



## The Sukhjit Starch and Chemicals Limited

(CIN: L15321PB1944PLC001925)

**Registered Office:** Sarai Road, Phagwara, Punjab, 144401

**Email:** [sukhjit@sukhjitgroup.com](mailto:sukhjit@sukhjitgroup.com)

**Phone:** 01824-468800 / 260314 / 260216

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## NOTICE

NOTICE is hereby given that the 79<sup>th</sup> Annual General Meeting of the Members of The Sukhjit Starch & Chemicals Ltd. will be held on Friday, the 11<sup>th</sup> day of August, 2023 at 10.00 A.M. at the Registered Office of the Company at Phagwara to transact the following business :-

### ORDINARY BUSINESS

1. To receive, consider and adopt the Directors' Report, Auditors' Report and Audited Financial Statements for the year ended 31.03.2023.
2. To appoint Director in place of Smt. Manjoo Sardana (DIN: 08533106) who retires by rotation and being eligible, offers herself for re-appointment.

### SPECIAL BUSINESS

3. To consider and if thought fit to pass with or without modification(s) the following resolution as a special resolution :

**"RESOLVED THAT** pursuant to the provisions of section 149, 150, 152, 161 & other applicable provisions (if any) of the Companies Act, 2013 and rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) read with the Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the consent of the members be & is hereby granted to the re-appointment of Sh. Tarsem Singh Lally (DIN No. 00381009), as a Non Executive Independent Director of the Company for a further period of 3 years i.e. w.e.f. 13<sup>th</sup> August, 2023 to hold office upto 12/08/2026.

4. To consider and if thought fit to pass with or without modification(s) the following resolution as a special resolution :

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, other applicable provisions (if any) of the Companies Act, 2013 and rules made

there under (including any statutory modification or re-enactment thereof for the time being in force) read with the Schedule V to the Companies Act, 2013, the consent of the members be and is hereby granted to the re-appointment of Shri M.G. Sharma (DIN: 00398326) as the Executive Director (Fin) & CFO of the Company for a further period of 3 years i.e. with effect from 1<sup>st</sup> June, 2023 to 31<sup>st</sup> May, 2026, on the terms & conditions including remuneration as are set out in the Explanatory Statement annexed hereto with the liberty to the Board of Directors to alter and vary and / or modify the terms & conditions of the re-appointment including remuneration etc. payable to Shri M.G. Sharma within the limits specified in the Schedule V to the Companies Act, 2013 and / or any amendment thereto as may be made by the Central Government from time to time and as may be agreed between the Board of Directors and Shri M.G. Sharma".

5. To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2024, by passing with or without modification(s) the following resolution as an ordinary resolution :

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification or re-enactment thereof, for the time being in force, the remuneration fixed by the Board of Directors payable to the Cost Auditors for conducting the audit of cost records of the Company for the financial year ending March 31, 2024, be and is hereby ratified".

**By Order of the Board**

Sd/-

**AMAN SETIA**

Vice President (Finance)  
& Company Secretary

Place : Phagwara.  
Dated : 27/05/2023

# EXPLANATORY STATEMENT(S) OF ITEM NO. 3 TO 5

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

## ITEM NO. 3

Sh. Tarsem Singh Lally was appointed as an Independent Director of the Company w.e.f. 13/08/2020 for a period of 3 years, with the necessary approval of the shareholders in the General Meeting. As his existing tenure expires on 12/08/2023, the Board of Directors has recommended his re-appointment for a further period of 3 years w.e.f. 13/08/2023 to 12/08/2026. The Board feels that his decades' long business experience & leadership skill sets will continue to guide the Company and strengthen the composition of the Board. He, being above 75 years of age, his appointment / reappointment requires approval of shareholders by way of special resolution as per the provisions of the Act read with rules thereafter & SEBI (LODR) Regulations, 2015.

The Company requires the shareholder's approval for his re-appointment as the Non-Executive Independent Director of the Company.

The Company has received his consent to act as a Director of the Company u/s 152(5), Notice of Interest u/s 184 (1) and requisite declarations that he is not disqualified for being appointed as Independent Director of the Company in terms of Section 164 of the Companies Act, 2013 read with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He is not related to any of the Directors of the Company under the provisions of the section 2(77) of the Companies Act, 2013. His re-appointment will be made for a further period of 3 years i.e. from 13<sup>th</sup> August, 2023 to 12<sup>th</sup> August, 2026 and he shall not be liable to retire by rotation as per the applicable provisions of the act.

Sh. Tarsem Singh Lally is an Engineering Graduate and an experienced entrepreneur with sound business background. He has lifelong commercial / technical experience of over 48 years in various fields to his credit. He is director of many companies like:

- Lally Motors India PVT. Ltd.
- Lally Motors Services Pvt. Ltd.
- Lally Hotels Pvt. Ltd.
- Dee Aar Finance & investment Pvt. Ltd.
- Lally Motors Pvt. Ltd.
- Prestige Protection Services Pvt. Ltd.
- Lally Performance Cars Pvt. Ltd.

In opinion of the Board, the Independent Director proposed to be appointed / re-appointed fulfill all the conditions specified in the Companies Act, 2013 and the rules made thereunder and is independent of the Management.

The terms and conditions of appointment / re-appointment of the independent director are available for inspection by members at the registered office of the Company and are also available on the website of the Company.

He will be paid sitting fee, reimbursement of travelling expenses incurred for attending the Board Meetings on actual basis and commission on profits, as payable to other Independent Directors of the Company, as per the rules of the Company and in consonance with the provisions of the Companies Act, 2013 read with rules made thereunder as amended time to time.

Save and except Sh. Tarsem Singh Lally and his relatives to the extent of their shareholding interest, if any, in the company with regard to his appointment, none of the other Directors / Key Managerial Personnel and their relatives are in any way, financially or otherwise, concerned or interested, in the above resolution.

## ITEM NO. 4

Shri M. G. Sharma, who is B.Sc, F.C.A, A.C.S, D.B.I.M, has been working with the company since 1981. He was working as Group Senior Vice President & CFO when he was appointed as the whole time director of the Company on 1<sup>st</sup> August, 2016. He is heading finance and commercial functions of the company with due compliance of statutory Acts like Income Tax Act, GST Act and other applicable Acts to the company from time to time. He has been associated with the company for over four decades and has been involved in policy formulation and various other activities like project / product planning & development. He is also actively involved in key areas like procurement of raw materials, marketing of finished products and other commercial activities besides heading the finance functions of the Company. He has attained the age of 70 years. However, the Board feels that it would be in the interest of the Company if he continues as the Executive Director & CFO having regard to his life long experience in the Industry & long association with the Company. As his existing term is expiring on 31/05/2023, the Board, in the overall interest of the Company, recommends the re-appointment of Shri M.G. Sharma as Executive Director (Fin) & CFO of the Company for a further period of 3 years i.e. with effect from 1<sup>st</sup> June, 2023 to 31<sup>st</sup> May, 2026, on the following terms & conditions :

1. The Executive Director (Fin) & CFO shall be vested with the powers of governance & control for the general conduct of business and affairs of the company efficiently and profitably under the superintendence / overall directions of the Board of Directors / the Managing Director.



2. The re-appointment is made with effect from 1<sup>st</sup> June, 2023 to 31<sup>st</sup> May, 2026.

3. REMUNERATION :

(a) Salary & Allowances: ₹ 3.16 Lacs p.m. (Basic Salary ₹ 1.55 lacs & Allowances ₹ 1.61 lacs) (present emoluments) with annual increment as may be decided by the Board of Directors from time to time within the overall limits specified under Schedule V to the Companies Act, 2013.

(b) Perquisites: Perquisites shall be allowed in addition to salary & will be restricted to an amount equal to the annual salary.

Unless otherwise the context requires Shri M. G. Sharma shall be entitled to the following perquisites under three categories :

**CATEGORY 'A'**

- (i) Free furnished company owned / rented accommodation.
- (ii) Medical re-imburement for the expenses incurred for self and family subject to a ceiling of one month's salary in a year or three months salary in a period of three years as per the rules of the Company.
- (iii) Leave Travel Concession to the appointee and his family once in a year as per rules of the Company.
- (iv) Personal Accident Insurance & Mediclaim Insurance as per rules of the company.

**CATEGORY 'B'**

Earned Leave: As per rules of the Company and being presently enjoyed by him.

**CATEGORY 'C'**

Provision of chauffeur driven car for use on company's business and telephone at residence will not be considered as perquisites. However, personal or private use of car shall be billed to the appointee as per rules of the company. The above limits shall be subject to Schedule V of the Companies Act, 2013 and any amendment thereto as may be made by the Central Government from time to time and agreed between the Board of Directors and Shri M.G. Sharma. He shall be entitled to actual entertainment and travelling expenses incurred during the course of business as per rules of the Company. Shri M.G. Sharma will not receive any sitting fee for attending the meeting of the Board of Directors of the Company and shall not, so long as he functions as Executive Director of the Company, become interested or concerned directly or through his wife or children in any selling agency of the company or any of its subsidiary companies, without prior approval of the shareholders (if any required).

Save and except Shri M.G. Sharma and his relatives to the extent of their shareholding interest, if any, in the company

with regard to his appointment, none of the other Directors / Key Managerial Personnel and their relatives are in any way, financially or otherwise, concerned or interested, in the above resolution.

**ITEM NO. 5**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s Khushwinder Kumar & Associates as the cost auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company. Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditors i.e. Audit fee of ₹ 80,000/- plus applicable taxes and reimbursement of travelling/other out of pocket expenses (if any), for the financial year ending March 31, 2024 by passing an Ordinary Resolution as set out at Item No.5 of the Notice.

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

**NOTES :**

1. **A MEMBER ENTITLED TO ATTEND AND A VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Authorised Representatives of the corporate members intending to participate in the AGM pursuant to section 113 of the Act, are requested to send to the company an email at: [cssukhjait@gmail.com](mailto:cssukhjait@gmail.com), a certified copy of the relevant Board Resolution/ Authority Letter etc. authorizing them to attend the meeting.
3. Members intending to seek any clarification on the accounts, in the meeting, are requested to inform the company at least seven days in advance from the date of the Annual General Meeting. In consonance with the MCA circulars/ SEBI circular dated May 12, 2020 and MCA general circular no. 02/2020 dated January 13, 2021 / SEBI circular no. 11 dated January 15, 2021, in view of COVID-19 pandemic, the notice of the AGM along with the Annual Report for the financial year 2022-23 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories, unless any member

has requested for a physical copy of the same. The members, who have not registered their E-mail IDs with the company are, once again, requested to kindly register / update their e-mail IDs by following the below mentioned link <https://www.sukhjitgroup.com/email-registration>

**Members may note that the said Notice and the Annual Report will also be available on the Company's website [www.sukhjitgroup.com](http://www.sukhjitgroup.com) and on the websites of the Bombay Stock Exchange (BSE) [www.bseindia.com](http://www.bseindia.com) & the National Stock Exchange (NSE) [www.nseindia.com](http://www.nseindia.com)**

4. The details of the directors seeking appointment/re-appointment as required by Regulation 26(4) & 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 issued by the Institute of Company Secretaries of India and notified by Central Government are annexed herewith marked as "Annexure1". The Board of Directors has recommended all the proposed appointments/re-appointments of the Directors.
5. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their E-mail IDs by sending written request to our RTA M/s Skyline Financial Services Pvt. Ltd. in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in Demat form, to enable the Company to serve them documents/all communications including Annual Reports, Notices, Circulars etc. in electronic form.
6. Members may please note that SEBI vide its circular dated January 25, 2022 has mandated the listed companies to issue securities in DEMAT form only while processing service requests viz issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available at company's website at <https://www.sukhjitgroup.com/> Form-ISR-4 and on the website of the Skyline Financial Service Pvt. Ltd. at <https://www.skylinerta.com/>. It may be noted that any service request can be processed only after the folio is KYC complaint.
7. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer/ transmission/transposition shall be processed only in DEMAT form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are advised to Dematerialize the shares held by them in physical form. Members can contact the company or Skyline Financial Services Pvt. Ltd, for assistance in this regard.
8. As per the provisions of section 72 of the Act and SEBI circular, the facility for making nomination is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting the Form SH-13 to the RTA in case of shares held in physical form. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the company's website. Members are requested to submit the said details to their DP in case the shares are held by them in DEMAT Form.
9. The Register of Members and the Share Transfer Books of the Company shall remain closed from 05.08.2023 to 11.08.2023 (both days inclusive).
10. The facility of remote E-voting is being provided to the members to cast their votes in regard to the above resolutions. The members, holding shares either in physical form or in demat form, as on the **Cut-Off date** of 04.08.2023 (end of business hours), may cast their vote by e-voting. Any person who acquires shares of the company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date for e-voting, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he/she is already registered with NSDL for remote-e-voting then he/she can use his/her existing user ID and password for casting the vote.
11. Members holding shares in physical form, are requested to notify any change in their bank accounts, addresses and E-mail IDs etc. immediately to the Registrar-cum-ShareTransfer Agents of the Company and members holding shares in Demat form, should furnish the said particulars to their respective Depository Participants.
12. Members are hereby informed that, Dividends which remain unclaimed/unencashed for over a period of 7 years, have to be transferred by the Company to the Investor Education & Protection Fund (IEPF) constituted by the Central Government under section 125 of the Companies Act, 2013. Members can claim the transferred amount from IEPF Authority as per the procedure laid down under the Act & Rules thereunder.
13. Members, who have not en-cashed their dividend warrants for Interim Dividend 2018-19, 2021-22 & 2022-23 and Final Dividend for the financial year 2016-17, 2017-18, 2019-20 & 2020-21 may approach



the company for revalidation of the original dividend warrants or for obtaining duplicate dividend warrants. The unpaid/unclaimed amount will be deposited in the Investors Education and Protection Fund as per the schedule given below :

Dividend for Financial Year	Date of Declaration	Due date for Deposit
2016-2017	27.07.2017	26.07.2024
2017-2018	08.08.2018	07.08.2025
2018-2019 (Interim Dividend)	06.02.2019	05.02.2026
2019-2020	13.08.2020	12.08.2027
2020-2021	06.08.2021	05.08.2028
2021-2022 (Interim Dividend)	11.02.2022	10.02.2029
2022-2023 (Interim Dividend)	05.12.2022	04.12.2029

- Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. Every person, who becomes the nominee under the provisions of the Act, may upon the production of such an evidence, as may be required by the Board, elect either to get himself registered as the holder of the securities or to make such transfers as the case may be, as the deceased holder could have made.
- The Securities & Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to notify their PANs to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PANs to the Company / RTA.
- The Company has appointed Mr. Parminder Pal Singh Rally, Practicing Company Secretary (Membership No. 6861), Partner of M/s P.S. Rally & Associates as 'Scrutinizer' for conducting and scrutinizing the e-voting process in a fair and transparent manner.

### Procedure for remote E-Voting for AGM

- The e-voting period commences on Tuesday, 08.08.2023 (9:00 am) and ends on Thursday, 10.08.2023 (5:00 pm). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the **Cut-Off date** of 04.08.2023 (end of business hours), may cast their vote by e-voting. The e-voting module will be disabled by NSDL for voting upon the expiry of the above period. **Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.**
- The voting rights of the members shall be in proportion to their shares held in the paid-up equity share capital of the Company as on the **Cut-Off Date i.e. 04.08.2023.**
- The Scrutinizer, after scrutinizing the votes cast at the AGM & through e-voting, will not later than 48 hours from the conclusion of the AGM, make a consolidated scrutiniser's report and submit the same to the

Chairperson/Managing Director or a person authorized by him in writing. The results declared along with the consolidated scrutiniser's report shall be placed on the website of the Company-[www.sukhjitgroup.com](http://www.sukhjitgroup.com) and on the website of NSDL. The results shall be simultaneously communicated to the Bombay Stock Exchange and the National Stock Exchange.

- Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed.
- The Company has engaged the services of M/s. National Securities Depository Limited (NSDL) as the Agency to provide e-voting facility.

### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER :-

**The remote e-voting period begins on Tuesday, August 8, 2023 (9:00 a.m. IST) and ends on Thursday, August 10, 2023 (5:00 p.m. IST). 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, August 4, 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 August 4, 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 I: 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"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL <a href="https://eservices.nsd.com">Viz. https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>"Beneficial Owner"</b> icon under <b>"Login"</b> which is available under <b>'IDeAS'</b> 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 <b>"Access to e-Voting"</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select <b>"Register Online for IDeAS Portal"</b> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.  <b>NSDL Mobile App is available on</b>     </li> </ol>
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 use your existing my easi 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. 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>



Type of shareholders	Login Method
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 <b>NSDL</b>	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 <b>CDSL</b>	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 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 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 Physi-cal 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](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 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 is in active status.
  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 [parminderrally@gmail.com](mailto:parminderrally@gmail.com) 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 toll free no.: 1800 1020 990 and 1800 22 44 30 or



send a request to Manager / Astt. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4<sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai- 400013, at the designated email id [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

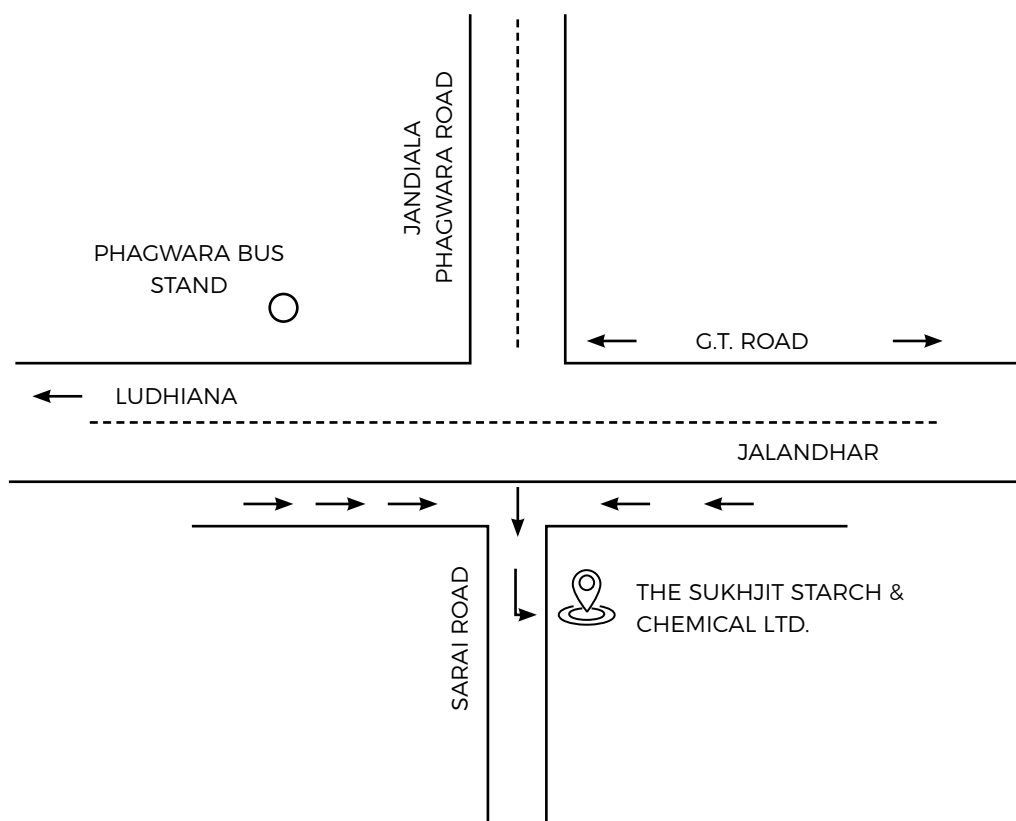
**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

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), AADHAR (self attested scanned copy of Aadhar Card) by email to M/s Skyline Financial Services Private Limited (RTA of the Company at [admin@skylinerta.com](mailto:admin@skylinerta.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 Aadhar Card) to M/s Skyline Financial Services Private Limited (RTA of the Company at [admin@skylinerta.com](mailto:admin@skylinerta.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](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 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.

**Route Map to the venue of the AGM**



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

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

Name of the Director	Smt. Manjoo Sardana	Sh. Tarsem Singh Lally	Sh. M.G. Sharma
<b>DIN</b>	08533106	00381009	00398326
<b>Date of Birth</b>	27-10-1952	17-09-1944	14-06-1953
<b>Age</b>	69	79 years	70 years
<b>Date of first ap-ointment on the Board</b>	08-08-2019	13-08-2020	01-08-2016
<b>Qualifications</b>	Graduate	B.E. (Mechanical)	B.Sc., F.C.A., A.C.S., D.B.I.M.
<b>Experience and Exper-tise</b>	Over 41 years	Over 48 years	Over 40 years
<b>Number of Meetings of the Board attended during the year</b>	8 out of 8	7 out of 8	8 out of 8
<b>List of Directorship of other Board</b>	-----	<ul style="list-style-type: none"> <li>• Lally Motors India Pvt. Ltd.</li> <li>• Lally Motors Services Pvt. Ltd.</li> <li>• Lally Hotels Pvt. Ltd.</li> <li>• Dee Aar Finance &amp; investment Pvt. Ltd.</li> <li>• Lally Motors Pvt. Ltd.</li> <li>• Prince Bus &amp; Transport Co. Ltd.</li> <li>• Lally Performance Cars Pvt. Ltd.</li> <li>• Gautam Iron Mills Pvt. Ltd.</li> <li>• Sukhjit Mega Food Park &amp; Infra Ltd.</li> </ul>	-----
<b>List of Membership / Chairmanship of Committees of other Board</b>	-----	Chairman of Audit Committee of Sukhjit Mega Food Park & Infra Ltd.	-----
<b>Shareholding in The Sukhjit Starch &amp; Chemicals Ltd.</b>	1716097	NIL	5320
<b>Relationship with other directors, manager and other Key Managerial Personnel of the Company</b>	-----	No relationship	-----
<b>Terms and Conditions of appointment or reappointment along with details of remuneration sought to be paid and remuneration last drawn by such person</b>	As per the Nomination & Remuneration Policy of the Company.	As per the Nomination & Remuneration Policy of the Company.	As per the Nomination & Remuneration Policy of the Company.

## THE SUKHJIT STARCH & CHEMICALS LIMITED

Regd. Office : Sarai Road, Phagwara-144401 Distt. Kapurthala, Punjab  
Email : sukhjit@sukhjitgroup.com Website : www.sukhjitgroup.com  
C.I.N. : L15321PB1944PLC001925

### ATTENDANCE SLIP ANNUAL GENERAL MEETING - AUGUST 11, 2023 AT 10.00 A.M.

DP ID.		Name & Address of the registered shareholder
Client ID/Regd. Folio No.		
No. of Shares held		

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.  
I hereby record my presence at the **ANNUAL GENERAL MEETING** of the Company being held on Friday the 11th day of August, 2023 at its Regd. Office at Sarai Road, Phagwara-144401, Distt. Kapurthala, Punjab

Member's/Proxy's Signature

Note : Please complete this and hand it over at the entrance.

### FORM NO. MGT-11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN :	L15321PB1944PLC001925
Name of the Company :	The Sukhjit Starch & Chemicals Limited
Registered Office :	Sarai Road, Phagwara-144401, Distt. Kapurthala, Punjab
Name of the members (s) :	
Registered address :	
E-mail Id :	
Folio No./Client ID	

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

1.	Name		
	Address		
	E-mail ID		Signature
	or failing him		
2.	Name		
	Address		
	E-mail ID		Signature
	or failing him		
3.	Name		
	Address		
	E-mail ID		Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Friday, August 11th, 2023 at 10.00 A.M. at its Regd. Office at Sarai Road, Phagwara-144401, Distt. Kapurthala, Punjab and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.

1.	2.	3.	4.
----	----	----	----

Signed this..... day of ..... 2023.

Signature of shareholder : \_\_\_\_\_

Signature of Proxy holder(s) : \_\_\_\_\_

Affix  
Revenue  
Stamp

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

