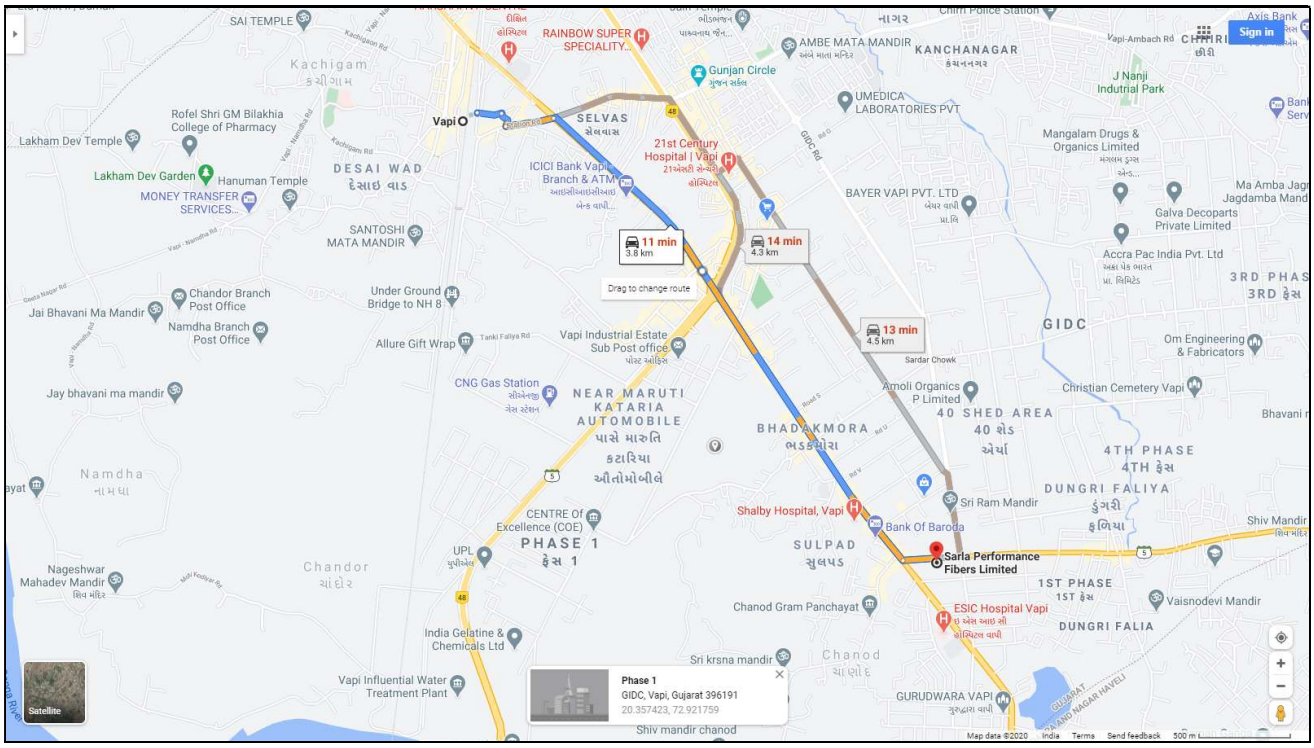
By order of the Board of Directors

Place: Mumbai
Date: 24th July, 2020

Madhusudan S. Jhunjhunwala
Chairman and Whole Time Director
(DIN: 00097254)

Registered Office:
SARLA PERFORMANCE FIBERS LIMITED
[CIN: L31909DN1993PLC000056]
Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa, U.T. of Dadra & Nagar Haveli – 396230
Tel: 0260 3290467, **Fax:** 0260 – 2631356
Email: investors@sarlafibers.com
Website: www.sarlafibers.com

ROUTE MAP to the venue of Annual General Meeting
(From Vapi Railway Station to Sarla Performance Fibers Limited)



By order of the Board of Directors

Madhusudan S. Jhunjhunwala
Chairman and Whole Time Director
(DIN: 00097254)

Date: 24th July, 2020
Place: Mumbai

Registered Office:
SARLA PERFORMANCE FIBERS LIMITED
[CIN: L31909DN1993PLC000056]
Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa, U.T. of Dadra & Nagar Haveli – 396230
Tel: 0260–3290467, **Fax:** 0260 – 2631356
Email: investors@sarlafibers.com **Website:** www.sarlafibers.com

SARLA PERFORMANCE FIBERS LIMITED
[CIN: L31909DN1993PLC000056]
Registered Office: Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa, U.T. of Dadra &Nagar Haveli – 396230, India,
Tel: 0260 – 3290467, **Fax:** 0260 – 2631356,
Email: investors@sarlafibers.com **Website:** www.sarlafibers.com

ATTENDANCE SLIP
27TH ANNUAL GENERAL MEETING

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE AUDITORIUM

Folio No./DP ID No./ Client ID No.:

Name and address of the registered member:

Name of Joint Holder(s), If any (in Block Letters):

Number of Shares:

I/ We hereby record my/our presence at the 27th Annual General Meeting of the Company to be held at registered office on Wednesday, 30th September, 2020 at 10:00 AM

_____
Signature of the Member/
Joint Member/Proxy attending the Meeting

Electronic Voting Event Number (EVEN)	**User ID**	**Password**
_____	_____	_____

Note:

1. Person attending the Meeting is requested to bring this Attendance Slip and Annual Report with him/her. Duplicate Attendance Slip and Annual Report will not be issued at the Annual General Meeting.

2. Please read the complete instructions given under the note no. 20 to the Notice of Annual General Meeting. The voting time starts from Sunday, 27th September, 2020 (9:00 am IST) and ends on Tuesday, 29th September, 2020 (5:00 pm IST). The voting module shall be disabled by NSDL for voting thereafter.

SARLA PERFORMANCE FIBERS LIMITED
[CIN: L31909DN1993PLC000056]
Registered Office: Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa, U.T. of Dadra &Nagar Haveli – 396230, India,
Tel: 0260 – 3290467, **Fax:** 0260 – 2631356,
Email: investors@sarlafibers.com **Website:** www.sarlafibers.com

Form No. MGT-11
PROXY FORM
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	**L31909DN1993PLC000056**
Name of the Company	:	**SARLA PERFORMANCE FIBERS LIMITED**
Registered Office	:	**Survey No 59/1/4, Amli Piparia Industrial Estate Silvassa DN 396230 India**

Name of Member:_____

Registered Address:_____

E-mail Id:_____

Folio No. / Client Id:_____

DP Id:_____

I/We, being the member(s) of shares of the above-named company, hereby appoint:

Name_____

Address _____

Email Id _____

1) _____ or failing him;

2) _____ or failing him;

3) _____

_____	_____	_____
Signature of First Proxy Holder	**Signature of Second Proxy Holder**	**Signature of Third Proxy Holder**

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27th Annual General Meeting of the Company, to be held on Wednesday, 30th September, 2020 at 10:00 AM, at the Registered Office of the Company at Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa, U.T. of Dadra & Nagar Haveli - 396230, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolution	For	Against
1.	Adoption of Financial Statements: a) the audited financial statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Auditors thereon.		
2.	Appointment Ms. Neha Jhunjhunwala as a Director to retire by rotation.		
3.	Ratification of remuneration to Cost Auditor for financial year ending 31st March, 2021.		

Signed_____ day of _____, 2020.

Affix Re. 1 Revenue Stamp

Signature of Shareholder: _____

Signature of Proxy holder(s): _____

Note: This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.