

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 36TH ANNUAL GENERAL MEETING OF THE MEMBERS OF SREECHEM RESINS LIMITED WILL BE HELD ON MONDAY THE 30TH DAY OF SEPTEMBER, 2024 AT 10.00 A.M AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT VILL: JHAGARPUR, POST: RAJGANGPUR – 770 017, DIST: SUNDARGARH, ODISHA TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:**Item 1: ADOPTION OF FINANCIAL STATEMENTS:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the Report of Board of Directors and Auditors thereon.

Item 2: RE-APPOINTMENT OF MR. BINOD SHARMA (DIN: 00557039), RETIREMENT BY ROTATION:

To appoint a Director in place of Mr. Binod Sharma (DIN: 00557039), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

SPECIAL BUSINESS:**Item 3: APPROVAL OF RELATED PARTY TRANSACTIONS WITH JOSH COMMERCIAL PRIVATE 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 the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read along with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) read along with the Company’s Policy on “Materiality of Related Party Transactions” and subsequent to the approval of Audit Committee, the approval of the members of the company be and is hereby accorded to the Board of Directors of the Company to enter into a contract(s)/ arrangement(s)/ transaction(s) with Josh Commercial Private Limited, a related party within the meaning of the Act, for Purchase of “Proprietary Custom Designed Prepared Binders etc.”, up to a maximum aggregate value of Rs.15 Crores (Rupees Fifteen Crores Only) and “Sale of product COC – 05” up to a maximum aggregate value of Rs.25 Lakhs (Rupees Twenty Five Lakhs Only), for the Financial Year 2025-26, on such terms and conditions as the Board of Directors may deem fit;

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), 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.”

Item 4: APPROVAL OF RELATED PARTY TRANSACTIONS WITH NUVI INNOCHEM PRIVATE 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 the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read along with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) read along with the Company’s Policy on “Materiality of Related Party Transactions” and subsequent to the approval of Audit Committee, the approval of the members of the company be and is hereby accorded to the Board of Directors of the Company to enter into a contract(s)/ arrangement(s)/ transaction(s) with Nuvi Innochem Private Limited, a related party within the meaning of the Act, for “Purchase of Proprietary Custom Designed Prepared Binders(Liquid) etc.” up to a maximum aggregate value of Rs. 21 Crores (Rupees Twenty One Crores Only) and “Sales of items like Liquid Resins, Additives, Solvents etc.” up to a maximum aggregate value of Rs. 38 Lacs (Rupees Thirty Eight Lacs Only), for the Financial year 2025-26, on such terms and conditions as the Board of Directors may deem fit;

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), 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.”

Item 5: APPROVAL OF RELATED PARTY TRANSACTIONS WITH BSN INVESTMENTS PRIVATE 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 the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read along with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) read along with the Company’s Policy on “Materiality of Related Party Transactions” and subsequent to the approval of Audit Committee, the approval of the members of the company be and is hereby accorded to the Board of Directors of the Company to enter into a contract(s)/ arrangement(s)/ transaction(s) with BSN Investments Private Limited, a related party within the meaning of the Act, for purchase of” Processed Carbonaceous Additives of various origins suitable for the proprietary application of Sreechem Resins Ltd.” up to a maximum aggregate value of Rs. 30 Crores (Rupees Thirty Crores Only), for the Financial year 2025-26, on such terms and conditions as the Board of Directors may deem fit;

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), 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.”

Item 6: APPROVAL OF RELATED PARTY TRANSACTIONS WITH STEEL AIDS PRIVATE 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 the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read along with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory

modification(s) or re-enactment thereof, for the time being in force) read along with the Company's Policy on "Materiality of Related Party Transactions" and subsequent to the approval of Audit Committee, the approval of the members of the company be and is hereby accorded to the Board of Directors of the Company to enter into a contract(s)/ arrangement(s)/ transaction(s) with Steel Aids Private Limited, a related party within the meaning of the Act, for Purchase of "Proprietary Custom Designed Prepared Binders etc," up to a maximum aggregate value of Rs. 30 Crores (Rupees Thirty Crores Only), for the Financial year 2025-26, on such terms and conditions as the Board of Directors may deem fit;

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), 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."

**By order of the Board of Directors
For SREECHEM RESINS LIMITED**

Sd/-
BINOD SHARMA
(DIN: 00557039)
MANAGING DIRECTOR

Date : 31.08.2024
Place : Kolkata

IMPORTANT NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. **Members / proxies** should bring the duly filled Attendance slip enclosed herewith to attend the meeting. Shareholders are requested to tender their attendance slips at the registration counters at the venue of the AGM and seek registration before entering the meeting hall. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.
4. The Register of Members and the Share Transfer books of the Company will remain closed from Tuesday, 24th September, 2024 to Monday, 30th September, 2024 (both days inclusive) (both days inclusive), for the purpose of Annual General Meeting.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act 2013, will be available for inspection by the members at the AGM.
6. The Register of Contracts or Arrangements, in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
- <3 Members holding shares in demat form are requested to submit/ update their KYC and nomination details with their respective Depository Participant ("DP"). The company or its Registrars cannot act on any request received directly from the members holding share in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the company.
8. In accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, effective from April 1, 2019, and SEBI notification dated January 24, 2022, transfers of securities of the Company including transmission and transposition requests shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, Shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them, eliminate all risks associated with physical holding and participate in corporate actions.
9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
10. 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.

11. Copies of the 36th Annual Report is being sent to all the members via the permitted mode.
12. Members may also note that 36th Annual Report will also be available on the Company's website www.sreechem.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at Odisha for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: sreechem@sreechem.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

Shareholders of the Company are urged to opt for e-communication to help the company contribute to go-green initiative of this nation and the world for a better tomorrow.

13. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the company during normal business hours (10.00 am to 5.00 pm) on all working days, up to and including the date of the general meeting of the company.
14. No dividend has been proposed by the Board of Directors for the year ended 31st March, 2024.
15. Members seeking any information with regard to accounts are requested to write to the undersigned at the Corporate Office of the Company, at least 7 days in advance, so as to keep the information ready at the Meeting.
16. **The Additional Information, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and the Secretarial Standard on "General Meetings" issued by the Institute of Company Secretaries of India in respect to the Director seeking re-appointment (Retirement by rotation) at the Annual General Meeting is as follows;**

Name of the Director	Mr. Binod Sharma												
DIN	0055703												
Age	66 years												
Date of first appointment on the Board	21st February, 2018												
Education Qualifications	Mr. Binod Sharma a Commerce Graduate from Sambalpur University and Diploma in materials management from NITIE, Mumbai.												
Brief resume including expertise in specific functional areas	Mr. Binod Sharma (DIN: 00557039) started his career in Hari Machine Limited as Purchase Executive. Later on he started his first entrepreneurial venture along with Mr. S.N. Kabra by setting up a Resin manufacturing unit at Rajangpur, Orissa. He is a Promoter Director of this Company. He has a rich experience & knowledge in Marketing. He has an extensive knowledge about the products and its market. His contribution to the growth of the Company is incomparable.												
Terms and conditions of appointment/ re-appointment	Mr. Binod Sharma (DIN: 00557039) is liable to retire by rotation at the Annual General Meeting of the Company and being eligible has offered herself for re-appointment.												
Details of remuneration sought to be paid	Mr. Binod Sharma (DIN: 00557039) was re-appointed as Managing Director of the Company at the Annual General Meeting held on 29 th September, 2023 and for a period of five years w.e.f. 01 st April, 2023 on the following terms:												
Details of last remuneration paid	<ol style="list-style-type: none"> a) His tenure of appointment will be from 01st April, 2023 to 31st March, 2028. b) He shall be paid a consolidated fixed Remuneration of Rs. 18,00,000/- p.a. c) In addition to fixed Remuneration, he shall be paid Commission @ 1.5% on the sales of the newly developed Products made to Tata Steels Ltd. 												
Directorships held in other companies	<table border="1"> <thead> <tr> <th>Name of the Company</th> <th>Date of Appointment</th> <th>Designation</th> </tr> </thead> <tbody> <tr> <td>SRL WOOD PRODUCTS PRIVATE LIMITED</td> <td>01/08/2008</td> <td>Director</td> </tr> <tr> <td>MACERAL MODIFIERS PRIVATE LIMITED</td> <td>09/09/2022</td> <td>Director</td> </tr> <tr> <td>SHREECHEM INDUSTRIES PVT LTD</td> <td>16/09/1988</td> <td>Director</td> </tr> </tbody> </table>	Name of the Company	Date of Appointment	Designation	SRL WOOD PRODUCTS PRIVATE LIMITED	01/08/2008	Director	MACERAL MODIFIERS PRIVATE LIMITED	09/09/2022	Director	SHREECHEM INDUSTRIES PVT LTD	16/09/1988	Director
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Memberships / Chairmanships of committees of other companies	<p>Mr. Binod Sharma (DIN: 00557039) is the Member of the "Stakeholders Relationship Committee", of the Board of Directors of Sreechem Resins Limited.</p> <p>Mr. Binod Sharma (DIN: 00557039) does not hold any membership/chairmanship in Committees of Board in any other unlisted public/private company.</p>																								
Details of listed entities from which the person has resigned in the past three years	<p>Mr. Binod Sharma (DIN: 00557039) did not hold any Directorship/membership/chairmanship in Committees of Board in any other listed entity during the last three years</p>																								
Disclosure of relationships between directors inter-se	<p>Mr. Binod Sharma (DIN: 00557039) is not related to any of the any other Director(s) and KMP(s) of the Company except Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director of the Company.</p>																								
Number of meetings of the Board attended during the Financial year 2023-24	<p>Mr. Binod Sharma (DIN: 00557039) attended 8 (Eight) Meetings of the Board of Directors during the Financial Year 2023-24.</p>																								
Number of shares held in the Company (including shareholding as beneficial owner).	<p>Mr. Binod Sharma (DIN: 00557039) holds 3,43,100 Equity Shares in Sreechem Resins Limited.</p>																								

17. Voting through electronic means:

In compliance with provision of section 108 of the companies Act, 2013 and Rule 20 of the companies (Management and Administration) Rules, 2014, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility to its shareholders to enable them to cast their votes electronically in the 36th Annual General Meeting (AGM). The business may be transacted through remote e-voting Services provided by National Securities Depository Limited (NSDL). Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

THE INSTRUCTIONS FOR MEMBERS FOR VOTING ELECTRONICALLY ARE AS UNDER:-

(A) The remote e-voting period commences on Friday, 27th September, 2024 at 09.00 A.M. IST and ends on Sunday, 29th September, 2024 at 05.00 P.M. IST. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Monday, 23rd September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 23rd September, 2024.




(B) The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

STEP 1: ACCESS TO NSDL E-VOTING SYSTEM

A. Login method for e-Voting for Individual shareholders holding securities in demat mode.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.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,

	<p>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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <ol style="list-style-type: none"> 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://www.evoting.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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 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. NSDL where the e-Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

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

- (i) 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.
- (ii) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- (iii) A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to cast your vote electronically.
- (iv) Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- (v) Password details for shareholders other than Individual shareholders are given below:
- (a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- (b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- (c) How to retrieve your 'initial password'?
- If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- (d) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- (vi) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- (vii) Now, you will have to click on "Login" button
- (viii) After you click on the "Login" button, Home page of e-Voting will open.

STEP 2 : CAST YOUR VOTE ELECTRONICALLY ON NSDL E-VOTING SYSTEM

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the email id of the Company i.e., at sreechem@sreechem.in

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the email id of the Company i.e., at sreechem@sreechem.in
3. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting for Individual shareholders holding securities in demat mode](#)
4. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

(D) General Instructions:

1. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at sreechem@sreechem.in with a copy marked to the scrutinizer at kothari.navin@yahoo.com and, NSDL at evoting@nsdl.co.in on or before Sunday, 29th September, 2024 at 05.00 P.M without which the vote shall not be treated as valid.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
 3. The shareholders shall have one vote per equity share held by them as on the cut-off date i.e Monday, 23rd September, 2024. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
 4. Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date i.e., Monday, 23rd September, 2024 may obtain the login ID and password by sending a request at to the Company at sreechem@sreechem.in. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset the password by using the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password
18. A member may participate in the AGM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the AGM
19. The facility for voting through ballot will also be made available at the AGM, and members attending the AGM who have not already cast their vote by remote e-voting will be able to exercise their right at the AGM. Shareholders who have not cast their vote electronically, by remote e-voting may cast their vote at the AGM through ballot paper.
20. At the end of the discussion at the AGM, on the resolutions on which voting is to be held, the Chairman shall, with the assistance of the Scrutinizer, order voting through ballot paper for all those members who are present but have not cast their votes electronically using the remote e-voting facility.
21. **Scrutiny of the Voting Process:**
- a. The Board of directors has appointed Mr. Navin Kothari, Proprietor, M/s. N.K & ASSOCIATES, Company Secretaries (Membership No. 5935 Certificate of Practice No. 3725) as a scrutinizer to scrutinize the voting process (both electronic and physical) in a fair and transparent manner.
 - b. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than two working days from the conclusion of the AGM to the Chairman of the Annual General Meeting. The Chairman, or any other person authorized by the Chairman, shall declare the result of the voting forthwith.
 - c. The result, along with the Scrutinizer's Report, will be placed on the Company's website, www.sreechem.in and on the website of NSDL immediately after the result is declared by the Chairman or any other person authorized by the Chairman, and the same shall be communicated to BSE Ltd.

**By order of the Board of Directors
For SREECHEM RESINS LIMITED**

**Sd/-
BINOD SHARMA
(DIN: (00557039)
MANAGING DIRECTOR**

**Date :31.08.2024
Place : Kolkata**

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

Item No. 3: APPROVAL OF RELATED PARTY TRANSACTIONS WITH JOSH COMMERCIAL PRIVATE LIMITED:

Your Board has proposed to renew the arrangement with Josh Commercial Private Limited for Purchase of Proprietary Custom Designed Prepared Binders etc. and Sales of Product COC-05.

Section 188 of the Companies Act, 2013 read with relevant rules framed thereunder state that no company shall enter into sale, purchase or supply of any goods or materials with a related party as defined under Section 2(76) of the Act except with the consent of the Board and Members of the Company, where the value of transaction amounts to 10% or more of the turnover of the company, computed on the basis of the audited financial statement of the preceding financial year.

The details w.r.t. the nature of relationship between Josh Commercial Private Limited and the Directors of the Company is provided in the table below.

Accordingly, transaction to be entered into with Josh Commercial Private Limited is covered within the meaning of Related Party Transaction(s) in terms of provisions of the Act, applicable Rules framed thereunder read with the Company's Policy on "Materiality of Related Party Transactions".

The proposed value of the transaction with Josh Commercial Private Limited for FY 2025-2026 may reach upto a maximum of Rs. 15 Crores (Rupees Fifteen Crores only) for purchase and Rs. 25 Lakhs (Rupees Twenty Five Lakhs Only) for sales. Since the proposed value of transaction amounts to 10% or more of the turnover of the company, the approval of the shareholders is being sought for the said proposed Related Party Transaction. The said transaction has been approved by the Audit Committee of the Company.

Particulars of the proposed transaction with Josh Commercial Private Limited is as follows:

Sl. No	Particulars	Remarks
1	Name of the Related Party	Josh Commercial Private Limited
2	Name of the Director or KMP who is related	Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN:03011540), Whole Time Director
3	Nature of Relationship	It is brought to the notice of the Members that; a. Mr. Binod Sharma (DIN: 00557039), Managing Director is also the Director and Member of Josh Commercial Private Limited. b. Further, the relatives of Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director are Directors and Members of Josh Commercial Private Limited.
4	Nature, material terms, monetary value and particulars of the contract or arrangement	The contract(s) / arrangement(s) / transaction(s) being proposed is for purchase of Proprietary Custom Designed Prepared Binders etc. for a value up to a maximum amount of Rs. 15 Crores (Rupees Fifteen Crores only) and Sale of COC-05 for a value up to a maximum amount of Rs. 25 lakhs (Rupees Twenty Five Lakhs only), for the financial year 2025-26.
5	Any other information relevant or important for the members to take a decision on the proposed resolution	NIL

None of the Director, Key Managerial Personnel or their relatives are interested or concerned in the resolution except Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director and their relatives.

The Board of Directors recommend passing of the resolution as set out at item no. 3 of this Notice as an Ordinary Resolution.

Item No. 4: APPROVAL OF RELATED PARTY TRANSACTIONS WITH NUVI INNOCHEM PRIVATE LIMITED:

Your Board has proposed to renew the arrangement with Nuvi Innochem Private Limited for the Purchase of Proprietary Custom Designed Prepared Binders etc and Sales of items like Liquid Resins, Additives, Solvents etc.

Section 188 of the Companies Act, 2013 read with relevant rules framed thereunder state that no company shall enter into sale, purchase or supply of any goods or materials with a related party as defined under Section 2(76) of the Act except with the consent of the Board and Members of the Company, where the value of transaction amounts to 10% or more of the turnover of the company, computed on the basis of the audited financial statement of the preceding financial year.

The details w.r.t. the nature of relationship between Nuvi Innochem Private Limited and the Directors of the Company is provided in the table below.

Accordingly, transaction to be entered into with Nuvi Innochem Private Limited is covered within the meaning of Related Party Transaction(s) in terms of provisions of the Act, applicable Rules framed thereunder read with the Company's Policy on "Materiality of Related Party Transactions".

The proposed value of the transaction with Nuvi Innochem Private Limited for FY 2025-2026 may reach upto a maximum of Rs. 21 Crores (Rupees Twenty One Crores only) for purchase and Rs. 38 Lakhs (Rupees Thirty Eight Lakhs Only) for sales. Since the proposed value of transaction amounts to 10% or more of the turnover of the company, the approval of the shareholders is being sought for the said proposed Related Party Transaction. The said transaction has been approved by the Audit Committee of the Company.

Particulars of the proposed transaction with Nuvi Innochem Private Limited is as follows:

Sl. No	Particulars	Remarks
1	Name of the Related Party	Nuvi Innochem Private Limited
2	Name of the Director or KMP who is related	Mr. Binod Sharma (DIN: 00557039), Managing Director, Mr. Vikram Kabra (DIN:00746232), Whole Time Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director
3	Nature of Relationship	It is brought to the notice of the Members that the relatives of Mr. Binod Sharma (DIN: 00557039), Managing Director, Mr. Vikram Kabra (DIN: 00746232), Whole Time Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director are Directors and Members of Nuvi Innochem Private Limited.
4	Nature, material terms, monetary value and particulars of the contract or arrangement	The contract(s) / arrangement(s) / transaction(s) being proposed is for purchase of Proprietary Custom Designed Prepared Binders etc. for a value of up to a maximum amount of Rs. 21 Crores (Rupees Twenty One Crores only) and sale of items like Liquid Resins, Additives, Solvents etc. for a value of upto a maximum amount of Rs. 38 Lacs (Rupees Thirty Lakhs Only), for the financial 2025-26.
5	Any other information relevant or important for the members to take a decision on the proposed resolution	NIL

None of the Director, Key Managerial Personnel or their relatives are interested or concerned in the resolution except Mr. Binod Sharma (DIN: 00557039), Managing Director, Mr. Vikram Kabra (DIN: 00746232), Whole Time Director, Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director and their relatives.

The Board of Directors recommend passing of the resolution as set out at item no. 4 of this Notice as an Ordinary Resolution.

Item No. 5: APPROVAL OF RELATED PARTY TRANSACTIONS WITH BSN INVESTMENTS PRIVATE LIMITED:

Your Board has proposed to renew the arrangement with BSN Investments Private Limited for purchase of Processed Carbonaceous Additives of various origins suitable for the proprietary application of Sreechem Resins Ltd.

Section 188 of the Companies Act, 2013 read with relevant rules framed thereunder state that no company shall enter into sale, purchase or supply of any goods or materials with a related party as defined under Section 2(76) of the Act except with the consent of the Board and Members of the Company, where the value of transaction amounts to 10% of more of the turnover of the company, computed on the basis of the audited financial statement of the preceding financial year.

The details w.r.t. the nature of relationship between BSN Investments Private Limited and the Directors of the Company are provided in the table below.

Accordingly, transaction to be entered into with BSN Investments Private Limited is covered within the meaning of Related Party Transaction(s) in terms of provisions of the Act, applicable Rules framed thereunder read with the Company's Policy on "Materiality of Related Party Transactions".

The proposed value of the transaction with BSN Investments Private Limited for FY 2025-2026 may reach upto a maximum of Rs. 30 Crores (Rupees Thirty Crores Only). Since the proposed value of transaction with BSN Investments Private Limited is amounting to 10% or more of the turnover of the company, the approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with BSN Investments Private Limited. The said transaction has been approved by the Audit Committee of the Company.

Particulars of the proposed transaction with BSN Investments Private Limited is as follows:

Sl. No	Particulars	Remarks
1	Name of the Related Party	BSN Investments Private Limited
2	Name of the Director or KMP who is related	Mr. Binod Sharma(DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director
3	Nature of Relationship	It is brought to the notice of the Members that; a. Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN: 03011540), Whole time Director, are also the Directors and Members of BSN Investments Private Limited. b. Further, the relatives of Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director are Directors and Members of BSN Investments Private Limited.
4	Nature, material terms, monetary value and particulars of the contract or arrangement	The contract(s) / arrangement(s) / transaction(s) being proposed is for purchase of Processed Carbonaceous Additives of various origins suitable for the proprietary application of Sreechem Resins Ltd for a value up to a maximum of Rs. 30 Crores (Rupees Thirty Crores Only) for the financial year 2025-26.
5	Any other information relevant or important for the members to take a decision on the proposed resolution	NIL

None of the Director, Key Managerial Personnel or their relatives are interested or concerned in the resolution except Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director and their relatives.

The Board of Directors recommend passing of the resolution as set out at item no. 5 of this Notice as an Ordinary Resolution.

Item No. 6: APPROVAL OF RELATED PARTY TRANSACTIONS WITH STEEL AIDS PRIVATE LIMITED:

Your Board has proposed to renew the arrangement with Steel Aids Private Limited for Purchase of Proprietary Custom Designed Prepared Binders etc. and Sales of items like Liquid Resins, Additives, Solvents etc.,

Section 188 of the Companies Act, 2013 read with relevant rules framed thereunder state that no company shall enter into sale, purchase or supply of any goods or materials with a related party as defined under Section 2(76) of the Act except with the consent of the Board and Members of the Company, where the value of transaction amounts to 10% or more of the turnover of the company, computed on the basis of the audited financial statement of the preceding financial year.

The details w.r.t. the nature of relationship between Steel Aids Private Limited and the Directors of the Company is provided in the table below.

Accordingly, transaction to be entered into with Steel Aids Private Limited is covered within the meaning of Related Party Transaction(s) in terms of provisions of the Act, applicable Rules framed thereunder read with the Company's Policy on "Materiality of Related Party Transactions".

The proposed value of the transaction with Steel Aids Private Limited for FY 2025-2026 may reach up to a maximum of Rs. 30 Crores (Rupees Thirty Crores Only) for purchase and Rs. 23 Lakhs (Rupees Twenty Three Lakhs Only) for Sales. Since the proposed value of transactions with Steel Aids Private Limited is amounting to 10% or more of the turnover of the company, the approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with Steel Aids Private Limited. The said transaction has been approved by the Audit Committee of the Company.

Particulars of the proposed transaction with Steel Aids Private Limited is as follows:

Sl. No	Particulars	Remarks
1	Name of the Related Party	Steel Aids Private Limited
2	Name of the Director or KMP who is related	Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN:03011540), Whole Time Director
3	Nature of Relationship	It is brought to the notice of the Members that; a. Mr. Binod Sharma (DIN: 00557039), Managing Director of the Company is the Director and Member of Steel Aids Private Limited. b. Further, the relatives of Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director are Directors and Members of Steel Aids Private Limited.
4	Nature, material terms, monetary value and particulars of the contract or arrangement	The contract(s) / arrangement(s) / transaction(s) being proposed is for purchase of Proprietary Custom Designed Prepared Binders etc. for a value of up to a maximum amount of Rs. 30 Crores (Rupees Thirty Crores Only) and Sales of items like Liquid Resins, Additives, Solvents etc. for a value of up to a maximum amount of Rs. 23 Lakhs (Rupees Twenty Three Lakhs Only) , for the financial year 2025-26.
5	Any other information relevant or important for the members to take a decision on the proposed resolution	NIL

None of the Director, Key Managerial Personnel or their relatives are interested or concerned in the resolution except Mr. Binod Sharma (DIN: 00557039), Managing Director and Mr. Vibhor Sharma (DIN: 03011540), Whole Time Director and their relatives.

The Board of Directors recommend passing of the resolution as set out at item no. 6 of this Notice as an Ordinary Resolution.

**By order of the Board of Directors
For SREECHEM RESINS LIMITED**

**Sd/-
BINOD SHARMA
(DIN: (00557039)
MANAGING DIRECTOR**

**Date :31.08.2024
Place : Kolkata**