Sharda Motor Industries Ltd.

SMIL: BSE/NSE: 22-23/0706 **June 7, 2022**

BSE Limited
Department of Corporate Services
Pheroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
(SCRIP CODE - 535602)

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra - Kurla Complex, Mumbai - 400 051
(Symbol - SHARDAMOTR) (Series - EQ)

Sub: Intimation of Notice of Postal Ballot / Electronic Voting (e-Voting) under Regulation 30 read with Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

With reference to the captioned subject, please find enclosed a copy of Notice of Postal ballot/ e-voting ('Notice') dated May 27, 2022 being sent to the members as **Annexure-I**. The Notice seeks the consent / approval of its members by way of Postal Ballot (only by way of e-voting) in respect of the Special Business set out in the Notice.

Pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder read with General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020 the General Circular No. 39/2020 dated 31 December, 2020, the General Circular No.. 02/2021 dated January 13, 2021, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 8, 2021, and the General Circular No. 2 & 3/2022 dated May 5, 2022 ("MCA Circulars") issued by Ministry of Corporate Affairs, Government of India, the **Notice is being sent only by email** to all its members who have registered their email addresses with the Company or depository(ies) / depository participants and whose names are recorded in the Register of Members/ Beneficial owners of the Company as on the Cut-off date i.e. Friday, June 3, 2022 (''Cut-off date'').

The members, whose email addresses are not registered, are requested to register the same by following the detailed procedure prescribed in the Notes section of Notice. The advertisement published by the

Company in this regard on June 7, 2022 for the benefit of members and as a good corporate governance measure, is also enclosed as **Annexure-II**.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for providing remote e-voting facility to all its members. Voting period shall commence from Thursday, June 9, 2022 (09:00 A.M. IST) to Friday, July 8, 2022 (05:00 P.M. IST) after which the remote e-voting facility shall not be allowed. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date.

Sh. Vineet K Chaudhary, Managing Partner or failing of him Sh. Mohit K Dixit, Partner of M/s. VKC & Associates, New Delhi has been appointed as scrutinizer for conducting the Postal Ballot (only by way of e-voting) in a fair and transparent manner.

The results of Postal Ballot (only by way of e-voting) will be declared at the registered office of the Company within the stipulated time i.e. on or before Saturday, July 9, 2022 and shall also be displayed on the website of the Company i.e. www.shardamotor.com

The Notice of Postal Ballot including therein the explanatory statement, instructions for e-voting and other required documents are also available on the website of the Company i.e. "www.shardamotor.com".

This above is for your information and record.

Thanking you,
Yours faithfully,

For Sharda Motor Industries Limited

DIVYANG JAIN
Digitally signed by DIVYANG JAIN
Date: 2022.06.07 20:22:13 +05'30'

Divyang Jain
Asst. Company Secretary &
Compliance Officer

Encl. as above

SHARDA MOTOR INDUSTRIES LIMITED
CIN: L74899DL1986PLC023202
Regd. Office: D-188, Okhla Industrial Area, Phase I, New Delhi-110020
Tel.: +91 11 4733 4100; Fax: +91 11 2681 1676
Email: investorrelations@shardamotor.com; Website: www.shardamotor.com

NOTICE OF POSTAL BALLOT / ELECTRONIC VOTING (E-VOTING)

(Pursuant to Section 108 & 110 of The Companies Act, 2013 read with Rule 20 & 22 of The Companies (Management & Administration) Rules, 2014)

Dear Member(s),

Notice is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Management and Administration) Rules, 2014 ("the Rules"), read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020 and the General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated 31 December, 2020, No. 02/2021 dated January 13, 2021, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021, and 2 & 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") and Circulars / Notifications issued by Securities & Exchange Board of India ("SEBI") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time and other applicable laws and regulations, if any) and such other applicable Regulation(s), circular(s) or Notification(s) as issued by MCA and SEBI, that the resolution appended below, being Special Business is proposed for the approval of shareholder(s) of Sharda Motor Industries Limited ('the Company') through postal ballot through voting by electronic means only ("remote e-voting").

In compliance with MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. The Member's who are holding shares in physical mode or dematerialized mode have not registered their e-mail address with the Company/ Depositories, for that the Company has made arrangements for the shareholders to register their e-mail addresses by registering them through following the procedure set out in the notes annexed to this Postal Ballot Notice.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically, The Company has engaged the services of Central Depository Services (India) Limited, for the purpose of providing remote e-voting facility to its Members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at www.shardamotor.com

The Explanatory statement pursuant to the provisions of Section 102 of the Act and the rules made thereunder, pertaining to the proposed resolution setting out the material facts concerning the resolution and the reasons thereof is annexed hereto for your consideration.

The Board of Directors of the Company at its meeting held on May 27, 2022 has appointed Sh. Vineet K Chaudhary (Company Secretary in whole time practice, bearing Membership No. F5327 & C. P.

No.4548), Managing Partner or failing of him Sh. Mohit K Dixit (Company Secretary in whole time practice, bearing Membership No. ACS49021 & C.P. No. 17827), Partner of M/s. VKC & Associates, New Delhi, as Scrutinizer for conducting the Postal Ballot/ E- Voting process in a fair and transparent manner.

The remote e-voting period commences at 9:00 a.m. (IST) on Thursday, June 9, 2022 and will end at 5:00 p.m. (IST) on Friday, July 8, 2022 and remote e-voting will be blocked and voting shall not be allowed beyond said time.

The Scrutinizer shall submit his report to the Chairperson/ Co-Chairperson of the Company after completion of scrutiny of the e-voting. The results shall be declared on or before Saturday, July 9, 2022 and communicated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") ("Stock Exchanges") and will also be displayed on the Company's website www.shardamotor.com.

Consent of the Members is being sought on the following Resolution:

Special Business

1. **Approval of "Sharda Motor Industries Limited Stock Option Scheme 2022**", **and grant of employee stock options to the eligible employees of the Company**

To consider and if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with the rules framed thereunder, including the Companies (Share Capital and Debentures) Rules, 2014, and in accordance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021, as amended (referred to as the "**SEBI SBEB Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI LODR Regulations**"), the Foreign Exchange Management Act, 1999, read with the relevant rules, regulations, directions, notifications and clarifications issued thereunder **("FEMA")**, and other applicable laws, rules and regulations, including in each case any modifications thereof or supplements thereto (collectively, "**Applicable Laws**"), and the provisions of the Memorandum and Articles of Association of the Company and subject to such approvals, permissions and sanctions of any regulatory or other authorities as may be necessary from time to time and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board"**, which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee, which the Board has constituted or may hereafter constitute to act as the "Compensation Committee" under the SEBI SBEB Regulations, to exercise its powers including the powers conferred by this Resolution), the consent and approval of the members of the Company be and is hereby accorded to the Board to introduce and implement the "**Sharda Motor Industries Limited Stock**

Option Scheme 2022" **("ESOP 2022" / "Scheme")**, the salient features of which are detailed in the Explanatory Statement to this resolution, and to create, grant, offer, issue and allot at any time, in one or more tranches, to or for the benefit of such person(s) who are permanent employees of the Company, whether working in India or outside India, and/or directors of the Company, whether whole-time or otherwise, and to such other person(s) as may be decided by the Board and/ or permitted under the SEBI SBEB Regulations and other Applicable Laws (other than promoters or persons belonging to the promoter group of the Company, independent directors and directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company) selected on the basis of criteria decided by the Board in terms of the ESOP 2022 (hereinafter collectively referred to as the **"Eligible Employees**"), up to 300,000 (Three Lakh) stock options exercisable into equity shares of the Company (such stock options, the "**Options**"), in one or more tranches, not exceeding 300,000 (Three Lakh) equity shares of face value of INR 2 each of the Company, at such price or prices, and on such terms and conditions as may be fixed or determined by the Board in accordance with the ESOP 2022 and in compliance with the SEBI SBEB Regulations and other Applicable Laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot equity shares of the Company directly to the Eligible Employees upon exercise of Options from time to time in accordance with the ESOP 2022 and such equity shares shall rank *pari-passu* in all respects with the then existing equity shares of the Company.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division or other re-organization of the capital structure of the Company, as applicable from time to time, the number, class and kind of equity shares and/or the number of Options and/or the exercise price under the ESOP 2022 shall be appropriately adjusted by the Board, along with such approvals as may be necessary to preserve the benefits or potential benefits intended to be made available under the ESOP 2022 or with respect to any outstanding Options or otherwise necessary to reflect any such change, in a manner that the Board deems fit and accordingly, if any additional Options are granted by the Company for the purpose of making a fair and reasonable adjustment to the Options granted earlier, the above ceiling of 300,000 (Three Lakh) shall be deemed to be increased to the extent of such additional number of Options granted.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be issued and allotted on exercise of Options granted under the ESOP 2022 and the exercise price of Options granted under the ESOP 2022 shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of INR 2 per equity share bears to their revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the Eligible Employees who have been granted Options under the ESOP 2022.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the Board be and is hereby authorized on behalf of the Company, to formulate, evolve, decide upon and implement the ESOP 2022, determine the detailed terms and conditions of the ESOP 2022 including but not limited to the quantum of the Options to be granted per Eligible Employee, the number of Options to be granted in each tranche, the terms or combination of terms subject to which the said Options are to be granted, the exercise period, the vesting period, the vesting conditions, instances where such Options shall lapse and to grant such number of Options, to such Eligible Employees of the Company, at such price, at such time and on such terms and conditions as set out in the ESOP 2022 and as the Board may in its absolute discretion think fit.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee be designated as the Compensation Committee in accordance with Regulation 5(1) of the SEBI SBEB Regulations for the purposes of administration of ESOP 2022.

RESOLVED FURTHER THAT the Board shall take necessary steps for listing of the equity shares allotted under the ESOP 2022 on the stock exchanges where the equity shares of the Company are listed in accordance with the provisions of the SEBI SBEB Regulations, the SEBI LODR Regulations and other Applicable Laws.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under SEBI SBEB Regulations and any other Applicable Laws to the extent relevant and applicable to the ESOP 2022.

RESOLVED FURTHER THAT the Board be and is hereby authorized at any time to modify, change, vary, alter, amend, suspend, withdraw, terminate or revive the ESOP 2022, subject to compliance with Applicable Laws and to do all such acts, deeds, matters and things, as it may deem fit at its absolute discretion, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the members and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension, withdrawal, termination or revival of the ESOP 2022 and to do all other things incidental and ancillary thereof in conformity with the provisions of the Companies Act, the Memorandum and Articles of Association of the Company, the SEBI SBEB Regulations, the SEBI LODR Regulations and any other Applicable Laws in force.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as it may, at its absolute discretion, deems necessary to give effect to this Resolution without being required to seek any further consent or approval of the members, including authorizing or directing the appointment of intermediaries, professionals, experts, independent agencies, any other advisors, consultants or representatives, being incidental to the effective implementation and administration of the ESOP 2022, as also to make applications to the appropriate authorities, parties and institutions for their requisite approvals and all other documents required to be filed in connection with the above,

further to settle all such questions, difficulties or doubts whatsoever which may arise, to give such directions and/or instructions as may be necessary or expedient and to delegate all or any of its powers herein conferred to the Nomination and Remuneration Committee and/or any other Committee of directors and/or any director(s) and/or officer(s) of the Company."

By order of the Board of Directors
For Sharda Motor Industries Limited

Place: Delhi
Date: 27.05.2022

Nitin Vishnoi
Executive Director &
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 read with its rules made thereunder, setting out the material facts concerning the resolution and the reason thereof is annexed for your consideration.

2. In line with the MCA Circulars, the Postal Ballot Notice is being sent only by electronic mode to those members whose e-mail addresses are registered with the Company / Depositories or in the Register of Beneficial Owners maintained by the Depositories, on June 3, 2022, and who have registered their e-mail addresses with the Company or with the Depositories. Members may please note that the Postal Ballot Notice will also be available on the Company's website at https://www.shardamotor.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of Central Depository Services (India) Limited ("CDSL"), www.evotingindia.com.

3. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.
   However, it is clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.

4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in note no. 16 of this Notice.

5. The Members who do not receive the Postal Ballot Notice may download the same from the website of the Company under section "AGM/ EGM/ POSTAL BALLOT NOTICES" available at link: http://www.shardamotor.com/investor-relations/notices-results/

6. In compliance with the provisions of Section 108 of the Act and the rules framed thereunder, and Regulation 44 of the Listing Regulations as amended and the MCA Circulars, Company is pleased to provide facility of remote e-voting to all its members to enable them to cast their votes on all resolution set forth in this notice electronically. For this purpose, the Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for the purpose of providing the facility to cast vote through remote e-voting to all its Members.

7. The draft ESOP Scheme or "Sharda Motor Industries Limited Stock Option Scheme 2022" ("ESOP 2022" / "Scheme") is also available on the website of the Company at: https://www.shardamotor.com/wp-content/uploads/2022/06/ESOP-Scheme-Sharda-Motor.pdf

8. Voting rights are reckoned on the basis of the shares registered in the name of members / beneficial owners as on "cut-off date" i.e. Friday, June 3, 2022.
9. The remote e-voting period commences at 9:00 a.m. (IST) on Thursday, June 9, 2022 and will end at 5:00 p.m. (IST) on Friday, July 8, 2022, when remote e-voting will be blocked and voting shall not be allowed beyond said time. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off date, i.e. Friday, June 3, 2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and the member(s) shall not be able to vote on the resolution. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently. Once a member casts the vote on the Resolution, he or she will not be allowed to change it subsequently.

10. Sh. Vineet K Chaudhary, Managing Partner or failing of him Sh. Mohit K Dixit, Partner of M/s. VKC & Associates, Company Secretary in whole time practice has been appointed as Scrutinizer for conducting the postal ballot/remote e-voting process in a fair and transparent manner.

11. The Scrutinizer shall submit his report to the Chairman / Co-chairperson of the Company post the completion of scrutiny, and the result of the voting through the remote e-voting process and shall be announced by the Chairman / Co-chairperson or any Director of the Company duly authorised, on or before Saturday, July 9, 2022 and shall also be displayed on the website of the Company (www.shardamotor.com), besides being communicated to the National Stock Exchange of India Limited and BSE Limited ("Stock Exchanges").

12. The Resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for e-voting Friday, July 8, 2022.

13. The results of the Postal Ballot shall also be published in the newspapers. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the company for receipt of duly completed postal ballot forms or e-voting.

14. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests during the business hours at investorrelations@shardamotor.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID between the period from Thursday, June 9, 2022 to Friday, July 8, 2022.

15. Procedure for registration / updating email addresses:

    a) Members holding shares in physical mode, who have not registered/updated their email addresses with the Company, are requested to send the scanned copy of the following documents by email to the Company / Registrar and Share Transfer Agent, Alankit Assignments Limited ("RTA") at investorrelations@shardamotor.com / rta@alankit.com or lalitap@alankit.com:

        (i) a signed request letter mentioning their name, folio no. and address;
        (ii) self-attested copy of the PAN Card and
        (iii) self-attested copy of Address proof (e.g. Aadhar Card, Driving License, Election Identity Card, Passport).

b) Members holding shares in dematerialized mode, who have not registered/updated their email addresses with the Depository Participant(s), are requested to register/update their email addresses with their Depository Participant(s).

16. Process to cast votes through remote e-voting:

A) **Login method for e-Voting for Individual shareholders holding securities in DEMAT mode is given below:**

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800225533
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

B. **Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) if you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).

C. After entering these details appropriately, click on "SUBMIT" tab.
D. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password

field. Kindly note that this password is to be also used by the demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

E. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.

F. Click on the EVSN for the relevant <Company Name> on which you choose to vote.

G. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

H. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

I. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

J. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

K. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

L. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

M. **Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; vkc.pcs@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

N. **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested

scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 1800225533

STATEMENT ANNEXED TO THE NOTICE IN RESPECT OF THE SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

As the members are aware that stock options have long been recognized as an effective instrument to attract and retain the best talent and also serves to attract, incentivize and motivate professionals and reward exceptional performance. Equity based compensation is considered to be an integral part of employee compensation across sectors which enables alignment of personal goals of the employees with organizational objectives by participating in the ownership of the Company through stock based compensation scheme.

Accordingly, the Company intends to reward, attract, motivate and retain employees and directors of the Company, in or outside India, for their high level of individual performance and for their efforts to improve the overall performance of the Company with the objective of achieving sustained growth of the Company and creation of shareholder's value by aligning the interests of the eligible employees/ directors with the long-term interests of the Company.

With the above objective, the Board of Directors of the Company (hereinafter referred to as the **"Board",** which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee ("**NRC**"), which the Board has constituted or may hereafter constitute to act as the "Compensation Committee" under the SEBI SBEB Regulations) intend to implement an employee stock option plan namely "**Sharda Motor Industries Stock Option Scheme 2022**" ("**ESOP 2022**" / "**Scheme**") seeking to cover eligible employees/directors of the Company, its holding company, and its existing or future subsidiary companies, in or outside India, under the Scheme.

Keeping in line with the above, the ESOP 2022 has been formulated by the Company, which is to be implemented by the NRC constituted under Section 178 of the Companies Act, 2013, as amended (the "**Companies Act**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015, as amended (the "**SEBI LODR Regulations**") and in accordance with the requirements of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended (the "**SEBI SBEB Regulations**") issued by the SEBI and other applicable laws. Accordingly, the NRC and the Board at their respective meetings held on May 27, 2022 had approved the introduction of the ESOP 2022, subject to approval of members of the Company. The Scheme will be operated and administered under the superintendence of the NRC.

The salient features of the ESOP 2022 are set out below:

(a) Brief description of Sharda Motor Industries Limited Stock Option Scheme 2022

ESOP 2022 contemplates grant of stock options to the permanent employees and directors including Managing Director of the Company, in or outside India, that are eligible under the ESOP 2022 ("Eligible Employees").

After vesting of options, the Eligible Employees earn a right, but not an obligation, to exercise the vested options within the exercise period and subscribe to equity shares of the Company subject to compliance with the requirements of the ESOP 2022, including payment of exercise price and satisfaction of any tax obligation arising thereon.

(b) Total number of stock options to be granted

The total number of options to be granted under the ESOP 2022 shall not exceed 300,000 (Three Lakh). Each option when exercised would be converted into one equity share of INR 2/- (Indian Rupee Three) each fully paid-up.

Further, the SEBI SBEB Regulations require that in case of any corporate action(s) such as rights issue, bonus issue, merger, sale of division etc., a fair and reasonable adjustment needs to be made to the options granted. In this regard, the Company shall adjust the number, class and kind of equity shares, the number of stock options and/or the exercise price of the options granted in such a manner that the total value of the options granted under the ESOP 2022 remains the same after any such corporate action. Accordingly, if any additional options are granted by the Company to the option grantees for making such fair and reasonable adjustment, the ceiling of 300,000 (Three Lakh), shall be deemed to be increased to the extent of such additional options issued.

(c) Identification of classes of employees entitled to participate and be beneficiaries in ESOP 2022

The options may be granted by the Board / NRC to the Eligible Employees as may be decided by the Board at its own discretion. For the purpose of ESOP 2022, "Eligible Employee" mean the following employees:
(i) a permanent employee of the Company working in or out of India; or (ii) a whole-time or executive Director of the Company including the managing Director, but excludes:

a) an Independent Director;
b) Any such Director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the outstanding equity shares of the Company; and
c) Promoters and persons belonging to Promoter Group.

(d) Implementation and administration of the ESOP 2022

The existing NRC shall act as Compensation Committee for the administration and implementation of ESOP 2022 in terms of SEBI SBEB Regulations.

All questions of interpretation of the ESOP 2022 or any option under the Scheme shall be determined by the NRC and such determination shall be final and binding upon all persons having an interest in the ESOP 2022 or in any option issued thereunder.

(e) Requirements of vesting and period of vesting

Options granted under ESOP 2022 would vest after expiry of minimum of **1 (One) year** but not later than maximum of **6** (**Six) years** from the Grant Date of such Options. The minimum Vesting Period of one year shall not apply to cases of separation from employment due to death and Permanent Disability.

Provided that in case where Options are granted by the Company under the Scheme in lieu of options held by a person under a similar plan/ scheme in another company (Transferor Company) which has merged or amalgamated with the Company, the period during which the options granted by the Transferor Company were held by him shall be adjusted against the minimum Vesting Period required under this Sub-clause in due compliance with the provisions of Applicable Laws.

The Vesting schedule for Options granted under may be subject to achievement of performance conditions as defined by the Nomination and Remuneration Committee for each grant

(f) Maximum period within which the options shall be vested

All the options granted on any date shall vest not later than the maximum period of 6 (six) years from the date of grant of such Options.

(g) Exercise price or pricing Formula

The Exercise Price per Option shall be equal to the fair value of the Shares on the Grant Date or any other price as decided by the Nomination and Remuneration Committee subject to Applicable Laws.

(h) Exercise period

(a) **While in employment/ service**

The Exercise Period in respect of a Vested Options shall be maximum of **5 (Five) years** from the date of Vesting of such Options. The exact Exercise Period of Options in case of any Grant shall be determined by the Nomination and Remuneration Committee at the time of Grant and shall be specified in the Grant Letter.

(b) **Exercise Period in case of separation from employment/ service**

Vested Options can be exercised subject to treatment of Unvested Options as per provisions outlined herein below:

S. No.	Separations	Vested Options	Unvested Options
1	**Resignation / Termination** (other than due to Cause)	All the Vested Options as on date of submission of resignation/ date of termination; whichever is earlier; shall be exercisable by the Option Grantee within 3 months from the last date of employment.	All the Unvested Options on the date of submission of resignation / date of termination; whichever is earlier; shall stand cancelled with effect from such resignation / termination date.
2	**Termination due to Cause**	All the Vested Options which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.	All the Unvested Options on the date of such termination shall stand cancelled with effect from the termination date.

S. No.	Separations	Vested Options	Unvested Options
3	**Retirement**	All the Vested Options as on date of Retirement shall be exercisable by the Option Grantee before the expiry of the Exercise Period.	To be decided by the Nomination and Remuneration Committee subject to Applicable Laws
4	**Separation due to death**	All Vested Options may be exercised by the deceased Option Grantee's nominee or legal heir(s) on submission of requisite proof, within **the Exercise Period** from the date of death.	All the unvested options shall vest with Grantee's nominee or legal heir(s) immediately and may be exercised by the deceased Option Grantee's nominee or legal heir(s) on submission of requisite proof, within **the Exercise Period** from the date of death.
5	**Separation due to Permanent Disability**	All Vested Options as on the date of incurring such disability may be exercised by the Option Grantee within **the Exercise Period** from the date of such disability.	All the unvested options shall vest with the Option Grantee immediately and may be exercised by the deceased Option Grantee's nominee or legal heir(s) on submission of requisite

			proof, within **the Exercise Period** from the date of death.
6	**Termination/ separation due to any other reason apart from those mentioned above**	The Nomination and Remuneration Committee shall decide whether the Vested Options as on that date can be exercised by the Option Grantee or not, and such decision shall be final.	The Nomination and Remuneration Committee shall decide whether the unvested Options as on that date can be exercised by the Option Grantee or not, and such decision shall be final.

Exercisability of Vested Options and continuity of Vesting of Unvested Options in case of transfer of an Option Grantee from the rolls of the Company to that of its associate company or any of its subsidiary company or holding company shall be at discretion of the Nomination and Remuneration Committee as per Applicable Laws as prevailing at the relevant time.

The Options shall be deemed to have been exercised when an Option Grantee makes an application in writing in prescribed format to the Company or by any other means as decided by the Nomination and Remuneration Committee, for the issuance of Shares against the Options vested in him, subject to payment of Exercise Price and compliance of other requisite conditions of Exercise including satisfaction of tax liability thereon.

(i) Appraisal process for determining the eligibility of employees for the ESOP 2022

The Eligibility Criteria of Employees would be determined on the basis of one or more of the following parameters:

(a) Tenure of the Employee;
(b) Performance of the Employee;
(c) The present and potential contribution of the Employee to the growth of the Company

(j) Maximum number of options to be issued per employee and in aggregate

The maximum number of Options that may be offered under the ESOP 2022 per Employee and in aggregate whether in any one or more financial year(s), shall be less than 1% of the issued equity share capital (excluding outstanding warrants and conversions) of the Company at the time of the Grant of such Options. Subject to this ceiling, the Nomination and Remuneration Committee reserves the right to decide the number of Options to be granted and the maximum number of Options that can be granted to each Employee.

(k) Maximum quantum of benefits to be provided per employee under the ESOP 2022

The aggregate number of equity shares upon Exercise of all Options under this Scheme, shall not exceed 300,000 (Three Lacs) equity shares of face value of Rs. 2, each fully paid up, of the Company.

(l) Whether the ESOP 2022 is to be implemented and administered directly or through a trust

The ESOP 2022 shall be implemented and administered directly by the Company, under the superintendence of the NRC.

(m) Whether the ESOP 2022 involves new issue of equity shares or secondary acquisition of equity shares or both

The ESOP 2022 contemplates issue of fresh equity shares by the Company.

(n) Lock-in Period

The Shares issued upon Exercise of Options shall be freely transferable and shall not be subject to any lock-in period restriction after such Exercise.

Provided however that the Shares allotted on such Exercise cannot be sold for such period from the date of allotment in terms of code of conduct for prevention of insider trading of the Company, if any, read with Securities Exchange Board of India (Prohibition of Insider Trading), Regulations, 2015, as amended or such other period as may be stipulated from time to time in terms of such Code; as applicable.

(o) Transferability of Stock Options

The Options shall not be pledged, hypothecated, mortgaged or otherwise alienated in any other manner except as expressly permitted under this Scheme.

The Options shall not be transferable to any person except as expressly permitted under this Scheme.

No person other than the Option Grantee to whom the Options are granted shall be entitled to exercise the Options except in the event of the death of the Option Grantee. If due to Permanent Disability, an Option Grantee is unable to exercise the Options, the Nomination and Remuneration Committee may permit the nominee of the disabled Option Grantee to exercise the Options on his behalf.

(p) Amount of loan to be provided for implementation of the scheme(s) by the Company to the trust, its tenure, utilization, repayment terms, etc.

This is currently not contemplated under the present ESOP 2022.

(q) Maximum percentage of secondary acquisition that can be made by the trust for purposes of the ESOP 2022

Not applicable

(r) Accounting and Disclosure Policies

The Company shall follow the IND AS 102 on Share based Payments and/ or any relevant Accounting Standards and the disclosure requirements of the Accounting Standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 (18 of 2013) including any 'Guidance Note on Accounting for employee share based Payments' issued in that regard from time to time.

(s) Method of option valuation

The Company shall use the fair value method or such valuation method as may be prescribed from time to time in accordance with applicable laws for valuation of the Stock Options granted, to calculate the employee compensation cost.

(t) Variation of terms of Scheme

The Board on the recommendation of the Nomination and Remuneration Committee may from time to time amend, alter or terminate the Scheme or any Grant or the terms and conditions thereof, provided that no such amendment, alteration or termination of any Grant previously made may be carried out, which would impair or prejudice the rights of any Option Grantee.

Provided further that the Board shall not amend or vary the terms of the Scheme which were specifically approved by the shareholders while approving the Scheme in any manner, without the approval of the shareholders.

(u) Declaration

The Company will use fair value method for option valuation and therefore declaration regarding disclosure for difference between the employee compensation cost based on intrinsic value and fair value is not applicable.

(v) Certificate from the Secretarial Auditor

The Board of Directors shall at each annual general meeting place before the members a certificate from the Secretarial Auditor of the Company that the Scheme(s) has been implemented in accordance with the prescribed regulations and in accordance with the resolution of the Company in the general meeting.

(w) Rights of the option holder

The option holder shall not have right to receive any dividend or to vote or in any manner enjoy the benefits of a shareholder in respect of option granted to him/her, till equity shares are allotted upon exercise of such option.

(x) Terms & conditions for buyback, if any, of specified securities covered under these regulations.

The procedure for buy-back of specified securities issued under these regulations, if to be undertaken at any time by the company, in terms of the applicable laws.

The Board recommends the resolution set out at Item No. 1 of the accompanying notice for your approval as special resolution.

None of the Directors or Key Managerial Personnel, except to the extent of options granted to them / shares held by them, of the Company and their relatives are interested in the said resolution set out at item no. 1 of the accompanying notice.

SHARDA MOTOR INDUSTRIES LIMITED
CIN: L74899DL1986PLC023202
Regd. Office: D-188, Okhla Industrial Area, Phase I, New Delhi-110020
Tel.: +91 11 4733 4100; Fax: +91 11 2681 1676
Email: investorrelations@shardamotor.com; Website: www.shardamotor.com

By order of the Board of Directors
For Sharda Motor Industries Limited

Place: Delhi
Date: 27.05.2022

Nitin Vishnoi
Executive Director & Company Secretary

शारदा मोटर इण्डस्ट्रीज लिमिटेड

CIN: L74899DL1986PLC023202

पंजी. कार्या.: डी-188, ओखला औद्योगिक क्षेत्र, फेज-I, नई दिल्ली-110020,
फोन नं. +91 11 4733 4100, फैक्स: +91 11-2681 1676
ई-मेल: investorrelations@shardamotor.com वेबसाइट www.shardamotor.com

सूचना

एतद्द्वारा सूचित किया जाता है कि कम्पनी अधिनियम, 2013 ("अधिनियम") की धारा 110 और अन्य लागू प्रावधान, यदि कोई हो के साथ पठित कम्पनी (प्रबंधन एवं प्रशासन) नियम, 2014 ("नियम") के साथ पठित कॉर्पोरेट कार्य मंत्रालय ("एमसीए") द्वारा जारी किये गये सामान्य परिपत्र सं. 14/2020 दिनांक 8 अप्रैल, 2020, सं. 17/2020 दिनांक 13 अप्रैल, 2020, सं. 22/2020 दिनांक 15 जून, 2020, सं. 33/2020 दिनांक 28 सितम्बर, 2020, सं. 39/2020 दिनांक 31 दिसम्बर, 2020, सं. 02/2021 दिनांक 13 जनवरी, 2021, सं. 10/2021 दिनांक 23 जून, 2021, सं. 20/2021 दिनांक 8 दिसम्बर, 2021 और सं. 2 एवं 3/2022 दिनांक 5 मई, 2022 ("एमसीए परिपत्र") और भारतीय प्रतिभूति एवं विनिमय बोर्ड ("सेबी") द्वारा जारी परिपत्रों/अधिसूचनाओं (वर्तमान में उस पर लागू सभी संशोधन या पुन: अधिनियमन सहित, समय-समय पर यथासंशोधित और सेबी एवं एमसीए द्वारा जारी किये गये अन्य लागू नियम एवं विनियम, यदि कोई हो, तथा ऐसे अन्य लागू विनियम, परिपत्र या अधिसूचनाएं के अनुपालन में केवल इलेक्ट्रॉनिक माध्यम द्वारा वोटिंग ("रिमोट ई-वोटिंग") के माध्यम से डाक मतपत्र द्वारा शारदा मोटर इंडस्ट्रीज लिमिटेड ("कम्पनी") के शेयरधारकों के अनुमोदन के लिए प्रस्तावित विशेष व्यवसाय के प्रस्ताव पर डाक मतपत्र के माध्यम से वोट दिया जाएगा।

1. एमसीए एवं सेबी के कथित परिपत्रों के अनुसरण मे, व्याख्यात्मक विवरण तथा उस पर संलग्न अन्य दस्तावेजों के साथ डाक मतपत्र सूचना केवल उन सदस्यों को ई-मेल द्वारा भेजी जाएगी जिनके ई-मेल पते कम्पनी या डिपॉजिटरी प्रतिभागी के पास पंजीकृत हैं। कथित व्याख्यात्मक विवरण के साथ कथित डाक मतपत्र सूचना कम्पनी की वेबसाइट www.shardamotor.com और स्टॉक एक्सचेंजों की वेबसाइट यथा बीएसई लिमिटेड एवं नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड क्रमश: www.bseindia.com एवं www.nseindia.com पर भी उपलब्ध होगी। कथित दस्तावेज सेन्ट्रल डिपॉजिटरी सर्विसेज (इंडिया) लिमिटेड की वेबसाइट www.evotingindia.com पर भी उपलब्ध होंगे।

2. कम्पनी अपने सभी सदस्यों जिनका नाम कट ऑफ तिथि अर्थात् शुक्रवार, 3 जून, 2022 को दर्ज है, उनको डाक मतपत्र की सूचना में निर्धारित सभी प्रस्तावों पर अपना वोट रिमोट ई-वोटिंग सुविधा ("रिमोट ई-वोटिंग") के माध्यम से वोट देने की सुविधा उपलब्ध करा रही है। रिमोट ई-वोटिंग अवधि बृहस्पतिवार, 9 जून, 2022 को प्रात: 9.00 बजे (आईएसटी) प्रारंभ होगी और शुक्रवार, 8 जुलाई, 2022 को सायं 5.00 बजे (आईएसटी) समाप्त होगी।

3. रिमोट ई-वोटिंग की विस्तृत प्रक्रिया डाक मतपत्र सूचना में संलग्न नोट्स खंड में दी गई है। रिमोट ई-वोटिंग/ई-वोटिंग के माध्यम से वोट देने हेतु लागइन क्रेडेंशियल्स सदस्यों को ई-मेल के माध्यम से उपलब्ध कराए जाएंगे। सदस्यगण जो ई-मेल प्राप्त नहीं करते हैं या जिनके ई-मेल पते कम्पनी/डिपॉजिटरी प्रतिभागी के पास पंजीकृत नही हैं, वे डाक मतपत्र की सूचना में दिये गये नोट्स में दिये गये निर्देशों का पालन करके लॉगइन क्रेडेंशियल्स जेनरेट कर सकते हैं।

4. ई-मेल पता पंजीकरण एवं अपडेट करने की प्रक्रिया:

क) भौतिक प्रारूप में शेयर धारण करने वाले सदस्यगण जिन्होंने अपना ई-मेल पता कम्पनी के पास पंजीकृत/अपडेट नही कराया है, उनके अनुरोध है कि वे निम्नलिखित दस्तावेजों की स्कैन की गई प्रति कम्पनी/रजिस्ट्रार एंड शेयर ट्रांसफर एजेंट, अलंकित एसाइनमेंट्स लिमिटेड ("आरटीए") को ई-मेल investorrelations@shardamotor.com/rta@alankit.com पर भेजें:

1. अपना नाम, फोलियो नं. एवं पता वर्णित करते हुए हस्ताक्षरित अनुरोध पत्र
2. पैन कार्ड की स्व-सत्यापित प्रति और
3. पते का प्रमाण (अर्थात् आधार कार्ड, ड्राइविंग लाइसेंस, मतदाता पहचान पत्र, पासपोर्ट) की स्व-सत्यापित प्रति

ख) डिमेटिरियलाइज्ड प्रारूप में शेयर धारण करने वाले सदस्यगण जिन्होंने अपना ई-मेल पता डिपॉजिटरी प्रतिभागियों के पास पंजीकृत/अपडेट नही कराया है, उनके अनुरोध है कि वे अपने डिपॉजिटरी प्रतिभागी के पास अपना ई-मेल पता पंजीकृत/अपडेट कराएं।

5. सदस्यों से अनुरोध है रिमोट ई-वोटिंग के माध्यम से वोट देने के निर्देश सहित डाक मतपत्र सूचना में निर्धारित सभी नोट्स को भली-भांति पढ़ लें। इस संबंध में किसी भी प्रकार की सहायता के लिए कृपया कम्पनी/आरटीए/सीडीएसएल को उनके ई-मेल क्रमश: investorrelations@shardamotor.com/rta@alankit.com या lalitap@alankit.com पर सम्पर्क करें।

कृते शारदा मोटर इण्डस्ट्रीज लिमिटेड
हस्ता./-
नितिन विश्नोई
कार्यपालक निदेशक एवं कम्पनी सचिव

दिनांक: 6 जून, 2022
स्थान: नई दिल्ली

SHARDA MOTOR INDUSTRIES LIMITED

CIN: L74899DL1986PLC023202
REGD. OFFICE: D-188, OKHLA INDUSTRIAL AREA, PHASE-I, NEW DELHI-110020
Tel.: +91-11-47334100, Fax: +91-11-26811676
E-Mail: investorrelations@shardamotor.com, Website: www.shardamotor.com

NOTICE

Notice is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Management and Administration) Rules, 2014 ("the Rules"), read with the General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 02/2021 dated January 13, 2021, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021, and No. 2& 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") and Circulars / Notifications issued by Securities & Exchange Board of India ("SEBI") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time and other applicable laws and regulations, if any) and such other applicable Regulation(s), circular(s) or Notification(s) as issued by MCA and SEBI, that the resolution(s) to be provided in the Postal Ballot Notice, being Special Business is proposed for the approval of shareholder(s) of Sharda Motor Industries Limited ("the Company") through postal ballot through voting by electronic means only ("remote e-voting").

1. In accordance with the said circulars of MCA and SEBI, the Postal Ballot Notice along with its explanatory statement and other documents shall be annexed therewith and be sent only by email to all those Members, whose email addresses are registered with the Company or the Depository Participants. The said Postal Ballot Notice along with its explanatory statement shall also be available on the website of the Company at www.shardamotor.com and also on the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The said document shall also be available on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.
2. The Company has engaged Central Depository Services (India) Limited ("CDSL") to provide the remote e-voting facility ('remote e-voting') to all its Members to cast their votes on all the Resolution set out in the Postal Ballot Notice who stood as on the cut-off date i.e., Friday, June 3, 2022. The remote e-voting period commences at 9:00 a.m. (IST) on Thursday, June 9, 2022 and will end at 5.00 p.m. (IST) on Friday, July 8, 2022.
3. The detailed Procedure for remote e-voting has been provided in the Notes section of Postal Ballot Notice, which shall be sent to you shortly. The login credentials for casting votes through remote e-voting/e-voting shall be made available to the Members through email. Members who do not receive email or whose email addresses are not registered with the Company/Depository Participant(s) may generate login credentials by following instructions given in the Notes to Postal Ballot Notice.
4. Manner of registering updating email addresses:
   (a) Members holding shares in physical mode, who have not registered/updated their email addresses with the Company, are requested to send the scanned copy of the following:-
   documents by email to the Company / Registrar and Share Transfer Agent, Alankit Assignments Limited ("RTA") at investorrelations@shardamotor.com / rta@alankit.com or lalitap@alankit.com
   (i) a signed request letter mentioning their name, folio no. and address;
   (ii) self-attested copy of the PAN Card and
   (iii) self-attested copy of Address proof (e.g. Aadhar Card, Driving License, Election Identity Card, Passport).
   (b) Members holding shares in dematerialized mode, who have not registered/updated their email addresses with the Depository Participant(s), are requested to register/update their email addresses with their Depository Participant(s).
5. Members are requested to carefully read all the Notes set out in the Postal Ballot Notice including instructions for casting the vote through remote e-voting. For any assistance in this regard, please contact Company / RTA / CDSL at investorrelations@shardamotor.com / rta@alankit.com or lalitap@alankit.com /

For **Sharda Motor Industries Limited**
Sd/-
Nitin Vishnoi
Executive Director & Company Secretary

Date: June 06, 2022
Place: New Delhi

FINANCIAL EXPRESS

TUESDAY, JUNE 7, 2022