



SUJALA TRADING & HOLDINGS LTD.

Regd. Off.: 1A, GRANT LANE, 2ND FLOOR. ROOM NO-202, KOLKATA-700 012 (West Bengal)
Phone: (91-033) 2236-4330, E-mail: sujala_trading@yahoo.com/enquiry @sujalagroup.com,
CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

NOTICE

NOTICE is hereby given that the 42nd Annual General Meeting of the Members of M/s. SUJALA TRADING & HOLDINGS LIMITED is scheduled to be held on Monday, the 21st day of August, 2023 at 1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata-700 012 at 11.30 A.M to conduct the following business:

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2023, i.e, Balance Sheet as at 31st March 2023, the Statement of Profit and Loss and Cash Flow Statement for the Year ended 31st March 2023 the Reports of the Board and Independent Auditor thereon.

2. RE-APPOINTMENT OF MRS. TAPASHI NAHA ROY(DIN- 08195094) AS A DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT:

To appoint Ms. Tapashi Naha Roy (DIN- 08195094), who retires by rotation as a Director and being eligible, offers himself for re-appointment as a Director and in this regard, to consider and pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Tapashi Naha Roy (DIN- 08195094), who retires by rotation at this Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. TO APPROVE, CONFIRM AND RATIFY THE APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY CAUSED DUE TO THE RESIGNATION AND IN THIS REGARD, 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 139(8), 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force), the appointment of M/s N.C.Mitra & Co, Chartered Accountants, (Firm Registration Number: 306027E), as the Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s G C Bafna & Co.,



Chartered Accountants (Firm Registration No. 319104E), to hold office from 25may, 2023, from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting andthat they shall conduct the Statutory Audit for the period ended 2022-2023 on such remuneration as may be fixed by the Board of Directors in consultation with them.,”

4. **APPOINTMENT OF STATUTORY AUDITORS**

To appoint Auditors M/s G C Bafna& Co., Chartered Accountants (Firm Registration No. 319104E) as the statutory auditor of the Company to hold office from the conclusion of this 42th AGM until the conclusion of the 47th AGM of the Company and to fix their remuneration.

By order of the Board
For Sujala Trading & Holdings Ltd

Prerna Mall

Company Secretary

Kolkata, 30th day of May, 2023



NOTES:

1. This intimation is exclusively for those Members whose securities are held at physical mode as of now:

BSE has issued a Circular to Listed Companies on July 05, 2018 informing about amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 8, 2018 has mandated that transfer of securities would be carried out in dematerialized form only. Based on that with effect from December 5, 2018, shares which are lodged for transfer shall be in dematerialized form only. In other words, no transfer of securities which are held in physical mode won't be allowed from December 5, 2018 onwards.

For your reference the web link of the said notification is given hereat:
<https://www.bseindia.com/corporates/Displaydata.aspx?id=cd22b184-1153-4b05-8ad9-d04699161f89&Page=cir>

Hence, you are requested to dematerialise the securities which are held at physical mode as soon as possible and ensure that the signature cards of yours with respect to physically held securities are to be handed over to our RTA i.e. ABS Consultant Private Limited, 4, B.B.D Bag (East), Stephen House, Room No: 99, 6th Floor, Kolkata- 700 001, West Bengal at the earliest once the dematerialization is done.

Necessary information on how to dematerialize your securities is already placed at the Company's website and also here at for your requisite guidance.

Steps to be undertaken to dematerialize your securities:

The Client (Registered Owner) will submit a request to the Depository Participant (DP) in the Dematerialization Request Form (DRF) for dematerialization, along with the certificates of securities to be dematerialized. Before submission, the client has to deface the certificates by writing "SURRENDERED FOR DEMATERIALISATION".

The Depository Participant will verify that the Dematerialization Request Form is duly filled in and the number of certificates, number of securities and the security type (equity, debenture etc.) are as given in the Dematerialization Request Form. If the Dematerialization Request Form and security count are in order, the Depository Participant will issue an acknowledgement slip duly signed and stamped, to the client.

The Depository Participant will scrutinize the Dematerialization Request Form and the certificates. The scrutiny involves the following:

- Verification of the Client's signature on the Dematerialization Request Form with the specimen signature (the signature on the account opening form). If the signature differs, the Depository Participant should ensure the identity of the client.
- Compare the names on Dematerialization Request Form and Certificates with the Client Account.
- Paid-Up Status.
- ISIN (International Securities Identification Number).
- Locked-in status.
- Distinctive numbers.



In case the securities are not in order, they are returned to the client and acknowledgement is obtained. The Depository Participant will reject the request and return the Dematerialization Request Form and certificates in case:

- The Certificate is mutilated or they are defaced in such a way that the material information is not readable. It may advise the Client to send the Certificate to the Issuer/ R&T Agent and get new Certificate issued in lieu thereof.
- A single Dematerialization Request Form is used to dematerialize securities of more than one Company.
- Part of the Certificates pertaining to a single Dematerialization Request Form is partly paid-up, the Depository Participant will reject the request and return the Dematerialization Request Form along with the Certificates. The Depository Participant may advise the Client to send separate request for fully paid-up and partly paid-up securities.
- Part of the Certificates pertaining to a single Dematerialization Request Form is locked-in, the Depository Participant will reject the request and return the Dematerialization Request Form along with the Certificates to the Client.

The Depository Participant may advise the Client to send a separate request for the locked-in certificates. Also, certificates locked-in for different reasons should not be submitted together with a single Dematerialization Request Form.

In case the securities are in order, the details of the request as mentioned in the Dematerialization Request Form are to be entered in the DPM (software provided by NSDL to the Depository Participant) and a Dematerialization Request Number (DRN) will be generated by the system.

The DRN so generated is to be entered in the space provided for the purpose in the Dematerialization Request Form.

A person other than the person who entered the data is expected to verify the details recorded for the DRN. The request will be then released by the Depository Participant which will be forwarded electronically to DM (DM- Depository Module, NSDL's software system) by DPM.

The DM will forward the request to the Issuer / R&T Agent electronically.

The Depository Participant will fill up the relevant portion viz., authorization portion of the Dematerialization Request Form.

The Depository Participant will punch the certificate on the Company Name so that no material information on the Certificate will be destroyed.

The Depository Participant will then dispatch the Certificates along with the Dematerialization Request Form and a covering letter to the Issuer / R&T Agent.

The Issuer / R&T Agent will confirm acceptance of the request for dematerialization in his system DPM (SHR) and the same will be forwarded to the DM, if the request will be found in order.

The DM will electronically authorize the creation of appropriate credit balance in the client's account.

The DPM will credit the client's account automatically.



The Depository Participant must inform the client about the changes in the client's account following the confirmation of the request.

The Issuer / R&T Agent may reject the dematerialization request in some cases. The Issuer /R&T Agent will send an objection memo to the Depository Participant with or without DRF and security certificates depending upon the reason of rejection. The Depository Participant/ Investor has to remove reasons for objection within 15 days, the Issuer / R&T Agent may reject the request and return the Dematerialization Request Form and accompanying

Certificates to the Depository Participant. The Depository Participant, if the Client so requires, may generate a new dematerialization request and send the securities again to the Issuer /R&T Agent. No fresh request can be generated for the same securities until the Issuer / R&T Agent rejects the earlier request and informed NSDL and the Depository Participant about it.

We also like to inform that we have already taken requisite efforts through our RTA i.e. ABS Consultant Private Limited, 4, B.B.D Bag (East), Stephen House, Room No: 99, 6th Floor, Kolkata-700 001, West Bengal by means of sending letter under Registered/Speed post to the holders of physical certificates at their address as presently registered, appraising them about the amendment and sensitise them about the impact of the regulation on the transfer of shares held by them in physical form with effect from December 5, 2018. In this respect you are requested to kindly update your latest address with us in case there is change of your address for communication which is not yet notified to us from your part and who hasn't received the reminder in respect to the above as well.

2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote, instead of him/her. A proxy need not be a member of the Company. In order to be effective, the instrument appointing proxy must reach the Registered Officer of the Company not less than forty-eight hours before the commencement of the meeting. A person can act as proxy on behalf of member(s) not exceeding fifty (50) and holding in the aggregate not more than ten percent of the Paid-Up Capital of the Company carrying voting rights. A member holding more than ten percent of the Paid-Up Equity Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. Members are requested to notify to the Registrar of the Company, M/s. ABS Consultant Private Limited, Stephen House, 6th Floor, Room No. 99, 4, B.B.D. Bag (East), Kolkata – 700 001, West Bengal regarding any change in their address.

3. Members can avail the nomination facility, under Section 72 of the Companies Act, 2013 by submitting Form No. SH.13 as per Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 with the Company. Blank forms will be made available on request.

4. Electronic copy of the Annual Report for Financial Year 2022-2023 is being sent to all Members whose email IDs are registered with the Company's Registrar and Share Transfer Agent/Depository Participants for communication purposes unless any Member has requested for a hard copy of the same **and the same are also uploaded on the Company's website <http://www.sujalagroup.com/annualreport.html>.**

5. The Register of Members and Equity Share Transfer Books will remain closed from 15 August, 2023 to 21 August, 2023 (both days inclusive).

6. Voting through electronic means:



I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members are provided with the E-Voting facilities i.e. to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system provided by Central Depository Services (India) Ltd. (CDSL).

II. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.sujalagroup.com. The Notice can also be accessed from the website of the stock exchanges i.e. BSE Limited (www.bseindia.com) and Calcutta Stock Exchange at <http://listingcompliance.cse-india.com/login.aspx>.

III. Those Shareholders holding shares in physical mode who have not registered/ updated their email addresses with the Company, are requested to register/ update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN Card at sujala_trading@yahoo.com and Members holding shares in dematerialised mode, who have not registered/ updated their email addresses with their Depository Participants, are requested to register/ update their email addresses by contacting their respective the Depository Participants with whom they maintain their demat accounts.

IV. The attendance of the Members attending the AGM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

V. In view of the outbreak of the COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report including Notice of the 42nd AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by Email, to all the Shareholders whose Email IDs are registered with the Company/Depository Participant(s) for communication purpose to the Shareholders and to all other persons so entitled. Further, in terms of the applicable provisions of the Act, SEBI Listing Regulations read with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report including Notice of the 42nd AGM of the Company will be available on the website of the Company at www.sujalagroup.com.

The notice of the **42nd** Annual General Meeting (AGM) of the Company, inter alia, indicating the process and manner of E-Voting process along with printed Attendance Slip and Proxy Form are being dispatched to all the Members through mail. The E-Voting particulars are provided at the bottom of the Attendance Slip for the 42nd Annual General Meeting (AGM):

The Remote E-Voting period will begin on 18th August, 2023 from 9.00 A.M. and ends on 20th August, 2023 till 5.00 P.M. During this period, equity shareholders of the Company, holding equity shares either in physical form or in dematerialized form, as on the **cut-off/entitlement date of 14.08.2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Members of the company, instead of casting their votes by the aforesaid “Remote E-voting” may cast their votes at the venue of the Annual General Meeting through physical ballot papers, which shall be made available at the venue of the AGM and only such Members attending the meeting, who have not cast their vote by remote e-voting, shall be able to exercise their right to vote at the Meeting through ballot papers.

The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM, but shall not be entitled to cast their votes again.

Members, Proxies and Authorised Representatives are requested to bring their attendance slips enclosed herewith, duly completed and signed, mentioning therein the details of their DP ID and Client ID / Folio No. to the venue of the AGM. Duplicate attendance slips or copies of the Report and Accounts will not be made available at the venue of the AGM.



The process and manner for remote e-voting are as under:

Instructions for E-Voting are as under:

- a. Log on to the e-voting website: www.evotingindia.com during the voting period.
- b. Click on “Shareholders” tab
- c. Now, select Electronic Voting Sequence No. as mentioned in the Attendance Slip along with **“SUJALA TRADING & HOLDINGS LTD”** from the drop-down menu and click on “SUBMIT”.
- d. Now Enter your User ID (as mentioned in the Attendance Slip):
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- e. Next enter the Image Verification as displayed and Click on Login.
- f. If you are holding shares in D-mat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- g. However, if you are a first time user, please use the e-Voting particular provided in the Attendance Slip and fill up the same in the appropriate boxes:
- h. After entering these details appropriately, click on “SUBMIT” tab.
- i. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in D-mat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field.
- j. Kindly note that this password is to be also used by the D-mat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- k. For Members holding shares in physical form, the **details in Attendance Slip** can be used only for e-voting on the resolutions contained in this Notice.
- l. Click on the relevant EVSN **“SUJALA TRADING & HOLDINGS LTD”** for which you choose to vote.
- m. On the voting page, you will see **“Resolution Description”** and against the same the option **“YES/NO”** for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- n. Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
- o. After selecting the Resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- p. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- q. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- r. If D-mat account holder has forgotten the **changed password** then enter the User ID and image verification code click on Forgot Password & enter the details as prompted by the system.
- s. For Non – Individual Shareholders and Custodians:

I. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates

 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance user should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.



II. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

III. Once the vote on a resolution is cast by the shareholder by electronic means, the shareholder shall not be allowed to change it subsequently or cast his vote by any other means.

IV. If a person became the member of the company after the dispatch of notice, and then such member may contact the company for Login ID and other e-voting related details.

V. The voting rights of shareholders shall be in proportion of their shares of the Paid-Up equity share capital of the Company as on the cut-off/entitlement date of **14.08.2023**.

VI. Pursuant to the provisions of Section 108 of the Companies Act 2013, read with the rules thereof, Ms. Madhuri Pandey, Practicing Company Secretary, (Certificate of Practice No.21988; Membership No. ACS 48154) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

VII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Papers” for all those members who are present at the AGM but have not cast their votes by availing the mode of remote e-voting facility.

VIII. The Results of voting will be declared within 48 hours from the conclusion of Annual General Meeting. The declared results along with the Scrutinizer’s Report will be available forthwith on the website of the Company www.sujalagroup.com and on the website of CDSL. Such results shall be forwarded to the BSE Limited and Calcutta Stock Exchange Limited.

Details of Director Seeking Re-Appointment at the Forthcoming Annual General Meeting:

(under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015)

Mrs. Tapashi Naha Roy:

Mrs. Tapashi Naha Roy DIN- 08195094 is a Non-Executive Independent Director of the Company. He has been serving to the Company for a period of 4 (four) years above.

The Directorship and Membership of Board Committees of Mrs. Tapashi Naha Roy as on Dates is as under:

- Directorship in listed Company/ies: Sujala Trading and Holdings Limited as the Non-Executive Independent Director.
- Committee Membership in Listed Company/ies: In Sujala Trading and Holdings Limited:
 - ✓ Nomination & Remuneration Committee
 - ✓ Stakeholders Relationship Committee
 - ✓ Audit Committee

Mrs. Tapashi Naha Roy, Director, is not related to any other director of the Company as per Section 2(77) of the Companies Act, 2013.

Route map of the venue of 42nd Annual General Meeting of the Company

