

18th October, 2022



To,
The Manager- Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block,
Bandra- Kurla Complex, Bandra (E)
Mumbai 400 051, India

Subject: Submission of Notice of 1st Extra Ordinary General Meeting of 2022 of Sintercom India Limited

Ref: Series EQ & Symbol: SINTERCOM

Dear Sir/ Madam,

Pursuant to regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of 1st Extra Ordinary General Meeting of 2022 to be held on Thursday, 10th November 2022 at 05.00 pm (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The same is for your information and records.

Thanking you

Yours faithfully,

For Sintercom India Limited



Anuja Joshi
Company Secretary and Compliance Officer

Enclosed: As mentioned above



SINTERCOM

SINTERCOM INDIA LIMITED
CIN: L29299PN2007PLC129627

Registered Office: GAT No.127, At Post Mangrul, Taluka Maval (Talegaon Dabhade) Pune
410507

Tel.: +91-20-4852-2679 Telefax: +91-20-4852-2698

Email: investor@sintercom.co.in Website: www.sintercom.co.in

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the 1st Extra Ordinary General Meeting of 2022 of the members of Sintercom India Limited ("the Company") will be held on Thursday, 10th November, 2022 at 5:00 pm (IST) through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM") to transact following business:

SPECIAL BUSINESS:

Item no.1

To consider the re-appointment of Mr. Madan Godse (DIN: 06987767) as the Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 29th November, 2022 to 28th November, 2027;

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

"**RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 ('Act') and the Companies (Appointment and Qualification of Directors), Rules, 2014, (including any statutory modifications(s) or re-enactment(s) thereof for the time being in force) and as per the Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded to re-appoint Mr. Madan Godse (DIN: 06987767) as an Independent Director of the Company for a second consecutive and final term of five years on expiry of his present term of office, i.e., with effect from 29th November, 2022 to 28th November, 2027 (*first term as an Independent Director of Mr. Madan Godse ends on 28th November, 2022*).

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things which may be necessary for re-appointment of Mr. Madan Godse (DIN: 06987767) as an Independent Director of the Company."

Item no: 2

To approve the re-appointment of Mr. Jignesh Raval (DIN: 01591000) as the Managing Director of the Company for a period of 5 (five) years w.e.f. 01st January, 2023 to 31st December, 2027;

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) thereto or re-enactment thereof for the time being in force) and pursuant to Article of the Articles of Association of the company and subject to any other approvals as may be required, the consent of the members of the company be and is here accorded for re-appointment of Mr. Jignesh Raval (DIN: 01591000), as the Managing Director of the company, for a period of five years on expiry of his present term of office, i.e., with effect from 1st January, 2023 to 31st December, 2027, on the terms and condition including the payment of such remuneration as may be determined by the Board or any of its



Committee, from time to time, within the maximum limits of remuneration for Managing Director approved by the members of the Company on such terms and conditions as set out in the resolution and the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all the 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
Sintercom India Limited**



**Anuja Joshi
Company Secretary & Compliance Officer
Pune, 12th October, 2022**

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

The following statement sets out all material facts relating to the businesses mentioned in this notice for the Extra Ordinary General Meeting of the Members of the Company:

Item No. 1. To consider the re-appointment of Mr. Madan Godse (DIN: 06987767) as the Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 29th November, 2022 to 28th November, 2027

Mr. Madan Godse (DIN: 06987767) in the Board meeting held on 29th November, 2017 was appointed as an Independent Director of the Company for a term of 5 consecutive years till 28th November, 2022 pursuant to the provisions of section 149 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors), Rules, 2014 and Mr. Madan Godse appointment was regularised by the shareholders at the 11th Annual General Meeting of the Company which was held on 20th July, 2018 for a term of 5 consecutive years from 29th November, 2017 to 28th November, 2022.

In terms of provisions of section 149(10) of the Companies Act, 2013, an independent director shall hold office for a period up to five consecutive years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report. In terms of provisions of section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee of the Company shall recommend to the Board of the Directors, the appointment/reappointment of a Director. The Company has received a notice in writing pursuant to Section 160 of the Act, from a Member signifying his intention to propose the candidature of Mr. Madan Godse (DIN: 06987767) as an Independent Director, to be re-appointed under the provisions of Section 149(10) of the Act.

Based on recommendation of the Nomination and Remuneration Committee at its meeting held on 20th July, 2022 and his skills, experience, knowledge, the substantial contribution made by Mr. Madan Godse and performance evaluation by the Board in its meeting on 12th October, 2022, the Board has proposed the re-appointment of Mr. Madan Godse (DIN: 06987767) as an Independent Director for a second consecutive and final term of five years from 29th November, 2022 to 28th November, 2027.

Further, Mr. Madan Godse has provided: -

- a) his consent to act as independent director in Form DIR-2 pursuant to rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014;
- b) intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under section 164(2) of the Act; and
- c) a declaration to the effect that he meets the criteria of independence as prescribed both under section 149(6) of the Act and regulation 16(1)(b) of the SEBI Listing Regulations.

In the opinion of the Board and based on the Board's evaluation, Mr. Madan Godse fulfils the conditions specified in the SEBI Listing Regulations, the Act and the Rules framed thereunder for his re-appointment as an Independent Director of the Company and he is independent of the Management.

A copy of the draft letter for the re-appointment of Mr. Madan Godse as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on all working days except Saturdays and Sundays up to the date of this Extra Ordinary General Meeting.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Madan Godse as an Independent Director. The Board recommends the resolution set forth in Item No. 1 relating to the re-appointment of Mr. Madan Godse as an Independent Director of the Company, who shall be not liable to retire by rotation.

A brief profile and other information as required under Regulation 36 of SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI is provided as Annexure to this Notice.

Except Mr. Madan Godse, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/ are concerned or interested, financially or otherwise, in the said Resolution

Item No. 2. To approve the re-appointment of Mr. Jignesh Raval (DIN: 01591000) as the Managing Director of the Company for a period of 5 (five) years w.e.f. 01st January, 2023 to 31st December, 2027;

The Nomination & Remuneration Committee in its meeting held on 12th October, 2022 recommended for Board's approval the appointment of Mr. Jignesh Raval (DIN: 01591000)) as Managing Director, for the period of 5 (five) years from the expiry of his present term, i.e., with effect from 01st January, 2023 and also recommended remuneration for the period of 3 (three years) with effect from 01st April, 2022 and the Board of Directors in its meeting held on 12th October, 2022 approved the appointment and remuneration of Mr. Raval and recommended the same for approval of shareholders.

Pursuant to the provisions of Section 196 and 197 of the Companies Act, 2013 and Section II of Part II of Schedule V, where in any financial year during the tenure of managing director, a company has no profits or its profits are inadequate, it may, without Central government approval, pay remuneration to its managerial personnel not exceeding Rs. 84 Lakh per annum where the effective capital is Rs. 5 crore and above but less than Rs. 100 crore, provided further that the remuneration in excess of the above limits may be paid if a special resolution is passed in the General Meeting.

It is proposed to seek Members' approval by a Special Resolution, for the re-appointment of and remuneration payable (excess of the limit as prescribed under Section II of Part II of Schedule V) to Mr. Jignesh Raval as a Managing Director, in terms of the applicable provisions of the said Act and the Rules made thereunder.

Broad particulars of the terms of re-appointment of and remuneration payable to Mr. Jignesh Raval are as under:

Particulars	Amount (Rs.)
	(Proposed)
Fixed Remuneration:	
Salaries and Allowances	15,846,607
Other Perquisites <i>(details below)</i>	4,000,000
Total Fixed Remuneration	19,846,607
Variable Remuneration:	
Performance Incentives	5,000,000

The above remuneration is for the period of 3 financial years w.e.f. 01st April, 2022 and shall be subject to review in each financial year reviewed annually by the Nomination and Remuneration Committee and the Board of Directors.

Note: This resolution supersedes the remuneration for FY 2022-2023 which was approved in the 14th Annual General Meeting.

Other Perquisites includes-

- a) Company Provided Car for Official use along with Driver
- b) Personal Accident Policy for him and his immediate family
- c) Group Mediclaim Policy for him and his family.
- d) Contribution to Provident Fund, Superannuation fund or annuity fund (Included in the above salaries and allowance)
- e) Gratuity as per applicable laws

General:

- I. The Managing Director will perform his duties as such with regards to all work of the Company and will manage and attend to such business and carry out the orders and directors given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board.
- II. The Managing Director shall adhere to the Company's Code of Conduct.
- III. The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.
- IV. The office of Managing Director may be terminated by the Company or by him by giving the other party 3 (three) months prior notice in writing.

Mr. Jignesh Raval is not disqualified from being re-appointed as a Director or Managing Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be re-appointed and has given his consent to act as Managing Director of the Company for a period of 5 years. He satisfies all the conditions as set out in Section 196(3) of the said Act and Part-I of Schedule V thereof and hence, is eligible for re-appointment.

A brief profile of Mr. Jignesh Raval is provided in the "Annexure" to the Notice pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The following additional detailed information as per Section – II of Schedule V is as follows:

I. General Information:	
a) Nature of industry	Manufacturing Sector
b) Date or expected date of commencement of commercial production.	01st August, 2009
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable
d) Financial performance based on given indicators	FY 21-22 Gross Revenue: INR. 59.88 Crore, EBITDA: INR 5.40 Crore Cash Profit: INR 2.52 Crore Loss after Tax: INR. 3.84 Crore
e) Foreign investments or collaborators, if any	Joint venture with Miba Sinter Austria GmbH since 2011 and Technology Transfer Agreements dated January 19, 2011 and July 28 th 2018 entered with Miba Sinter Austria GmbH. The Total foreign investment received in equivalent INR is Rs 534.60 million
II. Information about the appointee:	

a) Background Details	Jignesh Raval, aged 52 years, an Indian inhabitant, residing at of The Balmoral Estate, Flat No B-901 Sr. No. 117/P/118/1, 118/2, 118/3/5, Baner Pune 411045, Maharashtra, India, is the Promoter and Managing Director of Sintercom. He has been on the Board of Directors of our Company since January, 2008. He holds a degree in Bachelor of Engineering (Production) from Shivaji University. He has around 24years of work experience in automotive industry which includes 9 years of work experience at Tenneco Automotive India Private Limited as an Executive Director-GSCM. He is currently responsible for developing and executing Company's business strategies and overseeing the Company's financial performance, investments and other business ventures.
b) Past remuneration	INR. 1.61 Crore per annum <i>* Considering the pandemic situation and the performance of the Company, Mr. Jignesh Raval has forfeited certain percentage of his salary and incentives during the years 2020-21 and 2021-22.</i>
c) Recognition or awards	Mr. Jignesh Raval has won "Male Entrepreneur of the Year Award" by IPF Industrial Excellence Awards 2020
d) Job profile and his suitability	He is the Managing Director of the Company and devotes whole time and attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.
e) Remuneration proposed	As per the resolution at item no.2 of the Notice convening this Meeting read with explanatory statement thereto
f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses
g) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	1. Remuneration drawn as Managing Director; 2. Jignesh Raval has extended his personal guarantees for securing the repayment of certain bank loans obtained by our Company;
III. Other information:	
a) Reasons of loss or inadequate profits	This was mainly due to COVID-19 second wave which affected the industry in Q1 FY22 in the month of May-2021 and first two weeks of June-2021, where mostly all the customers announced the shut down due to COVID-19 and secondly restriction on the use of industrial oxygen during the period by the government which negatively impacted the auto industry sales for the Q1FY22. Further, company also suffered loss of revenue during Q2FY 22 due to the global shortages of the semi-conductor chips which disturbed the production at the customer level thereby adversely impacting schedules of the Company during Q2FY22.
b) Steps taken or proposed to be taken for improvement	The key growth driver during the year was mainly due to the new program of getting into the serial production. The Company successfully developed and implemented gear rolling technology during the year. The Company is first mover in this technology in India and has successfully started supplies to one of the leading auto OEM. The Company focused hard on cost optimization, employees training across all functions including the shop floor, a heightened

	focus on customers & new product development, converting fixed cost into variable cost and various cost restructuring exercise were carried out.
c) Expected increase in productivity and profits in measurable terms	Based on the above-mentioned steps taken for improvement the Company will increase the productivity and profitability. Assuming market stability we expect growth of 10% in productivity and profit

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Jignesh Raval under Section 190 of the Act.

Except Mr. Jignesh Raval, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/ are concerned or interested, financially or otherwise, in the said Resolution.

Annexure A

**Additional information on Directors seeking appointment/ re-appointment at the EGM:
(As set out in item no.1 & 2 of this notice)**

In terms of Regulations 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India:

Name of Director	Mr. Madan Godse (DIN: 06987767)
Date of Birth	06-08-1959 (Age: 63 Years)
Date of First Appointment on the Board	29 th November, 2017
Qualification	LLB, M. Com, Company Secretary
Expertise in Specific functional areas	General Management Finance & Risk Management Corporate Governance & Compliance <i>(Please refer Company's website www.sintercom.co.in for detailed profile.)</i>
Terms and Condition of appointment/ Re-appointment	Independent Director for a second and final term of five years from 29 th November, 2022 to 28 th November, 2027, not liable to retire by rotation.
Shareholding in Sintercom India Limited	NIL
Details of Proposed remuneration	Sitting Fees for the number of meetings attended by the Director
List of other Companies in which Directorship	1. Precision Camshafts Limited 2. Worldemp India Private Limited
Membership of the Statutory Committee(s) of Board of Directors of the Company	Please refer Corporate Governance Report
Chairperson /Member of the Committee(s) of Board of Directors of other Companies in which Director is a Member / Chairperson *	
Details of remuneration last Drawn	
No of the Meetings of the Board attended during the year	
Disclosure of relationship with Directors/ KMP's	None

Name of Director	Mr. Jignesh Raval (DIN: 01591000)
Date of Birth	06-02-1970 (Age: 52 Years)
Date of First Appointment on the Board	22 nd January, 2008
Qualification	Graduation in Production Engineering
Expertise in Specific functional areas	Engineering Business Strategies General Management Finance & Risk Management Corporate Governance & Compliance <i>(Please refer Company's website www.sintercom.co.in for detailed profile.)</i>
Terms and Condition of appointment/ Re-appointment	As per the resolution at item no.2 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Jignesh Raval is proposed to be re-appointed as Managing Director
Shareholding in Sintercom India Limited	11,33,035 Equity Shares of Rs. 10/- each
Details of Proposed remuneration	As per the resolution at item no.2 of the Notice convening this Meeting read with explanatory statement thereto
List of other Companies in which Directorship	<ol style="list-style-type: none"> 1. AJ Fibertek India Private Limited 2. ANA Cyber Forensic Private Limited 3. Unique Auto Sourcing Private Limited 4. Biorhythm Fitness LLP 5. Vasuki Trikuta LLP 6. BRN Industries Limited, Mauritius.
Membership of the Statutory Committee(s) of Board of Directors of the Company	Please refer Corporate Governance Report
Chairperson /Member of the Committee(s) of Board of Directors of other Companies in which Director is a Member / Chairperson *	
Details of remuneration last Drawn	
No of the Meetings of the Board attended during the year	
Disclosure of relationship with Directors/ KMP's	

Notes for Members attention

1. Virtual Meeting

The Ministry of Corporate Affairs (“MCA”) has vide its General Circular no. 2/2022 dated May 5, 2022* permitted the holding of the Extra Ordinary General Meeting (“EGM” or “Meeting”), through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. Members participating through the VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013 (“Act”).

Further, the Securities and Exchange Board of India (“SEBI”) vide its Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022** has granted further relaxations to ensure the EGM is conducted effectively. In compliance with the provisions of the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the EGM of the Company is being held through VC / OAVM.

The deemed venue for the EGM will be the Registered Office of the Company. Since the EGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.

2. Electronic copy of the Notice of the Extra Ordinary General Meeting

- a) In compliance with the MCA Circulars and SEBI Circulars, Notice of the EGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories.
- b) Members may note that the Notice will also be available on the Company’s website www.sintercom.co.in, websites of the Stock Exchanges, i.e. National Stock Exchange of India Limited at www.nseindia.com respectively and website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com

3. Register to receive communications electronically

Members who have not registered / updated their e-mail address or mobile number with the Company but wish to receive all communication from the Company electronically may register / update their e-mail and mobile numbers on by sending email on investor@sintercom.co.in.

Members are also encouraged to register / update their e-mail addresses or mobile number with the relevant Depository Participant.

**General Circular no. 02/2022 dated May 5, 2022 read with General Circular no. 02/2021 dated January 13, 2021, General Circular no. 20/2020 dated May 5, 2020, General Circular no. 14/2020 dated April 8, 2020 and General Circular no. 17/2020 dated April 13, 2020 (collectively referred to as “MCA Circulars”).*

***Circular no SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as “SEBI Circulars”).*

4. Proxy and Attendance

The EGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM.

Since the EGM will be held through VC/OAVM, the route map of the venue of the EGM is not annexed thereto.

The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

5. Directors seeking appointment / re-appointment

Relevant details with respect of Directors seeking appointment / re-appointment at the EGM, in terms of Regulation 36 of the SEBI Listing Regulations and Clause 1.2.5 of Secretarial Standards on General Meetings, are set out in Annexure A, which also form part of this Notice.

6. Authorised Representative

Institutional / Corporate Shareholders (i.e. other than individuals HUF, NRI. etc.) are required to send a scanned copy (PDF / JPG Format) of its Board or governing body Resolution / Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting.

The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address to Mr. Sunil Nanal at sunil.nanal@kanjcs.com with a copy marked to the Company Secretary at investor@sintercom.co.in

7. Document open for inspection

Terms of appointment of Independent Director, Terms of re-appointment of Managing Director and the relevant documents referred to in the Notice will be available upon login at NSDL e-voting system at <https://www.evoting.nsdl.com> during the EGM.

All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of EGM. Members seeking to inspect such documents can send an email to investor@sintercom.co.in.

Members seeking any information with regard to the accounts or any matter to be placed at the EGM, are requested to write to the Company on or before Wednesday 02nd November, 2022 through email on investor@sintercom.co.in. The same will be replied by the Company suitably.

8. E-voting

Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company is pleased to provide the facility to Members to exercise their right to vote, on the Resolutions proposed to be passed at EGM, by electronic means.

The Company has engaged the services of NSDL to provide the remote e-voting facility and the e-voting system on the date of the EGM.

The Company has appointed Mr. Sunil Nanal (Membership No. F5977, C.P. No: 2809), Partner M/s. Kanj & Co. LLP, Practicing Company Secretaries (email id: sunil.nanal@kanjcs.com) address: Aishwarya Sankul, Near Joshi Railway Museum Kothrud, Pune- 411038, to act as the Scrutinizer and to scrutinize the entire e-voting process (i.e. remote e-voting and e-voting at the EGM) in a fair and transparent manner.

Remote e-voting: Important Dates

Cut-off date <i>(for determining the Members entitled to vote on the resolutions set forth in this notice)</i>		Thursday, 03 rd November, 2022
Remote e-voting period <i>(During this period, members of the Company as on the cutoff date may cast their vote by remote e-voting)</i>	Commence from	9:00 a.m. IST, Monday, 07 th November, 2022
	End at	5.00 p.m. IST, Wednesday, 09 th November, 2022 <i>(The remote e-voting module shall be disabled for voting thereafter by NSDL)</i>
URL for remote e-voting		NSDL: https://eservices.nsdl.com/ or https://www.evoting.nsdl.com/ CDSL: https://web.cdslindia.com/myeasi/home/login or https://www.cdslindia.com/

Remote e-voting: Procedure

I. Depository: For Individual Shareholders holding securities in demat mode

Step No.	For Shareholders holding securities with NSDL	For Shareholders holding securities with CDSL
Registered User		
1	The URL for users to login for NSDL IDeAS facility: https://eservices.nsdl.com either on a personal computer or on a mobile.	The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.
2	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.	Login through their User Id and password.
3	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.	After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.
4	Click on Company name or e-Voting service provider name and you will be re-directed to	Click on e-Voting service provider name to cast your vote.

	e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.	
First time user		
5	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	Option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiRegistration
Alternative Method		
6	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.	The user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page.
7	Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section.	SKIP
8	A new screen will open. You will have to enter your User ID (i.e. your sixteen (16) digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen.	SKIP
9	After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.	SKIP
10	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.	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 provided links for the respective ESP where the E Voting is in progress.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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.

In case shareholders / members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL / CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

II. NSDL e-voting: Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode

Step No.	For first time user- NSDL e-voting and other than Individual shareholders						
1	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.						
2	Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.						
3	A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://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 Step 2 i.e. Cast your vote electronically.						
4	Your User ID details are given below: <table border="1" data-bbox="396 1140 1393 1472"> <thead> <tr> <th>Manner of holding shares i.e. Demat (NSDL or CDSL)</th> <th>Your User ID is:</th> </tr> </thead> <tbody> <tr> <td>a) For Members who hold shares in demat account with NSDL.</td> <td>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*****.</td> </tr> <tr> <td>b) For Members who hold shares in demat account with CDSL.</td> <td>16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****</td> </tr> </tbody> </table> <p><i>Note: Total shareholding of the Company is in demat form, so the details required for physical shareholding is not mentioned.</i></p>	Manner of holding shares i.e. Demat (NSDL or CDSL)	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*****
Manner of holding shares i.e. Demat (NSDL or CDSL)	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*****						
5	Password details for shareholders other than Individual shareholders are given below: <ol style="list-style-type: none"> If you are already registered for e-Voting, then you can use your existing password to login and cast your vote. 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. 						

	<p>c) How to retrieve your 'initial password'?</p> <p>(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email 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'.</p> <p>(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.</p>
6	<p>If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:</p> <p>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</p> <p>b) 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 etc.</p> <p>c) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.</p>
7	After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8	Now, you will have to click on "Login" button.
9	After you click on the "Login" button, Home page of e-Voting will open

III. E-voting during EGM

Step No.	E-voting during EGM
1	After successful login at as per the steps mentioned above in point I and II, you will be able to see all the companies "EVEN" in which you are holding shares and who's voting cycle and General Meeting is in active status.
2	Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3	Now you are ready for e-Voting as the Voting page opens
4	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
5	Upon confirmation, the message "Vote cast successfully" will be displayed
6	You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7	Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

IV. E-voting – Important Instructions

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.
5. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
6. Shareholders / members holding multiple folios / demat account shall choose the voting process separately for each of the folios / demat account.
7. 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 1020 990 and 1800 22 44 30 or send a request to Mr. Sanjeev Yadav at evoting@nsdl.co.in

V. Attending the EGM through NSDL platform:

Step No.	For all the shareholders
1.	Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system.
2	The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Members will be provided with a facility to attend EGM through VC/OAVM through the NSDL e-Voting system which will open 30 minutes before the scheduled time of the EGM. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
3	After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed.
4	Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

Note:

1. *Members are encouraged to join the Meeting through Laptops for better experience.*
2. *Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.*
3. *Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.*

9. Speaker registration for the EGM

1. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 (seven) days prior to meeting i.e. Thursday, 03th November, 2022 mentioning their name, demat account number / folio number, e-mail ID, mobile number at investor@sintercom.co.in.
2. Only those shareholders who have registered themselves as a speaker will be allowed to express their views / ask questions during the Meeting.
3. Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
4. Shareholders are requested to speak only when moderator of the Meeting / management will announce the name and serial number for speaking.
5. Please note that the Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the EGM.
6. Other shareholders may ask questions to the panelist, via active chat-board during the meeting.
7. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 (seven) days prior to meeting i.e. Thursday, 03rd November, 2022 mentioning their name, demat account number / folio number, e-mail ID, mobile number at investor@sintercom.co.in. These queries will be replied to by the Company suitably by e-mail.

10. Other information related to e-voting

- a. A person, whose name is recorded in the register of members or in the register of beneficial owners of the Company, as on the cut-off date i.e. Thursday, 03rd November, 2022 only shall be entitled to avail the facility of e-voting, either through remote e-voting and voting at the EGM.
- b. A person who is not a member as on the cut-off date should treat this notice for information purposes only.
- c. Members who have cast their vote by remote e-voting prior to the EGM will be entitled to attend the EGM and their presence shall be counted for the purpose of quorum. However, they shall not be entitled to cast their vote again. In case a member casts his vote by more than one mode of voting including remote e-voting, then voting done through remote e-voting shall prevail and other shall be treated as invalid.
- d. Voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e., Thursday, 03rd November, 2022.
- e. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holds shares as of the cut-off date may follow the procedure for remote e-voting as enumerated in detail hereinabove. They may also refer to the FAQs and e-voting manual available at www.evoting.nsdl.com (under help section) or write an e-mail to investor@sintecom.co.in
- f. Every client ID no. / folio no. will have one vote, irrespective of number of joint holders. However, in case the joint holders wish to attend the meeting, the joint holder whose name is higher in the order of names among the joint holders, will be entitled to vote at the EGM.
- g. The members may also update their mobile number and e-mail ID in the user profile details of their respective client ID no. / folio no., which may be used for sending future communication(s).

11. Other Information for Shareholders:

- a. Members are requested to contact the Company's Registrar & Share Transfer Agent (RTA), Link Intime India Pvt. Ltd, Address at Block No. 202, 2nd Floor, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune - 411001 (Phone No. 020-2616 1629/2616 0084; Fax No. 020-2616 3503; email id: pune@linkintime.co.in) for reply to their queries/ redressal of complaints, if any, or contact

Ms. Anuja Joshi at the registered office of the Company (Phone +91 20 4852 2679, Email: investor@sintercom.co.in)

- b. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). **All the Shares of the Company are held in dematerialized form.*
- c. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Act. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility.

12. General Instructions:

- a. Shareholders / Members are encouraged to join the Meeting through Tablets / Laptops connected through broadband for better experience.
- b. Shareholders / Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- c. Please note that Shareholders / Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio / Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- d. At the EGM, the Chairperson shall, at the end of discussion on the resolutions on which voting is to be held, allow e-voting at the EGM.
- e. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, not later than 48 (forty-eight) hours of the conclusion of the EGM, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- f. The results along with the consolidated Scrutinizer's Report shall be declared by means of:
 - (i) dissemination on the website of the Company i.e. www.sintercom.co.in and
 - (ii) communication to National Stock Exchange of India Limited thereby enabling them to disseminate the same on their respective websites.