

May 24, 2024

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai 400 051
Trading Symbol: “SOLARINDS”
Through NEAPS

To,
BSE Limited
Floor no.25, PJ Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 532725
Through BSE Listing Center

Sub: Submission of the Postal Ballot Notice.

Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Madam,

1. Pursuant to Regulation 30 of SEBI Listing Regulations read with Schedule-III of the said Regulations, please find enclosed herewith a copy of the Notice of Postal Ballot dated **May 16, 2024**, seeking approval of the Members of the Company through Postal Ballot (remote e-voting only) for the Special Businesses set out in the Notice.
2. In accordance with the relevant circulars issued by the Ministry of Corporate Affairs, the said Notice of Postal Ballot is being sent only through electronic mode to those Members whose names appear in the Register of Members/List of Beneficial Owners as on **Friday, May 17, 2024 (“cut-off date”)** and who have registered their email addresses with Depository Participant(s) or with Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company. In light of the MCA Circulars, physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelope are not being sent to the Members.
3. In compliance with the provisions of sections 108 and 110 of the Companies Act, 2013 read with relevant rules made thereunder and Regulation 44 of the Listing Regulations, the Company is pleased to provide remote e-voting facilities to its Members, to enable them to cast their votes electronically. For this purpose the Company has engaged the services of National Securities Depository Limited (“NSDL”).

Solar Industries India Limited

Regd. Office : “Solar” House, 14, Kachimet, Amravati Road, Nagpur - 440 023, INDIA

☎ (+91)712-6634555/567 📠 (+91)712-2500200-201 ✉ solar@solargroup.com

CIN : L74999MH1995PLC085878 🌐 www.solargroup.com



Safety • Quality • Reliability

4. The remote e-voting period will commence from **09:00 a.m. (IST) on Monday, May 27, 2024** and ends on **5:00 p.m. (IST) on Tuesday, June 25, 2024**, both day inclusive. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Friday, May 17, 2024**.

This is for your information and record.

The above Information is also available on the Website of the Company at www.solargroup.com

Kindly acknowledge the receipt of the same.

Yours truly,

For Solar Industries India Limited

Khushboo Pasari
Company Secretary &
Compliance Officer

Solar Industries India Limited

Regd. Office : "Solar" House, 14, Kachimet, Amravati Road, Nagpur - 440 023, INDIA

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CIN : L74999MH1995PLC085878 🌐 www.solargroup.com



Safety • Quality • Reliability

Solar Industries India Limited

Corporate Identification No.(CIN): L74999MH1995PLC085878

Registered Office: "Solar" House 14, Kachimet, Amravati Road, Nagpur-440023 (M.S)

Tel: 0712-6634567/6 | Fax: 0712-6634578/79

E-mail id: investor.relations@solargroup.com | Website: www.solargroup.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time]

Dear Member(s),

NOTICE is hereby given to the Members of Solar Industries India Limited ("**the Company**") pursuant to the provisions of Sections 110, 108 of the Companies Act, 2013 ("**Act**") and other applicable provisions, if any, of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), as amended from time to time, along with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 5, 2022 and with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (Collectively referred to as "**MCA Circulars**") , Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force) that the following Special business set out below is proposed to be passed by the Members of Solar Industries India Limited, through Postal Ballot by electronic means ("**remote e-voting**") only.

In compliance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Act read with Rule 20 of

the Companies (Management and Administration) Rules, 2014, as amended, the Company is providing the facility of remote e-voting to its Members, to enable them to cast their votes electronically on the resolution set out in this Postal Ballot Notice. For this purpose, the Company has engaged the services of National Securities Depository Limited ("**NSDL**") for facilitating voting through electronic means ("**remote e-voting**"), as the authorised agency. Members are requested to go through the detailed "**INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING**" and other Notes appended to this Postal Ballot Notice. The Notice is also available on the website of the Company www.solargroup.com.

The remote e-Voting facility would be available during the following period:

Commencement of e-Voting	May 27, 2024
End of e-Voting	June 25, 2024

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting not later than 5.00 p.m. (IST) on Tuesday, June 25, 2024. The remote e-voting facility will be disabled by NSDL immediately thereafter.

In case your email address is not registered, please follow the process mentioned in the Notes to this Postal Ballot Notice for registering the same.

SPECIAL BUSINESS:

ITEM NO. 1: APPOINTMENT OF SHRI DINESH KUMAR BATRA (DIN: 08773363) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Dinesh Kumar Batra (DIN: 08773363), who was appointed as an Additional

Director (Non-Executive Independent Director) of the Company by the Board through Circular resolution dated March 28, 2024, on the recommendation of Nomination and Remuneration Committee and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold the office for the first term of 2 (Two) consecutive years commencing from April 1, 2024 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT The Board of Directors (including its Committee thereof) and/or Mrs. Khushboo Pasari, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

By Order of the Board of Directors,
For **Solar Industries India Limited**

Date: May 16, 2024

Place: Nagpur

Registered office:

“Solar” House, 14,
Kachimet, Amravati Road,
Nagpur – 440023 (MH).

CIN: L74999MH1995PLC085878

Email id: investor.relations@solargroup.com

Website: www.solargroup.com

Telephone No. 0712- 6634567

Sd/-

(Khushboo Pasari)

Company Secretary & Compliance Officer

Membership No.- F7347

NOTES:

1. The Explanatory Statement and reasons for the proposed Special Business pursuant to Section 102(1) read with Section 110 of the Act, setting out material facts are appended herein below. Further, brief resume of the Director seeking appointment, in terms of Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2, is attached in this notice.
2. The Postal Ballot Notice is being sent to the Members of the Company whose names appear on the Register of Members/List of Beneficial Owners as on **Friday, May 17, 2024**, the cut-off date and who have registered their e-mail addresses with the Company or with the depository(ies)/depository participants. The Members, whose names appear in the Register of Members / List of Beneficial Owners as on **May 17, 2024**, are entitled to vote on the Resolution set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only. As per the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot. The communication of assent or dissent of the Members would only take place through the remote e-voting system.
3. The Board of Directors have appointed CS Tushar S. Pahade (FCS No.: 7784 & COP No.: 8576) Proprietor of M/s T.S. Pahade & Associates, Company Secretaries, as the Scrutinizer for conducting the postal ballot only through electronic means (remote e-voting) process in a fair and transparent manner and he has communicated his willingness to be appointed for the said purpose.
4. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide voting facility by electronic means (remote e-voting) to the Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide e-voting facility to its Members.
5. The remote e-voting period will commence from 09:00 a.m. (IST) on **Monday, May 27, 2024** and ends on 5:00 p.m. (IST) on **Tuesday, June 25, 2024**, both day inclusive. Further, the communication of assent or dissent by the Members on the item of businesses set out in this Notice shall be done through remote e-voting only i.e. casting of votes electronically. Members are requested to record their ASSENT or DISSENT on the resolution set out in this Postal Ballot Notice through remote e-voting only, not later than 5:00 p.m. (IST) **Tuesday, June 25, 2024**, after which the remote e-voting facility shall not be allowed by NSDL. Once the vote is cast, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Friday, May 17, 2024**.
6. The Scrutinizer will submit the results of the e-voting to the Chairman of the Company or any other authorized officer(s) of the Company and based on the report of the Scrutinizer, the results of remote e-voting shall be announced within two working days of conclusion of remote e-voting process, i.e., on or before Thursday, June 27, 2024 and will be communicated to the Stock Exchanges and uploaded on the website of the Company i.e., www.solargroup.com and of NSDL i.e., www.evoting.nsdl.com.
7. The resolution, if passed with requisite majority, shall be deemed to be passed on the last date specified for remote e-voting i.e. **Tuesday, June 25, 2024**. The resolution passed by postal ballot shall be deemed to be passed effectively at a general meeting of the Company.
8. Members who have not registered their e-mail addresses are requested to register the same in respect of shares held in electronic form with their relevant Depository Participant(s) and in respect of shares held in physical form by writing to the Company's email address investor.relations@solargroup.com or email address of Link Intime India Private Limited, Registrar and share transfer agent of the Company at rnt.helpdesk@linkintime.co.in, along with the scan copy of a signed request letter mentioning your folio number, complete address, scanned copy of the share certificate (front and back), email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, Aadhar card) supporting the registered address of the Member.
9. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the remote e-voting process. Members seeking to inspect such documents can send an email to investor.relations@solargroup.com.
10. Remote e-voting shall not be exercised by a proxy.
11. In terms of Regulation 25(2A) of SEBI Listing Regulations effective from November 14, 2022, where a special resolution for the appointment of an independent director fails to get the requisite majority of votes but the votes cast in favour of the resolution exceed the votes cast against the resolution and the votes cast by the public shareholders in favour of the resolution exceed the votes cast against the resolution, then the appointment of such an independent director shall be deemed to have been made under sub regulation (2A).

12. The Instructions for Members for remote e-voting are as under:

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are 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 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
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. 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.

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000
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 toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

- 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, 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 :

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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (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'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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

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

- b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) 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.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- 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.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- 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.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to tusharpahade@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. 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: 022 - 4886 7000 or send a request to Ms. Prajakra Pawale, Executive at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolution set out in this notice:

1. In case shares are held in physical mode please provide scan copy of signed request letter mentioning your folio No., complete address, scanned copy of the share certificate (front and back), email address to be registered along with PAN (self attested scanned copy of PAN card), and any document (such as Driving License, Passport, Bank Statement, Aadhar card) supporting the registered address of the Member to Company's email address at investor.relations@solargroup.com or email address of Link Intime India Private Limited, Registrar and share transfer agent of the Company at rnt.helpdesk@linkintime.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investor.relations@solargroup.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 1

APPOINTMENT OF SHRI DINESH KUMAR BATRA (DIN: 08773363) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company through Circular Resolution dated March 28, 2024, had appointed Shri Dinesh Kumar Batra (DIN: 08773363), as an Additional Director in the capacity of Non-Executive Independent Director of the Company under Section 161 of the Companies Act, 2013 ("the Act") read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Articles of Association of the Company, who shall not be liable to retire by rotation to hold office for the first term of Two (2) consecutive years commencing from April 1, 2024 subject to approval of the Shareholders.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, the appointment of Independent Directors requires approval of the members of the Company. Further, in terms of amendment in the SEBI Listing Regulations effective from January 1, 2022, a listed entity shall ensure that approval of Shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Shri Dinesh Kumar Batra (DIN: 08773363), would require approval of Members of the Company on or before June 30, 2024.

The Company has received a Notice under Section 160(1) of the Companies Act, 2013 from Shri Dinesh Kumar Batra in writing proposing his candidature for appointment as an Independent Director of the Company. Shri Dinesh Kumar Batra has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149 (6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. Further, in terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

Further he is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of a director by virtue of any SEBI order or any other such authority and has successfully registered himself in the Independent Director's data bank maintained by Indian Institute of Corporate Affairs.

In the opinion of the Board, Shri Dinesh Kumar Batra fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Shri Dinesh Kumar Batra aged 61 years, is a Mechanical Engineer from HBIT, Kanpur and holds Post Graduate Diploma in International Marketing, Post Graduate Diploma in Management and Advanced Management Programme. He has a rich experience of over 38 years in various facets of Management like Marketing, Finance, Accounts, Corporate Governance and Risk Management etc. At the time of superannuation in October 2022, he was acting as a Chairman & Managing Director of Bharat Electronics Limited.

The Board, based on the recommendation of Nomination and Remuneration Committee, considers that given his skills, integrity, expertise and experience, the association of Shri Dinesh Kumar Batra (DIN: 08773363), would be beneficial to the Company and it is desirable to avail his services as an Independent Director.

He shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committee thereof or any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board meetings and profit related commission within the limits stipulated under Section 197 read with schedule V of the Act.

Copy of draft letter of appointment of Shri Dinesh Kumar Batra setting out the terms and conditions of appointment is available for inspection to the members by sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at investor.relations@solargroup.com.

Save and except Shri Dinesh Kumar Batra and his relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the Resolution set out in the Notice. Shri Dinesh Kumar Batra is not related to any other Director or Key Managerial Personnel of the Company.

The brief resume of Shri Dinesh Kumar Batra, nature of his expertise in specific functional areas and names of companies in which he hold directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between directors are provided in Annexure to the Notice pursuant to the provisions of (i) Companies Act, 2013 (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board recommends the Special Resolution set out at Item No. 1 of the Notice for approval of the shareholders.

By Order of the Board of Directors,
For Solar Industries India Limited

Date: May 16, 2024

Place: Nagpur

Registered office:

"Solar" House, 14,

Kachimet, Amravati Road,

Nagpur – 440023 (MH).

CIN: L74999MH1995PLC085878

Email id: investor.relations@solargroup.com

Website: www.solargroup.com

Telephone No. 0712- 6634567

Sd/-

(Khushboo Pasari)

Company Secretary & Compliance Officer

Membership No.- F7347

Annexure 1

Details of Directors seeking Appointment.

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard – 2 on General Meetings]

Sr. No.	Particulars	Details/ Information
1.	Name of the Director	Shri Dinesh Kumar Batra (DIN: 08773363)
2.	Date of Birth	October 11, 1962
3.	Age	61 Years
4.	Date of First Appointment	April 1, 2024
5.	Nationality	Indian
6.	Terms and Conditions of Appointment	Appointed as an Additional Director (Non-executive Independent Director) w.e.f. April 1, 2024 for the first term of 2 (two) consecutive years subject to the approval of the shareholders of the Company by means of Special Resolution on or before June 30, 2024.
7.	Qualifications	<ul style="list-style-type: none"> Mechanical Engineering from HBIT, Kanpur Post Graduate Diploma in International Marketing and Post Graduate Diploma in Management and Advanced Management Programme.
8.	Experience (including expertise in specific functional area/ Brief Resume)	He has a rich experience of over 38 years in various facets of Management like Marketing, Finance, Accounts, Corporate Governance and Risk Management etc. At the time of superannuation in October 2022, he was acting as a Chairman & Managing Director of Bharat Electronics Limited.
9.	Name(s) of the listed entities from which the person has resigned from Directorship in the past three years	Bharat Electronics Limited <ul style="list-style-type: none"> Chairman & Managing Director- Attended superannuation on October 31, 2022.
10.	Directorships of other Boards (Listed/ Unlisted) as on date of this Notice	Som Distilleries and Breweries Limited
11.	Chairman/ Member in the committees of Board of other Listed Companies in which he is the Director	Som Distilleries and Breweries Limited <ul style="list-style-type: none"> Chairman- Audit Committee Member- Risk Management Committee
12.	Shareholding in the Company as on date of this Notice	Nil
13.	Relationship with other Directors / Key Managerial Personnel inter-se	Shri Dinesh Kumar Batra is not related to any Director or Key Managerial Personnel of the Company.
14.	Number of meetings of the Board attended during the financial year 2024-25	Shri Dinesh Kumar Batra has attended 1 (One) Board Meeting dated May 16, 2024.
15.	Remuneration last drawn (including sitting fees, if any)	Sitting Fees of ₹ 2,00,000/- paid for attending Board and Committee Meeting dated May 16, 2024.
16.	Remuneration sought to be paid	He shall be paid remuneration by way of fee for attending meetings of the Board or Committees there of or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings.