

4<sup>th</sup> September, 2023

BSE Limited  
Dept. of Corporate Services,  
P. J. Towers, Dalal Street,  
Mumbai 400 001

National Stock Exchange of India Limited  
Listing Department,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai 400 051

Scrip Code: 524667

Symbol: SOTL

Dear Sir/Madam,

**Sub: Notice of 62<sup>nd</sup> Annual General Meeting of the Company**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of 62<sup>nd</sup> Annual General Meeting (AGM) of the Members of the Company scheduled to be held on Friday, 29<sup>th</sup> September, 2023 at 11.00 a.m. through Video Conferencing/Other Audio Visual Means, to transact the business as stated in the Notice convening the AGM.

We request you to take the same on your record and display on the notice board for information of the members of the Stock Exchange and general public.

Thanking you,

Yours faithfully,  
For **Savita Oil Technologies Limited**

Uday C. Rege  
Company Secretary & Executive VP – Legal  
(Compliance Officer)

Encl.: A/a.

# Notice

**NOTICE** is hereby given that the **Sixty-Second Annual General Meeting** of the Members of **SAVITA OIL TECHNOLOGIES LIMITED** will be held on **Friday, 29<sup>th</sup> September, 2023 at 11.00 A.M.** through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the following business:

## **ORDINARY BUSINESS:**

1. To consider and adopt the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2023 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr. Suhas M. Dixit (DIN: 02359138), who retires by rotation and being eligible, offers himself for re-appointment.

## **SPECIAL BUSINESS:**

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 (including any amendments, statutory modifications or re-enactments thereto), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and pursuant to the approval given by the Nomination and Remuneration Committee and the Board of Directors, **Mr. Gautam N. Mehra (DIN: 00296615)** be and is hereby re-appointed as the Managing Director of the Company on non-rotational basis from 1<sup>st</sup> October, 2023 up to 30<sup>th</sup> September, 2028 on remuneration and perquisites and other terms and conditions as set out in the Agreement executed by the Company with Mr. Gautam N. Mehra and earlier approved by the Nomination and Remuneration Committee.”

“FURTHER RESOLVED THAT the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, be and is hereby authorised to vary or increase the remuneration, perquisites and any other

entitlements including the monetary value thereof as specified in the said Agreement to the extent the Board of Directors may consider appropriate, as may be permitted or authorised in accordance with the provisions of the Companies Act, 2013 or re-enactment thereof and/or Rules or Regulations framed there under and to suitably modify the terms of the aforesaid Agreement between the Company and Mr. Gautam N. Mehra to give effect to such variation or increase as the case may be.”

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendments, statutory modifications or re-enactments thereto), and pursuant to the approval given by the Nomination and Remuneration Committee and the Board of Directors, **Mr. Suhas M. Dixit (DIN: 02359138)** be and is hereby re-appointed as the Whole-time Director of the Company from 1<sup>st</sup> October, 2023 up to 30<sup>th</sup> September, 2024 on remuneration, other allowances and perquisites as per the policies of the Company, on the terms and conditions as set out in the Agreement executed by the Company with Mr. Suhas M. Dixit and earlier approved by the Nomination and Remuneration Committee.”

“FURTHER RESOLVED THAT the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, be and is hereby authorised to vary or increase the remuneration, perquisites and any other entitlements including the monetary value thereof as specified in the said Agreement to the extent the Board of Directors may consider appropriate, as may be permitted or authorised in accordance with the provisions of the Companies Act, 2013 or re-enactment thereof and/or Rules or Regulations framed there under and to suitably modify the terms of the aforesaid Agreement between the Company and Mr. Suhas M. Dixit to give effect to such variation or increase as the case may be.”

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Kale & Associates, Cost Accountants (Firm Registration No.001819), appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2024, be paid a remuneration of ₹ 2,50,000/- (Rupees

Two Lakhs Fifty Thousand Only) plus GST thereon and reimbursement of travelling and other out-of-pocket expenses, fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee, for the year 2023-2024.”

By Order of the Board

**U.C.Rege**  
Company Secretary & Executive VP – Legal

Mumbai  
1<sup>st</sup> August, 2023

**EXPLANATORY STATEMENT AS REQUIRED BY SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO.4**

The Board of Directors in its meeting held on 1<sup>st</sup> August, 2023, based on the recommendation of the Nomination and Remuneration Committee, re-appointed Mr. Gautam N. Mehra as the Managing Director of the Company for a period from 1<sup>st</sup> October, 2023 up to 30<sup>th</sup> September, 2028 on non-rotational basis subject to the approval of the Members by Special Resolution at the ensuing Annual General Meeting. Separate Agreement in this regard has been executed between the Company and Mr. Gautam N. Mehra on 1<sup>st</sup> August, 2023.

The appointment of Mr. Gautam N. Mehra is subject to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 (including any amendments, statutory modifications or re-enactments thereto) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

The terms and conditions as contained in the Agreement executed with Mr. Gautam N. Mehra are as under:

**Remuneration:**

- (i) **Basic Salary:** ₹ 9,50,960/- (Rupees Nine Lakhs Fifty Thousand Nine Hundred Sixty only) per month with annual increase as may be decided by the Company from year to year.
- (ii) **Commission:** 1% of the net profits of the Company subject to overall ceilings as laid down in Sections 197, 198 and other applicable provisions of the Companies Act, 2013.
- (iii) **Perquisites:** Perquisites as classified into three categories A, B and C as follows:

**CATEGORY A****Housing:**

Rent free furnished residential accommodation shall be provided by the Company. In case the accommodation is owned by the Company, an amount equivalent to 10 per cent of the salary shall be taken as the perquisite value.

In case no accommodation is provided by the Company, he will be entitled to House Rent Allowance at the rate of 100 per cent of the basic salary.

The Company shall bear the expenses incurred on upkeep and maintenance of his residence and provide and maintain household appliances and bear expenses on furnishings, gas, electricity, water and all utilities, facilities and amenities in the residential accommodation, the monetary value of which may be evaluated as per the Income Tax Rules.

Education Allowance shall be as per the Rules of the Company.

Fixed Allowance of ₹ 3,25,000/- per month.

Medical Expenses Reimbursement/Allowance:

Reimbursement/allowance of medical expenses incurred on himself and his family subject to a ceiling of two month's salary in a year, which entitlement may be carried forward up to the expiry of the contract.

**Leave Travel Allowance:**

For himself and his family once in a year in accordance with the Rules of the Company for the time being in force.

Bonus shall be as per the Rules of the Company.

Performance Linked Incentive shall be as per the Policy of the Company.

**Club Fees:**

Provision of Membership of any two Clubs including entrance fees.

Medical/Personal Life/Accident Insurance as per the Rules of the Company.

**CATEGORY B****Provident Fund:**

Contribution to Provident Fund as per the Company's Rules applicable from time to time to the extent that this is not taxable under the Income Tax Act, 1961.

**Gratuity:**

Gratuity shall be as per the Company Rules.

**Leave Entitlement & Encashment:**

Leave Entitlement shall be as per Company Rules. He shall be permitted to encash unavailed leave as per the Rules of the Company.

## CATEGORY C

### Conveyance:

Provision of car with driver for Company's business and personal use subject to the perquisite value being added as per the Income Tax Act, 1961.

### Telephone:

Provision of telephone facility(ies) subject to he being billed for personal long distance calls.

As per Section 190 of the Companies Act, 2013, the Agreement entered into between the Company and Mr. Gautam N. Mehra as well as the copy of the Memorandum and Articles of Association are available for inspection to the Members at the Registered Office of the Company during business hours on any working day.

The appointment and remuneration of the Managing Director are required to be approved by the Shareholders at the ensuing Annual General Meeting and accordingly, resolution at Item No.4 is placed before the Members of the Company.

Where in any financial year, the Company has no profits or its profits are inadequate, the Company will pay to the Managing Director, minimum remuneration as provided in Section II of Part II of Schedule V to the Companies Act, 2013 as notified from time to time.

The terms and conditions of Mr. Gautam N. Mehra's appointment and remuneration may be altered and varied from time to time by the Board and/or Nomination and Remuneration Committee as it may, in their discretion deem fit, within the limits stipulated under Schedule V to the Companies Act, 2013 or any amendments thereto made hereafter in this regard in such manner as may be agreed to between the Board and/or Nomination and Remuneration Committee and the Managing Director.

Mr. Gautam N. Mehra is a Chemical Engineer and has an MBA from University of California (Berkeley). He was originally appointed as the Managing Director in March, 1997 and continues to be so since then. Under his leadership and guidance, the Company has grown and reached new heights year after year. He has a total experience of more than three decades in the industry.

Mr. Gautam N. Mehra and Mr. Siddharth G. Mehra are interested in this Special Resolution. Apart from them, none of the Directors of your Company/Key Managerial Personnel of the Company/their relatives are concerned or interested, in any way, in this Special Resolution.

He is currently holding 4,49,15,885 equity shares of the Company including 4,45,51,730 equity shares held as member of Association of Persons & HUFs, wherein he is one of the beneficiaries, and as a trustee of family trusts.

The Directors recommend this Special Resolution for your approval.

## ITEM NO.5

The Board of Directors in its meeting held on 1<sup>st</sup> August, 2023, based on the recommendation of the Nomination and Remuneration Committee, re-appointed Mr. Suhas M. Dixit as the Whole-time Director of the Company from 1<sup>st</sup> October, 2023 up to 30<sup>th</sup> September, 2024, subject to the approval of the Members by Ordinary Resolution at the ensuing Annual General Meeting. Separate Agreement in this regard has been executed between the Company and Mr. Suhas M. Dixit on 1<sup>st</sup> August, 2023 based on recommendation of the Nomination and Remuneration Committee.

The remuneration and terms and conditions as contained in the Agreement executed with Mr. Suhas M. Dixit are as under:

1. Basic Salary of ₹ 3,97,900/- (Rupees Three Lakhs Ninety Seven Thousand Nine Hundred only) per month.
2. House Rent Allowance at the rate of 25% of the Basic Salary.
3. Education Allowance and Other Allowances of ₹ 100/- and ₹ 4,86,454/- per month respectively.
4. Reimbursement/allowance of medical expenses incurred on himself and his family subject to a ceiling of 5% of the basic salary.
5. Leave Travel Allowance for himself and his family once in a year in accordance with the Rules of the Company for the time being in force.
6. Bonus as per the Rules of the Company.
7. Ex-gratia/Performance Linked Incentive as per the Policy of the Company.
8. Medical/Accident Insurance for himself and his spouse in accordance with the Rules of the Company.
9. Contribution to Provident Fund as per the Rules of the Company applicable from time to time to the extent that this is not taxable under the Income Tax Act, 1961.

10. Gratuity as per the Rules of the Company.
11. Leave entitlement as per the Rules of the Company. He shall be permitted to encash unavailed leave as per the Rules of the Company.
12. Provision of car with reimbursement of salary for driver as per the Company's Policy for Company's business and personal use.
13. Provision of telephone facility(ies) subject to he being billed for personal long distance calls.

Mr. Suhas M. Dixit is a Member of the Institute of Chartered Accountants of India as well as a Member of the Institute of Cost Accountants of India. He has vast experience in the fields of Finance and Taxation spanning over 4 decades. He has been working as the Chief Financial Officer of the Company. The Company believes that his presence on the Board will be beneficial to the Company. He is currently holding 85 equity shares of the Company.

The appointment of Mr. Suhas M. Dixit is subject to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 (including any amendments, statutory modifications or re-enactments thereto).

As per Section 190 of the Companies Act, 2013, the Agreement entered into between the Company and Mr. Suhas M. Dixit as well as the copy of the Memorandum and Articles of Association are available for inspection to the Members at the Registered Office of the Company during business hours on any working day.

The appointment and remuneration of Mr. Suhas M. Dixit is required to be approved by the Shareholders at the ensuing General Body Meeting and accordingly, the resolution at Item No.5 is placed before the Members of the Company.

Where in any financial year, the Company has no profits or its profits are inadequate, the Company will pay to Mr. Suhas M. Dixit, minimum remuneration as provided in Section II of Part II of Schedule V to the Companies Act, 2013 as notified from time to time.

The terms and conditions of Mr. Suhas M. Dixit's appointment and remuneration may be altered and varied from time to time by the Board and/or Nomination

and Remuneration Committee as it may, in their discretion deem fit, within the limits stipulated under Schedule V to the Companies Act, 2013 or any amendments thereto made hereafter in this regard and in such manner as may be agreed to between the Board and/or Nomination and Remuneration Committee and Mr. Suhas M. Dixit.

None of the Directors of your Company/Key Managerial Personnel of the Company/their relatives are concerned or interested, in any way, except Mr. Suhas M. Dixit in this Ordinary Resolution.

Your Directors recommend this Ordinary Resolution for your approval.

#### ITEM NO.6

The Board, based on the recommendation of the Audit Committee, has approved the re-appointment of Kale & Associates, Cost Accountants (Firm Registration No.001819) having address at 703, Sushil Apartment, Kaka Sohni Marg, Off. Gadkari Marg, Thane (West), Thane 400602 as Cost Auditors to conduct the audit of the cost records of the Company for the year ending 31<sup>st</sup> March, 2024 on a remuneration of ₹ 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) plus GST.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, consent of the Members has been sought for passing an Ordinary Resolution as set out at Item No.6 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March, 2024.

None of the Directors/Key Managerial Personnel of the Company/their relatives are concerned or interested, in any way, in the resolution set out at Item No.6 of the Notice.

Your Directors recommend this Ordinary Resolution for your approval.

By Order of the Board

**U. C. Rege**

Company Secretary & Executive VP – Legal

Mumbai

1<sup>st</sup> August, 2023

## NOTES

1. Pursuant to the Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, Circular No.17/2020 dated 13<sup>th</sup> April, 2020, Circular No. 20/2020 dated 5<sup>th</sup> May, 2020, Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, Circular No. 19/2021 dated 8<sup>th</sup> December, 2021, Circular No. 21/2021 dated 14<sup>th</sup> December, 2021, Circular No. 02/2022 dated 5<sup>th</sup> May, 2022 and 10/2022 dated 28<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs (“MCA”) and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023 issued by Securities and Exchange Board of India (“SEBI”) (hereinafter collectively referred to as the “Circulars”), Companies are allowed to hold the Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company will be held through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM through VC/OAVM 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM 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 AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 in relation to e-Voting facility provided by Listed Companies, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of National Securities Depository Limited (NSDL) for facilitating voting through electronic means. The facility of casting votes by a Member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In compliance with the aforesaid Circulars, Notice of the AGM and the Annual Report has been uploaded on the website of the Company at [www.savita.com](http://www.savita.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Monday, 25<sup>th</sup> September, 2023 at 9:00 A.M. and ends on Thursday, 28<sup>th</sup> September, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. Friday, 22<sup>nd</sup> September, 2023 may cast their vote electronically. 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 22<sup>nd</sup> September, 2023.

#### **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 and joining virtual meeting for Individual Shareholders holding securities in demat mode**

In terms of SEBI circular dated 9<sup>th</sup> December, 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"> <li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> |

**NSDL Mobile App is available on**



| Type of Shareholders   | Login Method   |
|--|--|
| Individual Shareholders holding securities in demat mode with CDSL                                     | <ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then users may use their existing Myeasi username &amp; password.</li> <li>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 &amp; voting during the meeting. Additionally, there is 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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol> |
| 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 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. NSDL and CDSL.**

| Login type   | Helpdesk details   |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |

**B) Login Method for e-Voting and joining virtual meeting 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?**

1. 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.
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 :

| 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<br>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<br>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<br>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](http://www.evoting.nsdl.com).
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting 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 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 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.

**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 [csmanship.raut@mpandassociates.in](mailto:csmanship.raut@mpandassociates.in) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request at [evoting@nsdl.co.in](mailto: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 resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of Shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to [legal@savita.com](mailto:legal@savita.com).
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 Aadhaar Card) to [legal@savita.com](mailto:legal@savita.com). If you are an Individual Shareholder 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 and joining virtual meeting for Individual Shareholders holding securities in demat mode.
3. Alternatively Shareholder/Members may send a request to [evoting@nsdl.co.in](mailto: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 9<sup>th</sup> December, 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.

### THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/Shareholders, who will be present in the AGM 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
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 AGM shall be the same person mentioned for Remote e-voting.

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM 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. After successful login, you can see link of "VC/OAVM" placed under "Join Meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.

5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at [legal@savita.com](mailto:legal@savita.com). The same will be replied by the Company suitably.

### GENERAL INSTRUCTIONS TO THE MEMBERS

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item Nos. 4, 5 and 6 above is annexed hereto and forms part of the Notice. Further, as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations") and the provisions of the Secretarial Standard No. 2 on General Meetings, details of Directors seeking re-appointment are set out as "Annexure A" and brief profiles of the Directors proposed to be re-appointed are set out as "Annexure B" in the Explanatory Statement to this Notice.
2. All documents referred to in the accompanying notice and the explanatory statement are open for inspection by the Members at the registered office of the Company on all working days during 11:00 A.M. to 1:00 P.M. For obtaining copies of any such documents through electronic means Members may write to the Company Secretary by sending an email to [legal@savita.com](mailto:legal@savita.com) till the date of the AGM.
3. The Shareholders seeking information on Accounts published herein are requested to kindly furnish their queries to the Company by sending an email to [legal@savita.com](mailto:legal@savita.com) at least seven days before the date of the Meeting to facilitate satisfactory replies.
4. The Shareholders are requested to (a) intimate, if shares are held in the same name or in the same order and names, but more than one folio to enable the Company to consolidate the said folios into one folio, and (b) notify immediately any change in their recorded address, along with pin code numbers, to the Company.
5. The Shareholders are requested to forward shares for transfer and related communication to the Share Transfer Agent or to the Registered Office of the Company.
6. Under sections 124(5) of the Companies Act, 2013 the unclaimed and unpaid dividend amount for a

- period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. Accordingly, during the year, the Company has transferred an amount of Rs.2.70 lakhs pertaining to the unpaid and unclaimed dividend for the year 2014-2015 to IEPF.
7. The Ministry of Corporate Affairs has taken a corporate “Green Initiative in the corporate governance” by allowing paperless compliance by Companies. Accordingly, the Notice of the AGM along with Annual Report for the year 2022-2023 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has specifically requested for a physical copy of the same. In order to support the “Green Initiative”, the Members who have not yet registered their e-mail addresses are requested to register the same with R&T Agent/Depositories.
  8. The Register of Members and the Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2023 to 29<sup>th</sup> September, 2023 (both days inclusive).
  9. MP & Associates, Company Secretaries have been appointed as the Scrutinizers for providing facility to the Members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
  10. The results of remote e-voting as well as voting done during the meeting along with the Scrutinizer’s Report shall be displayed on the website of the Company [www.savita.com](http://www.savita.com) and on the website of NSDL [www.nsdl.co.in](http://www.nsdl.co.in) within two days from the passing of the resolutions at the 62<sup>nd</sup> Annual General Meeting of the Company to be held on Friday, 29<sup>th</sup> September, 2023 at 11.00 A.M. and shall be communicated to the stock exchanges, where the shares of the Company are listed.

By Order of the Board

**U. C. Rege**

Company Secretary & Executive VP – Legal

Mumbai

1<sup>st</sup> August, 2023

**ANNEXURE-A**

Details of Directors seeking re-appointment at the 62<sup>nd</sup> Annual General Meeting to be held on 29<sup>th</sup> September, 2023 Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meetings

| Name of the Director   | Mr. Gautam N. Mehra  | Mr. Suhas M. Dixit  |
|--|--|---|
| DIN  | 00296615   | 02359138  |
| Date of birth  | 05/08/1961   | 17/10/1958  |
| Age  | 62 years   | 64 years  |
| Date of appointment  | 25/03/1997   | 01/07/2017  |
| Relationship with Directors and Key Managerial Personnel   | Father of Mr. Siddharth G. Mehra   | None  |
| Expertise in specific Functional Area  | Business Management  | Finance & Accounts  |
| Qualification(s)   | B.E. (Chem), M.B.A., University of California (Berkeley)   | Bachelor of Commerce, Chartered Accountant, Cost & Works Accountant |
| Experience   | More than 3 decades  | Over 4 decades  |
| List of Directorship held in other companies as on 31 <sup>st</sup> March, 2023                                | <ul style="list-style-type: none"> <li>• Savita Petro Additives Ltd.</li> <li>• Chemi-Pharmex Private Limited</li> <li>• Savita GreenTec Limited</li> <li>• Basant Lok Trading Company (A Private Company)</li> <li>• Kurla Investment and Trading Co. Private Limited</li> <li>• Khatri Investments Private Limited</li> <li>• Savita Finance Corporation Limited</li> <li>• Mansukhmal Investments Private Limited</li> <li>• Naved Investment and Trading Co. Pvt. Ltd.</li> <li>• Manufacturers of Petroleum Specialties Association</li> <li>• Savita Polymers Limited</li> </ul> | Savita Polymers Limited   |
| Chairmanship/Membership of the Committees of other public limited companies as on 31 <sup>st</sup> March, 2023 | 1 Chairmanship<br>1 Membership   | 2 Memberships   |
| a. Audit Committee   | 0  | 0   |
| b. Stakeholders' Relationship Committee  | 0  | 0   |
| c. Nomination & Remuneration Committee   | 1 (Savita Polymers Limited)  | 1 (Savita Polymers Limited)   |
| d. CSR Committee   | 1 (Savita Polymers Limited)  | 1 (Savita Polymers Limited)   |
| e. Any other Committee(s)  | 0  | 0   |

| Name of the Director   | Mr. Gautam N. Mehra  | Mr. Suhas M. Dixit   |
|--|--|--|
| Number of equity shares held as on 31 <sup>st</sup> March, 2023                        |  |  |
| a) Own   | 3,64,155   | 85   |
| b) For other persons on a beneficial basis   | 4,45,51,730  | Nil  |
| Number of Board Meetings attended during the FY 2022-2023                              | Five   | Five   |
| Terms and conditions of re-appointment   | Explanatory Statement pertaining to Item No. 4 of the Notice contains the terms and conditions of re-appointment.    | Explanatory Statement pertaining to Item No. 5 of the Notice contains the terms and conditions of re-appointment.    |
| Details of remuneration sought to be paid  | Explanatory Statement pertaining to Item No. 4 of the Notice contains the details of remuneration sought to be paid. | Explanatory Statement pertaining to Item No. 5 of the Notice contains the details of remuneration sought to be paid. |
| Remuneration last drawn  | ₹ 6,24,57,903 for FY 2022-2023   | ₹ 1,32,03,874 for FY 2022-2023   |
| List of Directorship held in other listed companies as on 31 <sup>st</sup> March, 2023 | None   | None   |

**ANNEXURE-B**

Brief profiles of Directors seeking re-appointment at the 62<sup>nd</sup> Annual General Meeting to be held on 29<sup>th</sup> September, 2023

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

**Gautam N. Mehra**

Mr. Gautam N. Mehra is a Chemical Engineer and has an MBA from University of California (Berkeley). He was originally appointed as the Managing Director in March, 1997 and continues to be so since then. Under his leadership and guidance, the Company has grown and reached new heights year after year. He has a total experience of more than 3 decades in the industry.

**Suhas M. Dixit**

Mr. Suhas M. Dixit is a Member of the Institute of Chartered Accountants of India as well as a Member of the Institute of Cost Accountants of India. He has vast experience in the fields of Finance and Taxation spanning over 4 decades. He has been working as the Chief Financial Officer of the Company for over 2 decades.