

SASTASUNDAR VENTURES LIMITED

CIN: L65993WB1989PLC047002

Registered Office: Azimganj House, 2nd Floor, 7 Abanindra Nath Thakur Sarani

(Formerly Camac Street), Kolkata - 700 017

Ph: (033) 2282 9330, Fax: (033) 2282 9335

Email: info@sastasundar.com • Website: www.sastasundarventures.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty-second (32nd) Annual General Meeting (AGM) of the Members of Sastasundar Ventures Limited will be held on Tuesday, the 28th September, 2021 at 11.00 A.M. IST through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 (both Standalone and Consolidated), together with Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ravi Kant Sharma (DIN: 00364066) who retires by rotation, and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Appointment of Mrs. Rupanjana De as an Independent Non-Executive Director:**

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 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (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 approval of the Board of Directors of the Company, Mrs. Rupanjana De (DIN: 01560140), who meets the criteria for independence as provided in Section 149(6) of the Act and who was appointed as an Additional Director (Independent) effective from 15th September, 2020, pursuant to the provisions of Section 161 of the Act to hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) years from 15th September, 2020 till 14th September, 2025."

4. **Appointment of Dr. Jayanta Nath Mukhopadhyaya as an Independent Non-Executive Director:**

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 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (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 approval of the Board of Directors of the Company, Dr. Jayanta Nath Mukhopadhyaya (DIN - 09015844), who meets the criteria for independence as provided in Section 149(6) of the Act and who was appointed as an Additional Director (Independent) effective from 22nd June, 2021, pursuant to the provisions of Section 161 of the Act to hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of 3 (three) years from 22nd June, 2021 till 21st June, 2024."

Registered Office:

Azimganj House, 2nd Floor,
7 Abanindra Nath Thakur Sarani
(Formerly Camac Street), Kolkata - 700017
Date : 12th August, 2021
Place : Kolkata

By Order of the Board
Sastasundar Ventures Limited

Pratap Singh
Company Secretary
Mem No.- ACS 24081

NOTES:

- 1) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (the "MCA") has vide its General Circulars No. 14/2020, No. 17/2020 and No. 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively and by General Circular No. 02/2021 dated January 13, 2021 (hereinafter, collectively referred as the "MCA Circulars") read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 respectively (hereinafter, collectively referred as the "SEBI Circulars") has allowed companies to conduct their annual general meetings through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), thereby, dispensing with the requirement of physical attendance of the members at their AGM and accordingly, the 32nd Annual General Meeting (the "AGM" or the "32nd AGM" or the "Meeting") of Sastasundar Ventures Limited (the "Company") is being held through VC or OAVM in compliance with the said circulars and the relevant provisions of the Companies Act, 2013 (as amended) (the "Act") and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations").
- 2) Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
- 3) Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to scrutinizermkb@gmail.com with copies marked to the Company at investors@sastasundar.com and to its RTA at kolkata@linkintime.co.in
- 4) **Registration of email ID and Bank Account details:**

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

- (i) Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR
- (ii) **In the case of Shares held in Demat mode:**

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

- 5) The Notice of the Annual General Meeting along with the Annual Report for the financial year 2020-21 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and SEBI circulars. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2020-21 will also be available on the Company's website at www.sastasundarventures.com and websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd and BSE Limited at www.nseindia.com and www.bseindia.com respectively. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
- 6) The deemed venue for this meeting shall be registered office of the Company situated at Azimganj House, 2nd Floor, 7 Abanindra Nath Thakur Sarani (formerly Camac Street), Kolkata- 700 017.
- 7) Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 8) 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, Link Intime India Pvt. Ltd. for assistance in this regard.

- 9) 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 Link Intime India Pvt. Ltd, (Company's Registrar and Transfer Agents) in case the shares are held by them in physical form.
- 10) Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in prescribed form SH-13 with the RTA. In respect of shares held in Electronic / Demat form, members may please contact their respective Depository Participants.
- 11) In case of joint shareholders attending the meeting, joint holder whose name is higher in the order of names will be entitled to vote.
- 12) In view of the amendment made to Section 139 of the Companies Act, 2013 vide the Companies (Amendment) Act, 2017 which is effective from 7th May, 2018, annual ratification of appointment of statutory auditors have been done away with. Hence no resolution has been proposed for the same.
- 13) 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 vote again.
- 14) Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
- 15) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to Link Intime India Pvt. Ltd.
- 16) Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant provisions of Companies (Management and Administration) Rules, 2014, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company are requested to submit their request with their valid e-mail address to M/s. Link Intime India Private Limited.
- 17) The Register of Directors and Key Managerial Personnel of the Company and their respective shareholding maintained under Section 170 and register of Contracts and arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members in electronic mode from the date of circulation of this Notice upto the date of AGM. Members can inspect the same by sending an e-mail to investors@sastasundar.com.
- 18) Pursuant to Section 91 of the Companies Act, 2013 read with Rules frames thereunder and Regulation 42(5) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 the Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 22nd September, 2021 to Tuesday, 28th September, 2021 (both days inclusive) for the purpose of Annual General Meeting.
- 19) Members seeking clarifications on the Annual Report are requested to send in written queries to the Company through e-mail on investors@sastasundar.com at least 7 days before the date of the meeting. This would enable the Company to compile the information and provide the replies at the Meeting.
- 20) Details as required in sub-regulation (3) of Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meeting (SS-2) of ICSI, in respect of Director seeking reappointment at the 32nd AGM, forms integral part of the Notice of the 32nd AGM is given alongwith this Notice. Requisite declarations have been received from the Director for seeking re-appointment.

21) The instructions for E-voting are as under:

General Instructions:

- a. In compliance with the provisions of Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company is offering facility of <remote e-voting> to all its Members to enable them to exercise their right to vote on all the businesses to be transacted at the Meeting by electronic means. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited for facilitating e-voting.
- b. The Members, whose names appear in the Register of Members/ List of Beneficial Owners as on **Tuesday, 21st September, 2021** being the cut-off date, are entitled to vote on the resolutions set forth in the Notice. A person who is not a member as on the cut-off date should treat this notice for information purpose only. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- c. The voting period begins on **Saturday, the 25th September, 2021 (at 9.00 a.m.) and ends on Monday, the 27th September, 2021 (at 5.00 p.m.)**. During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Tuesday, 21st September, 2021, may cast their vote electronically. The e-voting module shall be disabled by Link Intime for voting thereafter.
- d. The Board has appointed Mr. Raj Kumar Banthia, Company Secretary in Practice (Membership No. 17190 & CP No. 18428) Partner of M/s. MKB & Associates as the Scrutinizer to scrutinize the voting process (e-voting or otherwise) in a fair and transparent manner. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total vote in favour or against, if any, not later than 48 hours after the conclusion of the Meeting. Thereafter, the result of remote e-voting and voting at the meeting shall be declared by the Chairman or by any other director duly authorized in this regard.
- e. The result, along with the scrutinizer's report, shall be placed on the company's website www.sastasundarventures.com immediately after the result is declared, and simultaneously be communicated to the BSE and NSE where the shares of the Company are listed.
- f. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast 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 during the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

22) Instructions for shareholders to vote electronically:

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post 9th June, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

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

| Type of shareholders | Login Method |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | <ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the 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 company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders holding securities in demat mode with CDSL | <ol style="list-style-type: none"> 1. 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. NSDL/KARVY/LINKINTIME/CDSL, so that the user can visit the e-Voting service providers’ website directly. 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 e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |

| 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. After Successful 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME. | <ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in <ul style="list-style-type: none"> ▶ Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: - <ol style="list-style-type: none"> A. User ID: Shareholders/ Members shall provide Event No + Folio Number shared to you on your registered email address. B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you on your registered email address, if applicable. C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. <ul style="list-style-type: none"> • Shareholders/ Members who have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). ▶ Click “confirm” (Your password is now generated). 2. Click on ‘Login’ under ‘SHARE HOLDER’ tab. 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’. 4. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. 5. E-voting page will appear. 6. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). 7. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote. |

Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of Link Intime India Private Limited at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/ power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

Individual Shareholders holding shares in Physical Form & e-voting service Provider is LINKINTIME, have forgotten the password:

- o Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- o Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on ‘Submit’.
 - In case Shareholders/ Members is having valid email address, Password will be sent to his / her registered e-mail address.

- Shareholders/ Members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.
- o It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- o For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- o During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

| 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. |

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & e-voting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked

Questions (‘FAQs’) and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000.

Process and manner for attending the General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

► Select the “Company” and ‘Event Date’ and register with your following details: -

- Demat Account No. or Folio No.: Enter your 16 digit Demat Account No. or Folio No.
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
- PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
- Mobile No.: Enter your mobile number.
- Email ID: Enter your email id, as recorded with your DP/Company.

► Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on *investors@sastasundar.com*.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on <Submit>.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to *instameet@linkintime.co.in* or contact on: - Tel: 022-49186175.

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>

Contact Details

| Company | Sastasundar Ventures Limited |
|--|--|
| Registered Office | Azimganj House, 2nd Floor, 7 Abanindra Nath Thakur Sarani (Formerly Camac Street), Kolkata - 700 017 Ph: (033) 2282 9330, Fax: (033) 2282 9335 Email: info@sastasundar.com Website: www.sastasundarventures.com |
| Registrar and Transfer Agent and E-voting Agency | Link Intime India Pvt. Ltd Vaishno Chambers, 6 Brabourne Road, Flat No. 502 & 503, 5th Floor, Kolkata-700 001 Tel : 033-4004 9728 & 033-4073 1698 E-mail : kolkata@linkintime.co.in Website : www.linkintime.co.in |
| Scrutiniser | Mr. Raj Kumar Banthia Practicing Company Secretary, Partner of M/s. MKB & Associates Email ID : scrutinizermkb@gmail.com |

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM No. 3:

The Board of Directors of the Company on 15th September, 2020 on the recommendation of Nomination and Remuneration Committee have appointed Mrs. Rupanjana De (DIN: 01560140), as an Additional Director of the Company, categorized as Independent Director, in terms of Section 161 of the Companies Act, 2013. The Company has received notice in writing from a member proposing the candidature of Mrs. Rupanjana De for the office of Independent Director of the Company, to be appointed as such under the provisions of Section 149 and 152 of the Companies Act, 2013.

The Company has received (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, from Mrs. Rupanjana De to the effect that she is not disqualified in accordance with subsection (2) of Section 164 of the Companies Act, 2013 and (iii) declaration that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In terms of Schedule IV of the Companies Act, 2013, the Board is of the opinion that Mrs. Rupanjana De, fulfils the conditions for her appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI Regulations and is independent of the management. The Board is also of the opinion that she fulfils the criteria for independence as required under the Act and applicable laws. A copy of the letter of appointment, setting out the terms and conditions of appointment of Mrs. Rupanjana De, is available on the website of the Company at www.sastasundarventures.com and will be available for inspection by the Members during business hours on all working days till the conclusion of the ensuing 32nd Annual General Meeting in electronic mode. Members can inspect the same by sending an e-mail to investors@sastasundar.com on or before the date of Annual General Meeting through their registered e-mail Id quoting name, demat account number/folio no. and mobile no.

Mrs. Rupanjana De is a fellow member of the Institute of Company Secretaries of India (ICSI) and having post graduate qualifications in Law and Economics.

Mrs. Rupanjana De is having more than 19 years of Industrial experience in Company Law, Legal Compliance, Management, Corporate Governance, Corporate Social Responsibility and Quality Control with an International exposure. She is an avid writer

and authored nine books and a number of articles on Corporate Governance, Company Law, Insurance Products, CSR and Renewable Energy Technology both in Indian Publications and International journals.

Details of Mrs. Rupanjana De pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is provided in Annexure to the Notice.

Except Mrs. Rupanjana De, none of the Directors/ Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at item No. 3 of the notice.

The Board recommends the resolution set forth in item No. 3 of the notice for approval of the members.

ITEM No. 4:

The Board of Directors of the Company on 22nd June, 2021 on the recommendation of Nomination and Remuneration Committee have appointed Dr. Jayanta Nath Mukhopadhyaya (DIN - 09015844), as an Additional Director of the Company, categorized as Independent Director, in terms of Section 161 of the Companies Act, 2013. The Company has received notice in writing from a member proposing the candidature of Dr. J.N. Mukhopadhyaya for the office of Independent Director of the Company, to be appointed as such under the provisions of Section 149 and 152 of the Companies Act, 2013.

The Company has received (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, from Dr. J.N. Mukhopadhyaya to the effect that he is not disqualified in accordance with subsection (2) of Section 164 of the Companies Act, 2013 and (iii) declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In terms of Schedule IV of the Companies Act, 2013, the Board is of the opinion that Dr. J.N. Mukhopadhyaya, fulfils the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI Regulations and is independent of the management. The Board is also of the opinion that he fulfils the criteria for independence as required under the Act and applicable laws. A copy of the letter of appointment, setting out the terms and conditions of appointment of Dr. J.N. Mukhopadhyaya, is available on the website of the Company at www.sastasundarventures.com and will be available for inspection by the Members during business hours on all working days till the conclusion of the ensuing 32nd Annual General Meeting in electronic mode. Members can inspect the same by sending an e-mail to investors@sastasundar.com on or before the date of Annual General Meeting through their registered e-mail Id quoting name, demat account number/folio no. and mobile no.

Dr. Jayanta Nath Mukhopadhyaya (Dr Jnm) is a Mechanical engineer from IIT – BHU, Varanasi, MBA from IIM Calcutta, UGC NET qualified and PhD in Economics from Jadavpur University.

Dr Jnm has more than 35 years professional experience.

Before coming to academics, he had 17 years of experience in industry with leading companies like BOC India, IBP – Balmer Lawrie, Alghanim – one of the largest companies in Kuwait, SREI etc. He was Senior Vice President of SREI Capital Markets (A registered Merchant Banker with SEBI).

He has 18 years experience in teaching and also has been a visiting faculty at IIM Calcutta, IIFT, IIM Rohtak, IIM Bodh Gaya and IIM Ranchi. His research papers have been presented at International conferences and many of his papers have been published in referred journals.

He was founding faculty, Professor of Finance and Dean of Globsyn Business School. He worked there for 12 years to significantly contribute in building Globsyn. He became Director & Professor of J.D. Birla Institute (JDBI) from 2014. He played a transformational role, making it a much sought after Institute. He was also a Director & Professor at Heritage Business School.

He is presently Professor of Finance at Army Institute of Management.

Details of Dr. J.N. Mukhopadhyaya pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is provided in Annexure to the Notice.

Except Dr. J.N. Mukhopadhyaya, none of the Directors/ Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at item No. 4 of the notice.

The Board recommends the resolution set forth in item No. 4 of the notice for approval of the members.

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

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

| Name of Director | Mr. Ravi Kant Sharma | Mrs. Rupanjana De | Dr. J.N. Mukhopadhyaya |
|---|---|--|---|
| DIN | 00364066 | 01560140 | 09015844 |
| Date of Birth and Age | 10th November, 1974 / 46 Years | 4th July, 1975 / 46 Years | 22 nd January, 1962 / 59 Years |
| Date of first appointment on the Board | 30th May, 2005 | 15 th September, 2020 | 22 nd June, 2021 |
| Expertise in specific functional Area | Wider Managerial expertise with rich experience on financial, strategic planning and technology application. | More than 19 years of Industrial experience in Company Law, Legal Compliance, Management, Corporate Governance, Corporate Social Responsibility and Quality Control with an International exposure. She is an avid writer and authored nine books and a number of articles on Corporate Governance, Company Law, Insurance Products, CSR and Renewable Energy Technology both in Indian Publications and International journals. | More than 35 years professional experience with leading companies like BOC India, IBP - Balmer Lawrie, Alghanim - one of the largest companies in Kuwait, SREI etc. He was Senior Vice President of SREI Capital Markets. He has been a visiting faculty at IIM Calcutta, IIFT, IIM Rohtak, IIM Bodh Gaya and IIM Ranchi. |
| Qualification | FCA | FCS, post graduate in Law and Economics | Mechanical engineer (IIT - BHU, Varanasi), MBA (IIM Calcutta), PhD in Economics |
| Membership/ Chairmanship of *Committees of the Board of the Company | Member of the Audit Committee | Member of the Audit Committee and Stakeholders Relationship Committee | Member of the Audit Committee and Stakeholders Relationship Committee |
| Directorships in other unlisted public Companies (excluding foreign companies) | <ol style="list-style-type: none"> Innogrow Technologies Limited Sastasundar Healthbuddy Limited Genu Path Labs Limited Happymate Foods Limited | <ol style="list-style-type: none"> Neo Metaliks Limited Hiranmaye Energy Limited Bengal Shelter Housing Development Limited Bhagalpur Smart City Limited Sastasundar Healthbuddy Limited | None |
| Directorships in other listed Companies (excluding foreign companies) and Membership/ Chairmanship of *Committees of such Boards | Directorship: None Membership: None | Directorship: <ol style="list-style-type: none"> Visa Steel Limited Assam Carbon Products Limited Membership: Visa Steel Limited: Audit Committee – Chairman Stakeholders Relationship Committee – Member | Directorship: None Membership: None |

| Name of Director | Mr. Ravi Kant Sharma | Mrs. Rupanjana De | Dr. J.N. Mukhopadhyaya |
|--|-----------------------------|---|---|
| Shareholding of Director in the Company | 4,97,393 | NIL | NIL |
| Inter-se relations with any director/ KMP of the Company | N.A. | N.A. | N.A. |
| Terms and conditions of appointment /re-appointment | N.A. | As per Explanatory Statement to Item No. 3 | As per Explanatory Statement to item No. 4 |
| Number of Board Meeting attended during the Financial Year 2020-21 | 4 out of 4 | 2 out of 2 | None |
| Details of remuneration sought to be paid and the remuneration last drawn | NIL | The Independent Non-Executive Director are only paid sitting fees for attending meetings of the Board, its committees and Independent Directors separate meeting. | The Independent Non-Executive Director are only paid sitting fees for attending meetings of the Board, its committees and Independent Directors separate meeting. |

Note:

- * Pursuant to SEBI (LODR) Regulations, 2015, only two committees viz. Audit Committee and Stakeholders Relationship Committee have been considered.