

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-third (33rd) Annual General Meeting (AGM) of the Members of Sastasundar Ventures Limited will be held on Thursday, the 29th day of September, 2022 at 3.00 P.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, 2022 (both Standalone and Consolidated), together with Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Abha Mittal (DIN: 00519777) who retires by rotation, and being eligible offers herself for re-appointment.
3. Appointment of M/s. J K V S & Co., Chartered Accountants as Statutory Auditors 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 Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Companies (Audit and Auditors) Rules, 2014 {including any statutory modification(s) or re-enactment thereof, for the time being in force} and pursuant to recommendation of the Audit Committee and the Board of Directors of the Company, M/s. J K V S & Co., Chartered Accountants, (FRN 318086E) be and are hereby appointed as Statutory Auditors of the Company who shall hold office for the first term for a period of 5 (five) consecutive years, from the conclusion of this 33rd Annual General Meeting till the conclusion of 38th Annual General Meeting of the Company to be held in the year 2027, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and travelling and other incidental expenses that may be incurred by them in connection with the Audit of Accounts of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

SPECIAL BUSINESS:

4. Material Related Party Transaction(s) between Sastasundar Healthbuddy Limited, subsidiary of Sastasundar Ventures Limited and Retailer Shakti Supply Chain Private Limited, step down subsidiary of Sastasundar Ventures Limited:

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

“**RESOLVED THAT** pursuant to Regulation 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), as amended and the Company’s Policy on Related Party Transaction(s) and subject to FDI guidelines as applicable to wholesale trading, the approval of the Members be and is hereby accorded to the related party contract(s)/ arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement, to be entered into between two related parties (in terms of Regulation 2(1)(zb) of the SEBI Listing Regulations) of Sastasundar Ventures Limited i.e., Sastasundar Healthbuddy Limited (‘SHBL’), a subsidiary company of Sastasundar Ventures Limited and Retailer Shakti Supply Chain Private Limited (‘RSSCPL’), a step down subsidiary company of Sastasundar Ventures Limited, on such terms and conditions as may be agreed between SHBL and RSSCPL, for an aggregate value of upto Rs. 300 crore, for each Financial Year (provided however such wholesale trade shall not exceed 25% of the total turnover of SHBL in a financial year) subject to such contract(s)/ arrangement(s)/ transaction(s) being carried out at arm’s length and in the ordinary course of business of SHBL and RSSCPL.”

Registered Office:

Azimganj House, 2nd Floor,
7 Abanindra Nath Thakur Sarani
(Formerly Camac Street), Kolkata - 700017
Date : 13th August, 2022
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") vide its General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021 and 03/2022 dated May 5, 2022 (hereinafter, collectively referred as the "MCA Circulars") read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 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 33rd Annual General Meeting (the "AGM" or the "33rd 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) Members holding shares in physical form are requested to intimate Registrar and Share Transfer Agent of the Company viz. Link Intime India Pvt. Ltd. Unit: Sastasundar Ventures Limited, Unit No. 502 & 503, 5th Floor, Vaishno Chambers, 6 Brabourne Road, Kolkata-700001 by writing to the RTA with details of folio number and attaching self-attested copies of PAN and Aadhaar for updating their registered address, email address, bank account details and changes therein. 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 2021-22 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 2021-22 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) SEBI vide its Circular dated 3rd November, 2021 and 14th December, 2021 has mandated the holders of physical securities to furnish E-mail address, bank account details, PAN (compulsorily linked with Aadhaar), contact details, specimen signature and nomination to the Company's Registrar and Share Transfer Agents ('RTA'). Further, w.e.f. 1st January, 2022, it is mandated that the RTA shall not process any service request or complaint of shareholders till the aforesaid details are received. Folios wherein any of the above cited documents / details are not available, on or after 1st April, 2023, shall be frozen as per the aforesaid circular.

Shareholders holding shares in physical form are therefore requested to submit hard copy of duly filled and signed form as mentioned below along with the supporting documents to the Company's RTA for updation of the aforesaid details:

Form ISR-1 : PAN, Bank Details, Mobile Number, Email ID, Address, Signature; Form ISR-2 : Confirmation of signature; Form ISR-3 : Declaration for opting out of Nomination; Form SH-13 : Nomination Form; Form SH-14 : Cancellation/Variation of Nomination

The aforesaid forms can be downloaded from the website of the Company <https://sastasundarventures.com/DownloadForm.aspx?id=14> and is also available on the website of the Company's RTA at <https://web.linkintime.co.in/KYC-downloads.html>

Further, in accordance with the above SEBI circulars, the Company through its RTA has sent communication to all the shareholders holding shares in physical form requesting for updating the aforesaid details.

Members are requested to intimate/ request for the aforesaid changes/updates if any, to their DPs in case the shares are held in electronic form. Changes intimated to the DP will then be automatically reflected in the Company's records. The Identity/Signature of the Members holding shares in electronic/demat form is liable for verification with the specimen signatures furnished by NSDL/CDSL.

- 9) 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.

Further, SEBI vide its Circular dated 25th January, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; replacement/renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting hard copy of duly filled and signed Form ISR-4 along with the supporting documents to the RTA. The said form is available on the Company's website at <https://sastasundarventures.com/DownloadForm.aspx?id=14> and on the website of the RTA at <https://web.linkintime.co.in/client-downloads.html>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

- 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) 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.
- 13) Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
- 14) 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.
- 15) 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.
- 16) 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*.

- 17) 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 Friday, 23rd September, 2022 to Thursday, 29th September, 2022 (both days inclusive) for the purpose of Annual General Meeting.
- 18) 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.
- 19) 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 33rd AGM, forms integral part of the Notice of the 33rd AGM is given alongwith this Notice. Requisite declarations have been received from the Director for seeking re-appointment.
- 20) **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 **Thursday, 22nd September, 2022** 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 **Monday, the 26th September, 2022 (at 9.00 a.m.) and ends on Wednesday, the 28th September, 2022 (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. Thursday, 22nd September, 2022, 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, 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 person duly authorized in this regard, within two working days from the conclusion of the 33rd AGM.
- 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.

21) **Instructions for shareholders to vote electronically:**

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, Individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsd.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, 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. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 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. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.</p>

Login method for Individual shareholders holding securities in physical form is given below:

Individual Shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
 - A. User ID:** Shareholders holding shares in **physical form shall provide** Event No + Folio Number registered with the Company.
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, 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.
Shareholders/ members holding shares in **physical form but 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).
3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. 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).
4. 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.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL 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.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 22-23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders 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.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.

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

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Process and manner for attending the Annual 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: -

- A. 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
- 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, if applicable.
- C. Mobile No.: Enter your mobile number.
- D. 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 refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend 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 Annual 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 Annual 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 Annual 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.

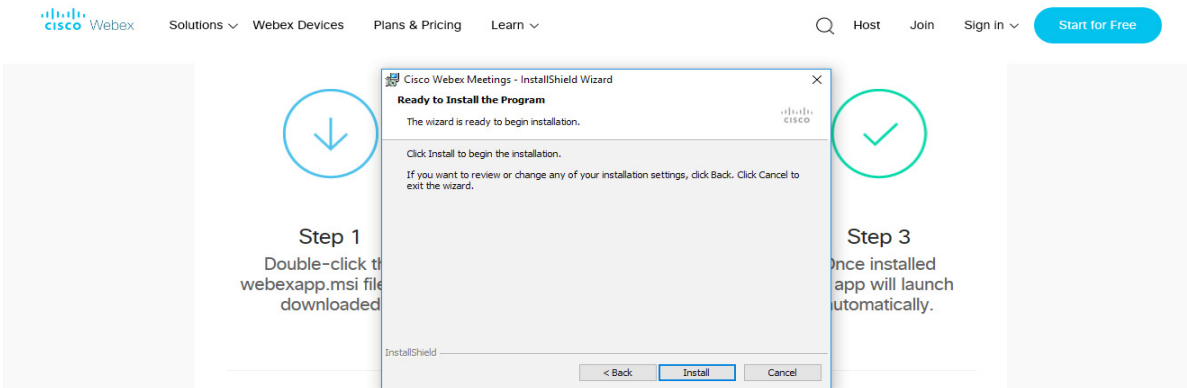
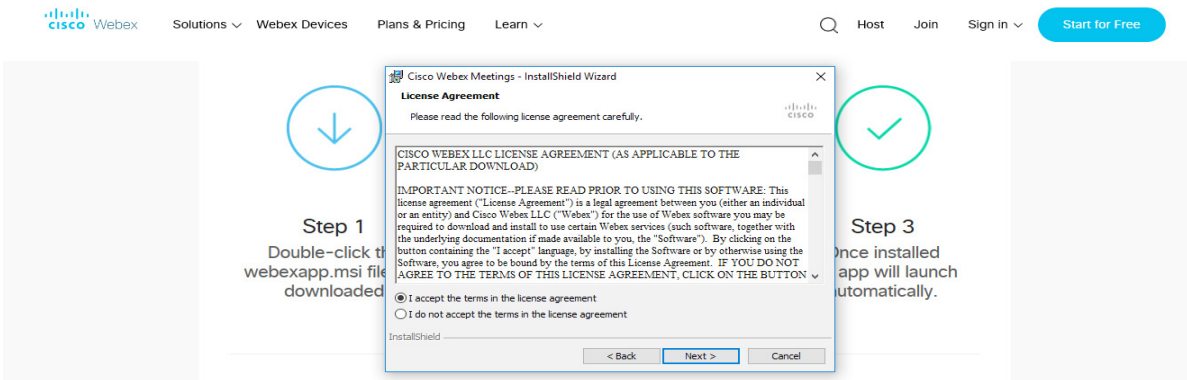
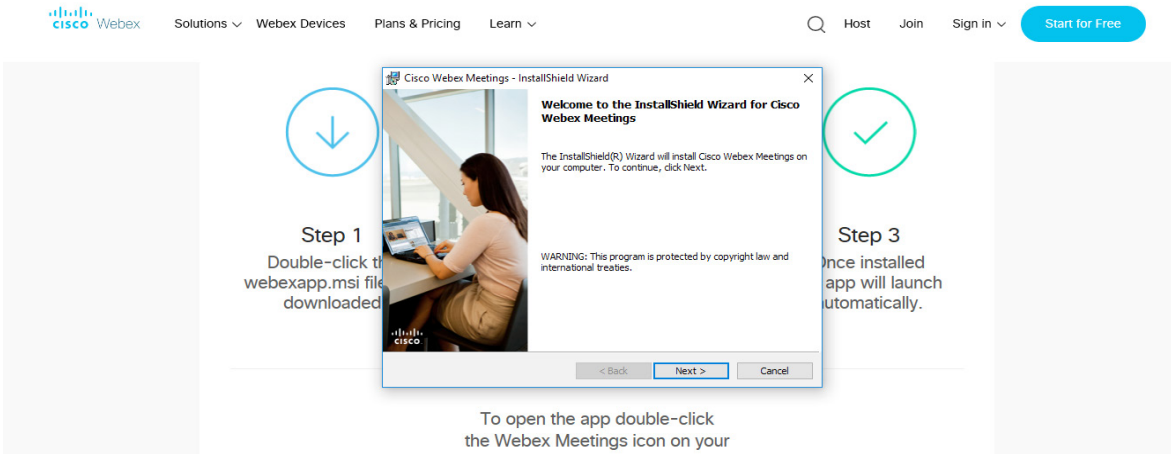
Annexure

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:

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

The image shows two screenshots of the Webex website. The top screenshot displays the 'Webex Meetings' and 'Webex Teams' sections. The 'Webex Meetings' section has a 'Download for Windows' button with a black arrow pointing to it. The 'Webex Teams' section also has a 'Download for Windows' button. Below these are icons for downloading on the App Store and Google Play. The bottom screenshot shows a three-step installation guide: Step 1 (Download), Step 2 (Run setup wizard), and Step 3 (App launches). Below the steps, it says 'To open the app double-click the Webex Meetings icon on your desktop.' At the bottom, a Windows file explorer dialog box is open, asking 'What do you want to do with webexapp.msi (88.1 MB)?' with 'Run' as the selected option.



or

b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1 : Enter your First Name, Last Name and Email ID and click on Join Now.

1 (A):If you have already installed the Webex application on your device, join the meeting by clicking on Join Now

1 (B): If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application.

Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now



Event Information:

English : Mumbai Time

Event status:
Date and time:

Duration:
Description:

Join Event Now

You cannot join the event now because it has not started.

First name:
 Last name:
 Email address:
 Event password:

← Mention your First name, Last name and email address

By joining this event, you are accepting the Cisco Webex [Terms of Service](#) and [Privacy Statement](#).

Join by browser **NEW!**

If you are the host, [start your event](#)

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: investors@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 PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM No. 3:

As the members are aware, at the 28th Annual General Meeting (AGM) held on 8th August, 2017, M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), were appointed as Statutory Auditors of the Company for a period of five years (i.e. from FY 2017-18 to FY 2021-22) from the conclusion of 28th AGM until the conclusion of 33rd AGM. However M/s. Singhi & Co., Chartered Accountants, (FRN 302049E) have resigned as Statutory Auditors of the Company with effect from November 13, 2021. The statutory auditors in their resignation letter have stated that they have resigned as statutory auditors of the company in order to comply to the limit specified in clause 8.3 of the “Guidelines for Appointment of Statutory Central Auditors (SCAs)/ Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs)” guidelines issued by RBI.

Pursuant to the provisions of Sections 139 and other provisions of the Companies Act, 2013 and the Rules framed thereunder, the Board of Directors of the Company, based on the recommendation of the Audit Committee and the members through Postal Ballot Notice dated 5th January, 2022, approved the appointment of M/s. JKVS & Co., Chartered Accountants (Firm Registration No.318086E) as Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s. Singhi & Co, to conduct the audit for FY 2021-22 and hold the office till the conclusion of the 33rd AGM.

Subsequently the Board of Directors on the recommendation of Audit Committee in its meeting held on 13th August, 2022 approved the appointment of M/s. JKVS & Co., as Statutory Auditors for 5 (five) consecutive years i.e. for Financial Year 2022-23 to FY 2026-27 commencing from the conclusion of 33rd AGM to held in the calendar year 2022 till the conclusion of 38th AGM to be held in the calendar year 2027, which is subject to the approval of the shareholders at 33rd AGM. The said appointment shall be pursuant to applicable provisions of the Companies Act 2013, SEBI (LODR) Regulations, 2015 and terms as contained in SEBI circular No. CIR/CFD/ CMD/1/114/2019 dated 18th October, 2019.

The total fees paid to M/s. JKVS & Co. for conducting statutory audit of the company for the Financial Year 2021-22 was Rs. 3,35,000/- (However M/s. Singhi & Co., previous statutory auditor during FY 2021-22 was paid Rs. 2,10,000/-). It is proposed to authorize the Board of Directors to fix the remuneration of the statutory auditors.

The Brief Profile of M/s. JKVS & Co., Chartered Accountants is as under:

Started as a sole proprietorship concern in the year 1987 the firm has been offering its clientele wide spectrum of services including Audit and Assurance, Risk Advisory, Consulting, Taxation, Corporate Finance and Management Services. The firm has gone from strength to strength through the passage of time and by adding knowledgeable and resourceful employees and partners. The senior partners have almost 40 years of experience in this field. At present the firm has 7 (seven) partners and have more than 30 (thirty) listed Companies as clients. Mr. Bapna (currently the Managing Partner) brings with him wide knowledge base and experience of almost 40 years. The firm is operating at 3 metropolitan cities namely Kolkata, Delhi and Mumbai. They hold a valid Peer Review Certificate issued by the Institute of Chartered Accountants. M/s. JKVS & Co., Chartered Accountants, have given their consent and eligibility certificate, pursuant to Section 141 of the Companies Act, 2013.

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:

Background, details and benefits of the transaction

Sastasundar Healthbuddy Limited ('SHBL'), is a subsidiary company of Sastasundar Ventures Limited engaged in the business of wholesale trading of Medicine, healthcare products and other OTC products. The Company is managing the supply chain of medicine and other products through its PAN India warehouses.

Retailer Shakti Supply Chain Private Limited ('RSSCPL'), is a step down subsidiary company of Sastasundar Ventures Limited. Retailer Shakti Supply Chain Private Limited is operating a digital platform in the name of RetailerShakti.com and RetailerShakti mobile APP for wholesale trading of medicine, healthcare wellness products and other OTC products. RetailerShakti supplies products in bulk quantity to retail pharmacies and local grocery stores. The operations are now PAN India and the company leverages digital technology to expand its data-driven efficient supply chain.

To bring greater efficiency, synergies of centralisation, cost reduction and simplification, SHBL enters into business transaction with RSSCPL. SHBL procures and supplies required traded goods on wholesale basis to RSSCPL which is used by RSSCPL for its business purpose. The proposed transaction value is estimated to be around Rs. 300 crore, for each Financial Year, provided however such wholesale trade shall not exceed 25% of the total turnover of SHBL in a financial year. The transaction is at arm's length and in the ordinary course of business of the companies.

The management has provided to the Audit Committee with the details of various RPTs including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has granted approval for entering into RPTs between SHBL and RSSCPL. The Committee has noted that the said transactions will be on an arms' length basis and in the ordinary course of business of the Company.

Accordingly, on the basis of the review and approval of the Audit Committee, the Board of Directors recommend the resolution contained in Item No. 4 of the accompanying Notice to the shareholders for approval.

Details of the proposed transactions between SHBL and RSSCPL, being related parties of the Company are as follows:

Information pursuant to SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021

S. No.	Description	Details
1	Details of Summary of information provided by the management to the Audit Committee	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Sastasundar Healthbuddy Limited ('SHBL'), is a subsidiary company of Sastasundar Ventures Limited. Retailer Shakti Supply Chain Private Limited ('RSSCPL'), is a step down subsidiary company of Sastasundar Ventures Limited.
b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Banwari Lal Mittal, Chairman and Managing Director of the Company is also the Managing Director of Sastasundar Healthbuddy Limited. Mr. Ravi Kant Sharma, Director of the Company is the Managing Director and CEO of Sastasundar Healthbuddy Limited. Mr. Ramesh Kumar Sharma, whole-time director of Sastasundar Healthbuddy Limited is also the Director of Retailer Shakti Supply Chain Private Limited. Mr. Banwari Lal Mittal, Mr. Ravi Kant Sharma and Mr. Ramesh Kumar Sharma are the Directors on the board of Retailer Shakti Supply Chain Private Limited.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	The wholesale transaction of traded goods (including medicine, healthcare wellness products and other OTC products) between SHBL and RSSCPL at the proposed transaction value upto Rs. 300 crore, for each Financial Year (provided however such wholesale trade shall not exceed 25% of the total turnover of SHBL in a financial year).
d.	Value of Transaction	Upto Rs. 300 crore (provided however such wholesale trade shall not exceed 25% of the total turnover of SHBL in a financial year).
e.	Percentage of annual consolidated turnover of Sastasundar Ventures Limited considering FY 2021-22 as the immediately preceding financial year that is represented by the value of the proposed RPT	46.65 % (provided however such wholesale trade shall not exceed 25% of the total turnover of SHBL in a financial year).
f.	Percentage of annual turnover of SHBL considering FY 2021-22 as the immediately preceding financial year that is represented by the value of the proposed RPT	48.58 % (provided however such wholesale trade shall not exceed 25% of the total turnover of SHBL in a financial year).
2.	Justification for the transaction	Please refer to "Background, details and benefits of the transaction" which forms part of the explanatory statement to the resolution no. 4
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: Not Applicable	

	(i) details of the source of funds in connection with the proposed transaction	Not Applicable
	(ii) where any financial indebtedness is incurred to make or give loans, inter corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	
	(iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	
	(iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	The transaction between SHBL and RSSCPL shall involve wholesale transaction of traded goods at arm's length and in the ordinary course of business. The price shall be determined based on the price of traded goods at the time of carrying of the transaction.
5.	Any other information that may be relevant	-

The related party transaction(s)/contract(s)/arrangement(s) entered are at arm's length basis and in the ordinary course of business.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolutions under Item No. 4.

None of the Directors and/ or Key Managerial Personnel of the Company and/or their respective relatives are concerned or interested either directly or indirectly, in the Resolution mentioned at Item No. 4 of the Notice. The Board recommends the relevant ordinary resolution set forth at Item No. 4 in the Notice for the approval of the Members.

Registered Office:

Azimganj House, 2nd Floor,
7 Abanindra Nath Thakur Sarani
(Formerly Camac Street), Kolkata - 700017
Date : 13th August, 2022
Place : Kolkata

By Order of the Board
Sastasundar Ventures Limited

Pratap Singh
Company Secretary
Mem No.- ACS 24081

**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	Mrs. Abha Mittal
DIN	00519777
Date of Birth and Age	23rd November, 1974 / 47 years
Date of first appointment on the Board	26th March, 2015
Expertise in specific functional Area	Mrs. Abha Mittal, is a Commerce Graduate from Bhawanipur Gujarati Education Society under Calcutta University. She has done the diploma in Fashion designing from J.D Birla Institute, Kolkata. She is actively involved in various social welfare activities and also member of various NGOs. Mrs. Mittal is involved in the promotion and advancement of Organic farming activities.
Qualification	B.Com (Hons.), Diploma in Fashion Designing
Membership/ Chairmanship of *Committees of the Board of the Company	Nil
Directorships in other unlisted public Companies (excluding foreign companies and Section 8 companies)	1. Luv Kush Projects Limited
Directorships in other listed Companies (excluding foreign companies) and Membership/ Chairmanship of *Committees of such Boards	Directorship: None Membership: None
Shareholding of Director in the Company	15,700
Inter-se relations with any director/ KMP of the Company	Spouse of Mr. Banwari Lal Mittal
Terms and conditions of appointment /re-appointment	N.A.
Number of Board Meeting attended during the Financial Year 2021-22	5 out of 6
Details of remuneration sought to be paid and the remuneration last drawn	NIL

Note:

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