

TRISHAKTI ELECTRONICS & INDUSTRIES LTD.

CIN NO. L31909WB1985PLC039462
GSTIN No. 19AAACT915081ZH

Godrej Genesis, Salt Lake City, Sector – V,
10th Floor, Unit No. 1007, Kolkata – 700 001, INDIA
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Web : www.trishakti.com

August 26, 2021

The Manager Corporate Relationship Department BSE Limited 1st Floor, New Trading Wing, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400001	The Company Secretary The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata-700001
BSE Security Code: 531279	CSE Scrip Code: 10030166

Respected Sir/Madam,

Sub: Notice of 36th Annual General Meeting and Book Closure:

In respect of above captioned matter, we are enclosing herewith Notice of 36th Annual General Meeting and Book Closure.


The Notice of 36th Annual General Meeting and Book closure are also available on the Website of the Company www.trishakti.com

Kindly take the same on your records and acknowledge a receipt of the same.

Thanking you,
Yours faithfully,

For Trishakti Electronics and Industries Limited

Trishakti Electronics & Industries Ltd.



Director.

Suresh Jhanwar
Managing Director
DIN: 00568879

TRISHAKTI ELECTRONICS AND INDUSTRIES LTD.

Regd. Off: Godrej Genesis, Sector-V, 10th Floor, Unit No.1007, Salt Lake City, Kolkata – 700 091

Email id: info@trishakti.com Website: www.trishakti.com Phone No.: 033-40082489

CIN NO.: **L31909WB1985PLC039462**

NOTICE

Notice is hereby given that the 36th Annual General Meeting of the Company will be held on Thursday, the 30th day of September, 2021 at 11.00 A.M through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following business as:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 along with the Reports of the Board of Directors and the Auditors thereon.
2. To declare Final Dividend on equity shares for the financial year ended March 31, 2021.
3. To appoint a Director in place of Mr. Tarun Daga (DIN: 00568726), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

4. To Appoint Mr. Siddhartha Chopra (DIN: 00546348) as an Independent Director of the Company

To consider and if thought fit to pass with or without modifications the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Siddhartha Chopra (DIN: 00546348) who was appointed as an Additional Executive Director on the Board of Directors of the Company with effect from May 04, 2021 and who meets the criteria of Independence as provided under Section 149(6) of the Act and who is eligible for appointment and is recommended by the Board of Directors upon the recommendations of the Nomination and Remuneration Committee for the office of Director as an Independent Director, be and is hereby appointed, in accordance with Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and the corresponding Rules framed there under, as an Independent Director to hold office for a term of 5 (Five) years with effect from the date of this Annual General Meeting.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

5. To appoint Mrs. Shalini Jhanwar (DIN: 06949987) as an Executive Director of the Company

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 Sections 196, 197, 203, Schedule V and any other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Members of the Company be and is hereby accorded to the

appointment of Mrs. Shalini Jhanwar (DIN: 06949987) as an 'Executive Director' of the Company, for a period of three years with effect from 1st April 2021, on a consolidated salary of Rs.50,000/- (Rupees Fifty Thousand only) per month which may be revised, within the limits laid down in Schedule V, by the Nomination & Remuneration Committee at any time during the tenure of her appointment."

"RESOLVED FURTHER THAT the aforesaid remuneration be paid to Mrs. Shalini Jhanwar (DIN: 06949987) as an Executive Director, as minimum remuneration notwithstanding no profits or inadequate profits in any financial year".

6. To approve the change in the name of the company and consequent amendment in memorandum and articles of association of the company:

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

"RESOLVED THAT pursuant to the provisions of Section 13(2), Section 14 and other applicable provisions of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force) and subject to approval of Central Government (Registrar of Companies), consent of the shareholders by way of special resolution be and is hereby accorded to change the name of the Company **"TRISHAKTI ELECTRONICS AND INDUSTRIES LIMITED** to **TRISHAKTI INDUSTRIES LIMITED"**.

7. Amendment in object clause of the memorandum of association of the company:

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

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under and subject to the approval of the Registrar of Companies, Kolkata and with the consent of the shareholders by way of Special Resolution and is hereby accorded to insert after the sub clause (1 & 2) of clause III (A) of the Memorandum of Association of Company:

3. To invest in and acquire, sell, transfer, subscribe, hold dispose of and otherwise deal Portfolio Management Services / Trading in shares, Equity and Derivative stocks, debentures, debenture stocks, Bonds obligations and securities issued or guaranteed by any company constituted or carrying on business India or elsewhere and Equity & debentures, Equity & Debenture stocks, bonds. Obligation and securities issued or guaranteed by any Government, State, dominion, sovereign, ruler, commissioner, public body or authority, supreme, municipal, local or otherwise, whether in India or elsewhere to carry on the Business of Financing Industrial enterprise.
4. To prepare, manufacture, market, trade, import, export, improve, process, sell & Purchase and carry on the business of spices , preservers, growers of fresh and/or preservable products of spices, agro commodities , vegetables, fruits, herbs, flowers, medicines, drinks, fluids and other and generally to carry on the manufacturing of pickles, chutney, masalas, mixtures, vinegars, ketchups, juices, custard powder, powder (edible) drinks, beverages, gelatins, essences, ice creams, milk preparations, table delicacies and to establish to own brand and start supplying to develop buying lead throughout futuristic experience in the industry.

8. To increase Managerial Remuneration payable to Mr Suresh Jhanwar , Managing Director of the company from Rs 30,000/- to Rs 1,00,000/- per month.

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

“RESOLVED THAT in accordance with the provisions of Section 197, Section 198 of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, and the Rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of the Company made in its respective meetings ,approval of the Members of the Company be and is hereby accorded to increase the Managerial Remuneration payable from Rs 30,000/- to Rs 1,00,000/- per month.”

9. To consider appointment of Mr. Dhruv Jhanwar (DIN: 08884131) as a Non-Executive Non-Independent Director.

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

“RESOLVED THAT Mr. Dhruv Jhanwar (DIN: 08884131) who was appointed as an Additional – Non Executive Director of the Company by the Board of Directors with effect from May 04, 2021, in terms of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and whose term of office expires at the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member, as per the provisions of Section 160 of the Companies Act, 2013, proposing Mr. Dhruv Jhanwar (DIN: 08884131), as a candidate for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company and whose office shall be liable to retire by rotation.

Kolkata, August 26, 2021

Registered Office,

Godrej Genesis,
Sector-V, 10th Floor
Unit No. 1007
Salt Lake City
Kolkata - 700 091

By Order of the Board of Directors

Trishakti Electronics and Industries Limited

s/d

Rahul Rungta

Company Secretary & Compliance Officer

NOTES:

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of the Special Business under Item nos. 4 to 9 set above and the details as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') entered with the Stock Exchanges and Secretarial Standard on General meeting (SS-2) in respect of the Directors seeking appointment/ appointment at this Annual General Meeting is annexed hereto.
2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2021 dated April 08, 2021, Circular No.17/2021 dated April 13, 2021 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2021 dated May 05, 2021, physical attendance of the Members to the Annual General Meeting (AGM) venue is not required and Annual General Meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing Annual General Meeting (AGM) through VC/OAVM.
3. Pursuant to the Circular No. 14/2021 dated April 08, 2021, 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 Annual General Meeting (AGM). However, the Body Corporates are entitled to appoint authorized representatives to attend the Annual General Meeting (AGM) through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The Members can join the Annual General Meeting (AGM) in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the Annual General Meeting (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 Annual General Meeting (AGM) without restriction on account of first come first served basis.
5. 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.
6. 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 the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2021, April 13, 2021 and May 05, 2021 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the Annual General Meeting (AGM). For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the Annual General Meeting (AGM) will be provided by NSDL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2021 dated April 13, 2021, the Notice calling the Annual General Meeting (AGM) has been uploaded on the website of the Company at www.trishakti.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and Calcutta Stock Exchange Limited at www.cseindia.com and the Annual General Meeting (AGM) Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

8. The Register of Member and the Share Transfer Books of the Company will remain closed from **24th September 2021** to **30th September 2021** (both days inclusive).
9. Record Date: The record date for the payment of dividend has been field as **Friday 24 September 2021**
10. Dividend: The dividend as recommended by the board if approved at the AGM in respect of equity shares held in electronic form will be payable to the beneficial owners of the shares as on **Friday 24 September 2021** as per the downloads furnished to the company by Depositories for this purpose In case of shares held in physical mode the dividend will be paid to the shareholders whose names shall appear in the company's Register of members as on **Friday 24 September 2021**. The final dividend will be paid on and from 01st October 2021 and will be paid to shareholders within 30 days from date of Annual General Meeting
11. Members whose email address are not registered can register the same in the following manner:
 - a. Members holding share(s) in physical mode can register their e-mail ID by sending an email to the Company by providing requisite details of their holdings and documents for registering their e-mail address; and
 - b. Members holding share(s) in electronic mode are requested to register / update their e-mail address with their respective Depository Participants "DPs" for receiving all communications from the Company electronically.
12. The Company has engaged the services of NSDL as the authorized agency for conducting of the e-AGM and providing e-voting facility.
13. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
14. All documents referred to in the accompanying Notice and the Explanatory Statement can be obtained for inspection by writing to the Company at its email ID info@trishakti.com till the date of AGM.
15. Members are advised to refer to the section titled 'Investor Information' provided in this Annual Report.
16. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, MCS Share Transfer Agent Ltd for assistance in this regard.
17. Shareholders/Investors are advised to send their queries/complaints through the e-mail id info@trishakti.com for quick and prompt redressal of their grievances.
18. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company on or before September 23, 2021 through email on info@trishakti.com the same will be replied by the Company suitably.
19. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the

shares are held by them in electronic form and to MCS Share Transfer Agent Ltd in case the shares are held by them in physical form.

20. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made there under, Shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form SH.13, which is available on the website of the Company.
21. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MCS Share Transfer Agent Ltd, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
22. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
23. Your attention is invited on the Companies (Significant Beneficial Ownership) Amendment Rules, 2019 issued by the Ministry of Corporate Affairs on 8th February 2019. A person is considered as a Significant Beneficial Owner (SBO) if he/she, whether acting alone, together or through one or more individuals or trust holds a beneficial interest of at least 10%. The beneficial interest could be in the form of a company's shares or the right to exercise significant influence or control over the company. If any Shareholders holding shares in the Company on behalf of other or fulfilling the criteria, is required to give a declaration specifying the nature of his/her interest and other essential particulars in the prescribed manner and within the permitted time frame.

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

The remote e-voting period **begins** on **Monday, 27th September, 2021 at 09:00 A.M.** and **ends** on **Wednesday, 29th September, 2021 at 05:00 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. Thursday, 23rd September 2021**, 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 Thursday, 23rd September 2021**.

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 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	1. If you are already registered for NSDL IDeAS facility , please visit the e-Services website of NSDL. Open web browser by typing the

<p>holding securities in demat mode with NSDL.</p>	<p>following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com/. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 options available against company name or e-Voting service provider - 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.
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the

	user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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. Once login, you will be able to see e-Voting option. Once you 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 options available against company name or e-Voting service provider-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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

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

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

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 Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically 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 General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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 Practicing Company Secretary Ms Neha Poddar at **csneha.poddar2710@gmail.com** with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Amit Vishal, AVP / Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the 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 info@trishakti.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 info@trishakti.com. If you are 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 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 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.

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. Member 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 link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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 info@trishakti.com. The same will be replied by the company suitably.

STATEMENT SETTING OUT MATERIAL FACTS IN RESPECT OF THE SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (THE ACT), SECRETARIAL STANDARD-2 ON GENERAL MEETINGS AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (THE LISTING REGULATIONS).

ITEM NO:4

As per the provisions of Sections 149, 152 & Schedule IV of the Companies Act, 2013 read with the relevant Rules there under as amended, the Company had appointed Mr. Siddhartha Chopra as Non-Executive, Independent Directors w.e.f. this Annual General Meeting for the term of 5 years which has been concluded on 30th September 2026. The Company on recommendation of Nomination and Remuneration Committee has appointed Mr. Siddhartha Chopra in the meeting of Board of Directors held on 04th May 2021 subject to approval of members in the forthcoming Annual General Meeting.

As the above named Independent Director is eligible for appointment for a term of five consecutive years subject to approval of the Members by Ordinary Resolution. Above named Independent Director has consented to his appointment and confirmed that he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act. The Company has also received the declaration from the said Director stating that he meets all the criteria of Independence, as prescribed under Section 149(6) of the Act and under Regulation 16 (b) of SEBI (LODR) Regulations, 2015 and he is not been debarred from holding the office of director or continuing as a director of company by SEBI/MCA or any other authority in India or abroad.

Based on the performance evaluation of the Independent Director, the Nomination & Remuneration Committee and the Board of Directors of the Company at their Meeting held on 04th May, 2021 have recommended the appointment of the aforesaid person as an Independent Director for a term of five consecutive years effective from the date as indicated above. During his tenure of appointment, he shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

In the opinion of the Board, he fulfills the conditions for appointment as an Independent Director and he is independent of the Management.

Brief resume of above Independent Director, as stipulated under SEBI (LODR) Regulations, 2015, are provided in the Annexure to this Notice, which is forming part of the Annual Report.

Above named Director has not completed the age of 75 years and hence compliance with Regulation 17(1A) of SEBI (LODR) (Amendment) Regulations, 2018 does not apply to this appointment.

None of the Directors or Key Managerial Personnel of the Company and their relatives other than the concerned Independent Director is in anyway deemed to be concerned or interested, financially or otherwise, in the Resolutions as set out in Item No. 4 of the Notice.

The Board recommends the Ordinary Resolutions as set out in Item No. 4 of the Notice for approval of the Members.

ITEM NO:5

The Board of Directors have re-appointed Mrs. Shalini Jhanwar as an Executive Director of the Company for the period from 1st April, 2021 to 31st March 2024 on the remuneration and other terms and conditions as contained in the resolution. The payment of remuneration to Mrs. Shalini Jhanwar has also been approved by the Nomination & Remuneration Committee of the Company.

Mrs. Shalini Jhanwar is having 8 years of valuable experience in Stock and Money Market. Your Directors are of the opinion that her continued association with the Company and her rich experience will be beneficial to the Company.

The Resolution set out in Item No. 5 of the Notice convening the meeting has to be considered accordingly and the Board recommends the same.

The resolution seeks approval of the members in terms of Sections 196 and 197 read with Schedule – V and other applicable provisions ,if any, of the Companies Act, 2013, and Rules made there under for the appointment of Mrs. Shalini Jhanwar as an Executive Director for a period of three years commencing from 1st April, 2021.

No Director, Key Managerial Personnel or their relatives, except Mr. Suresh Jhanwar & Mr. Dhruv Jhanwar, to whom the resolution relates, are interested or concerned, financially or otherwise in the resolution.

The Board recommends the resolution set forth in Item No.5 for the approval of the members.

ITEM NO. 6

CHANGE IN NAME OF THE COMPANY

The Board of Directors of the company in its meeting held on 14th August 2021 decided to change the name of the company from “**TRISHAKTI ELECTRONICS AND INDUSTRIES LIMITED**” to **TRISHAKTI INDUSTRIES LIMITED**. The change in name is done for numerological purpose and the directors of the company deem fit that the word “ELECTRONICS AND” should be removed so that it is more relevant to the object of the company.

The proposed change of name will not affect any of the rights of the company or of the shareholders / stakeholders of the company. All existing Share Certificates bearing the current name of the company will, after the change of name, continue to be valid for all purposes.

ITEM NO. 7

- To invest in and acquire, sell, transfer, subscribe, hold dispose of and otherwise deal Portfolio Management Services / Trading in shares, Equity and Derivative stocks, debentures, debenture stocks, Bonds obligations and securities issued or guaranteed by any company constituted or carrying on business India or elsewhere and Equity & debentures, Equity & Debenture stocks, bonds. Obligation and securities issued or guaranteed by any Government, State, dominion, sovereign, ruler, commissioner, public body or authority, supreme, municipal, local or otherwise, whether in India or elsewhere to carry on the Business of Financing Industrial enterprise.
- To prepare, manufacture, market, trade, import, export, improve, process, sell & Purchase and carry on the business of spices , preservers, growers of fresh and/or preservable products of spices, agro commodities , vegetables, fruits, herbs, flowers, medicines, drinks, fluids and other and generally to carry on the manufacturing of pickles, chutney, masalas, mixtures, vinegars, ketchups, juices, custard powder, powder (edible) drinks, beverages, gelatins, essences, ice creams, milk preparations, table delicacies and to establish to own brand and start supplying to develop buying lead throughout futuristic experience in the industry.

To enable the company to commence the aforesaid business, it is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the company, by the insertion of sub-clause 3 & 4 of Clause III A after the existing sub-clause 1 & 2 as stated in the resolution in the annexed notice. The above amendment would be subject to the approval of the Registrar of Companies, Kolkata and any other statutory or Regulatory authority, as may be necessary.

The Directors commend the passing of the resolution under item No.7 of the accompanying Notice for the approval of the members of the company.

None of the Directors of the company or their relatives are concerned or interested in the passing of the above resolution.

ITEM NO. 8

To increase overall managerial remuneration payable from Rs 30,000/- to Rs 1,00,000/- and to increase managerial remuneration payable to Mr. Suresh Jhanwar, Managing Director of the Company, provided the same is approved by the members of the Company with requisite majority.

As per the provisions of Income Tax Act, the employees are required to pay tax, on the perquisite value, which is the differential value between the fair market price of share on the date of exercise of options and the exercise price. The perquisite value of the options exercised by the Managing Director during in any Financial Year becomes part of his total remuneration.

Accordingly, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in their meeting held on July 24, 2021 considered the proposal to increase the managerial remuneration payable from Rs 30,000/- to Rs 1, 00,000/- as per Section 198 of the Act, and increase the limit of the remuneration payable to Mr. Suresh Jhanwar for the Financial Year 2021-22.

Accordingly, your Directors submit that the above mentioned increase in the overall limit of managerial remuneration payable to Mr. Suresh Jhanwar. No additional funds other than what have been approved by your Directors and set out under item no. 4 of this Statement will be paid to Mr. Suresh Jhanwar.

Your Directors recommend the Ordinary Resolutions at item nos. 8 of the Notice of AGM respectively to the Members for their approval.

Other than Mr. Suresh Jhanwar, Managing Director and his relatives except Mrs Shalini Jhanwar & Mr Dhruv Jhanwar no other Director and Key Managerial Personnel of the Company including their relatives are interested or concerned, financially or otherwise, in the resolutions set out at item nos.8 of the accompanying notice.

ITEM NO. 9

As per the provisions of Sections 149, 152 & Schedule IV of the Companies Act, 2013 read with the relevant Rules there under as amended, the Company had appointed Mr. Dhruv Jhanwar as Non-Executive, Non-Independent Directors w.e.f. this Annual General Meeting for the term of 5 years which has been concluded on 30th September 2026. The Company on recommendation of Nomination and Remuneration Committee has appointed Mr. Dhruv Jhanwar in the meeting of Board of Directors held on May 4, 2021 subject to approval of members in the forthcoming Annual General Meeting.

Above named Independent Director has consented to his appointment and confirmed that he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act.

The Company has also received the declaration from the said Director stating that he meets all the criteria of Independence, as prescribed under Section 149(6) of the Act and under Regulation 16 (b) of SEBI (LODR) Regulations, 2015 and he is not been debarred from holding the office of director or continuing as a director of company by SEBI/MCA or any other authority in India or abroad.

Based on the performance evaluation of the Independent Director, the Nomination & Remuneration Committee and the Board of Directors of the Company at their Meeting held on May 04, 2021 have recommended the appointment of the aforesaid person as an Independent Director for a term of five consecutive years effective from the date as indicated above. During his tenure of appointment, he shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

In the opinion of the Board, he fulfills the conditions for appointment as Independent Directors and he is independent of the Management.

Brief resume of above Independent Director, as stipulated under SEBI (LODR) Regulations, 2015, are provided in the Annexure to this Notice, which is forming part of the Annual Report.

Above named Director has not completed the age of 75 years and hence compliance with Regulation 17(1A) of SEBI (LODR) (Amendment) Regulations, 2018 does not apply to this appointment.

None of the Directors or Key Managerial Personnel of the Company and their relatives except Mr Suresh Jhanwar & Mrs Shalini Jhanwar other than the concerned Independent Director is in anyway deemed to be concerned or interested, financially or otherwise, in the Resolutions as set out in Item No. 9 of the Notice.

The Board recommends the Ordinary Resolutions as set out in Item No. 9 of the Notice for approval of the Members.

ANNEXURE

Brief Profile of Directors has been provided below-

Name of Director	Shalini Jhanwar	Siddhartha Chopra	Dhruv Jhanwar
Directors' Identification No.	06949987	00546348	08884131
Date of Birth	04 th March 1977	31 st July 1977	16 th January 2001
Date of Appointment on Board	26 th May 2015	04 th May 2021	04 th May 2021
Qualification	Graduate (B.A)	Graduate (B.Com)	Pursuing Graduation(B.Com)
Experience	8 Years Experience in the Field of Money & Capital Market	16 Years Experience in Money and Stock Market	1 Year Experience in Accounts & Stock Market
Terms & Conditions of Appointment / Re-appointment	3 Years commencing from 36 th AGM of the Company	5 Years commencing from 36 th AGM of the Company	5 Years commencing from 36 th AGM of the Company
Remuneration details	Rs.50,000/- Per Month	Sitting fees Rs 5000/- per	Sitting fees Rs 5000/- per

		meeting	meeting
Shareholding in Company	1,12,021	Nil	Nil
Relationship with the Company & Other Directors	Promoter-Director Wife of Mr. Suresh Jhanwar and Mother of Mr. Dhruv Jhanwar	Nil	Director Son of Mr. Suresh Jhanwar & Mrs Shalini Jhanwar
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	NIL	NIL	NIL
No. of Board Meeting attended during the year	16	NIL	NIL
Memberships /Chairmanships of Audit and Stakeholders' relationship Committees across Public Companies as on date	Committee Chairmanship – Nil Committee Membership – Nil	Committee Chairmanship – Nil Committee Membership –1	Committee Chairmanship –NIL Committee Membership – NIL

Registered Office,

Godrej Genesis, Sector-V,
10th Floor, Unit No. 1007
Salt Lake City, Kolkata - 700 091

Dated: August 26, 2021

By Order of the Board of Directors

Trishakti Electronics and Industries Limited

S/d

Rahul Rungta

Company Secretary & Compliance officer