

# SARTHAK GLOBAL LIMITED

CIN: L99999MH1985PLC136835

**Regd. Office:** 609, Floor-6, West Wing, Tulsiani Chambers, Nariman Point, Mumbai, (MH) 400021, India, Contact No.: 9827522189

**Corporate Office:** 170/10, Film Colony, R.N.T. Marg, Indore (MP), 452001, India

**Phone No.:** 0731-4279626, **Email:** [sgl@sarthakglobal.com](mailto:sgl@sarthakglobal.com), **Website:** [www.sarthakglobal.com](http://www.sarthakglobal.com)

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## NOTICE OF POSTAL BALLOT

*[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Circulars issued by the Ministry of Corporate Affairs]*

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Dear Members,

**NOTICE** is hereby given that pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 (*"the Act"*), together with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014 (*"the Rules"*), the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (*"SS-2"*), and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (*"MCA"*) for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General circular 09/2024 dated September 19, 2024 (collectively referred as the *"MCA Circulars"*), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (*"SEBI Listing Regulations"*) and other applicable provisions, of the Act, rules, regulations, circulars and notifications (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), the resolution, as set out hereunder, is proposed for approval of the Members of **Sarthak Global Limited** (*"Company"*) through Postal Ballot by passing requisite resolution, only by voting through electronic means (*"remote e-voting"* / *"e-voting"*).

The statement pursuant to the provisions of Section 102(1) read with Section 110 and other applicable provisions of the Act read with the Rules thereunder and additional information as required under the SEBI Listing Regulations, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice (*"Notice"*) is annexed to this Notice for your consideration.

The Company, is in compliance with the Circulars, has sent Postal Ballot Notice to all the members whose names appear in the Register of Members and who have registered their email addresses with the Company and/or with the Depositories/Depository Participants as on **Friday, March 14, 2025** (*"Cut-off Date"*). The communication of assent / dissent of the members will take place through the e-voting system only. For voting through e-voting system shareholders are requested to read the instructions in the Notes of this Notice.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope were not required to be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

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In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section I08 and Section I10 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote E-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of CDSL for the purpose of providing remote E-voting facility to its Members. The instructions for remote E-voting are appended to this Notice. The Notice is also available on the website of the Company at: [www.sarthakglobal.com](http://www.sarthakglobal.com).

Members are requested to read the instructions for casting their votes electronically by referring 'Notes' section of this Notice. The votes can be cast during the following voting period:

<b>Commencement of e-voting:</b>	<b>9.00 A.M. (IST) on Sunday, March 23, 2025</b>
<b>End of e-voting:</b>	<b>5.00 P.M. (IST) on Monday, April 21, 2025</b>

The Board of Directors of the Company at its meeting held on **Tuesday, March 18, 2025** has appointed **Mr. Amit Jain, Proprietor of M/s. Amit Preeti & Associates, (FCS – 7859; COP No. – 24303), Practicing Company Secretary, Indore**, as Scrutinizer for conducting the Postal Ballot process in fair and transparent manner in accordance with the provisions of Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

After completion of scrutiny of the votes cast, Scrutinizer will submit his report to the Chairman of the Company or any other person authorized by the Chairman, and result of the e-voting by Postal Ballot will be announced on or before **Wednesday, April 23, 2025**.

The said result along with the Scrutinizer's Report shall be uploaded on the Company's website [www.sarthakglobal.com](http://www.sarthakglobal.com) and on the website of Central Depository Services (India) Limited ("CDSL") [www.evotingindia.com](http://www.evotingindia.com). The result will also be communicated to BSE Limited (BSE), where the Equity Shares of the Company are listed.

## **ITEMS OF BUSINESS REQUIRING CONSENT OF SHAREHOLDERS THROUGH POSTAL BALLOT BY WAY OF REMOTE –E-VOTING:**

### **SPECIAL BUSINESS:**

**ITEM NO. 1 : RE-APPOINTMENT OF MR. SUNIL GANGRADE (DIN- 00169221), AS WHOLE-TIME DIRECTOR OF THE COMPANY AND FIXATION OF REMUNERATION**

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*To consider and if thought fit, to pass the following resolution as Special Resolution:*

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“**RESOLVED THAT** pursuant to the provisions of the Section 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Sunil Gangrade (DIN- 00169221), as a Whole-time Director of the Company for a period of 3 years with effect from 01<sup>st</sup> March, 2025 on the terms and conditions including such remuneration may exceed 5% (five percent) being the limit specified under Section 197 but within the limits of Schedule V of the Act in case of inadequacy or absence of profits, calculated in accordance with the applicable provisions of the Companies Act, 2013, OR as set out hereunder with the liberty to Board of Directors (hereinafter referred to as “*the Board*” which term shall be deemed to include any Committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions of the said re-appointment and / or remuneration within the parameters of the applicable laws or any amendments thereto.

**TENURE:** 3 (Three) years with effect from 01<sup>st</sup> March, 2025.

**SALARY:** Rs. 5,34,000/- p.a. with effect from 01<sup>st</sup> March, 2025.

**BONUS, GRATUITY & LEAVE ENCASHMENT:** As per rules of the Company and subject to provisions of respective statutory enactment.

**LEAVES:** As per the policy of the Company.

**SITTING FEES:** Mr. Sunil Gangrade shall not be entitled to any sitting fees.

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of Mr. Sunil Gangrade (DIN- 00169221), as Whole Time Director, the Company incurs losses or profits are inadequate, the Company shall pay to Mr. Sunil Gangrade (DIN- 00169221), the above remuneration by way fixed salary, perquisites, allowances and other benefits, subject to the limits, restrictions under Schedule V read with Section 196 and 197 of the Companies Act, 2013 and related statutory regulations..

**RESOLVED FURTHER THAT** the Board of Directors of the Company, on the recommendations of Nomination & Remuneration Committee, be and are hereby authorized to revise, amend, alter and vary the remuneration upto Rs. 10,000/- (Rupees Ten Thousand only) per month, from time to time during the tenure of said three (3) years and other terms and conditions of Mr. Sunil Gangrade (DIN- 00169221), in such a manner as may be permissible in

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accordance with the provisions of the Act and Schedule V or any modification or enactment thereto and as may be agreed to by and between the Board of Directors and Mr. Sunil Gangrade.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable, and to settle any question, or doubt that may arise in relation thereto and the Board shall have absolute powers to decide breakup of the remuneration within the above said maximum permissible limit and in order to give effect to the foregoing resolution or as may be otherwise considered by it to be in the best interest of the Company.

**RESOLVED FURTHER THAT** any of the Directors or KMP of the Company be and hereby authorized to sign and file the requisite forms with the Ministry of Corporate Affairs and to take all such steps as may be necessary, desirable or expedient to give effect to this resolution.

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**By order of the Board of Directors  
For Sarthak Global Limited**

**Ankit Joshi  
Company Secretary & Compliance Officer  
ICSI Membership No.: A39299**

**Place:** Indore

**Dated:** March 18, 2025

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## NOTES:

1. The Explanatory Statement pursuant to Section 102 and 110 of the Act read with applicable Rules setting out all material facts of the business specified above is annexed hereto. Brief profile and other additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Director seeking appointment/re-appointment, is also annexed to the Notice.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear on the Register of Members / Register of Beneficial Owners as on **Friday, March 14, 2025** (“*Cut-Off Date*”), received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date.
3. The Postal Ballot Notice is also available on the Company’s website [www.sarthakglobal.com](http://www.sarthakglobal.com) and at the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively. The Notice is also available on the website of CDSL (the agency appointed by the Company for providing the e-voting system) i.e. [www.evotingindia.com](http://www.evotingindia.com).
4. Members holding shares in electronic/demat mode and who have not get their e-mail addresses updated with the Depository Participants are requested to update their e-mail address and any changes therein through their Depository Participants. Members holding shares in physical mode are requested to update their e-mail address and mobile number, by sending e-mail quoting their Folio Number along with scanned copy of PAN (self - attested scanned copy) or AADHAR (self - attested scanned copy) us at [sgl@sarthakglobal.com](mailto:sgl@sarthakglobal.com).
5. In accordance with the provisions of the MCA Circulars, members can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.
6. The remote e-voting period commences from **9.00 A.M. (IST) on Sunday, March 21, 2025**, and ends at **5.00 P.M. (IST) on Monday, April 21, 2025**. The remote e-voting shall not be allowed beyond the said date and time. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.
7. The voting rights of the Shareholders shall be in proportion to their shares in the total paid-up equity share capital of the Company, as on the cut-off date. A person who is not a shareholder on the relevant date should treat this notice for information purposes only.

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8. Resolution passed by Members with requisite majority through remote e-voting are deemed to be passed on **Monday, April 21, 2025** i.e. the last date specified for receipt of votes through remote e-voting as if they have been passed at a General Meeting of the Members.
9. In compliance with the provisions of Sections 108 and 110 of the Act and the Rules made thereunder, the Company has provided the facility to Members to exercise their votes electronically and to vote on resolution through the remote e-voting facility arranged by CDSL. The instructions for remote e-voting are annexed to this Notice.
10. The Board of Directors of the Company at its meeting held on Tuesday, March 18, 2025 has appointed **Mr. Amit Jain, Proprietor of M/s. Amit Preeti & Associates, (FCS – 7859; COP No. – 24303), Practicing Company Secretary, Indore**, as Scrutinizer for conducting the Postal Ballot process in fair and transparent manner in accordance with the provisions of Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.
11. After completion of scrutiny of the votes cast, Scrutinizer will submit his report to the Chairman of the Company or any other person authorized by the Chairman, and result of the e-voting by Postal Ballot will be announced on or before **Wednesday, April 23, 2025**.
12. The said result along with the Scrutinizer's Report shall be uploaded on the Company's website [www.sarthakglobal.com](http://www.sarthakglobal.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com). The result will also be communicated to BSE Limited (BSE), where the Equity Shares of the Company are listed.
13. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to [sgl@sarthakglobal.com](mailto:sgl@sarthakglobal.com).
14. The Company has designated Mr. Ankit Joshi, Company Secretary of the Company as the person responsible for the entire voting process.

Members may contact Mr. Ankit Joshi, Company Secretary, for any grievances connected with electronic means at [sgl@sarthakglobal.com](mailto:sgl@sarthakglobal.com), Tel.: 0731-4279626.

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## 15. The details of the process and manner for remote e-voting are explained herein below:

- (i) The voting through electronic means will commence on **9.00 A.M. (IST) on Sunday, March 23, 2025, and ends at 5.00 P.M. (IST) on Monday, April 21, 2025**. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the e-voting module shall be disabled by CDSL for voting thereafter. The Shareholders as on the **cut-off date, i.e. Friday, March 14, 2025** may cast their vote.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user Ids and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

### **Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company</p>



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	<p>name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</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. CDSL and NSDL**

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Login type	Helpdesk details
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no. 1800 1020 990/ 022-4886 7000

## Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

### (iv) Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

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Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.  If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
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- (v) After entering these details appropriately, click on “**SUBMIT**” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘**Password Creation**’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant “**SARTHAK GLOBAL LIMITED**” on which you choose to vote.
- (ix) On the voting page, you will see “**RESOLUTION DESCRIPTION**” and against the same the option “**YES/NO**” for voting. Select the option **YES** or **NO** as desired. The option **YES** implies that you assent to the Resolution and option **NO** implies that you dissent to the Resolution.
- (x) Click on the “**RESOLUTIONS FILE LINK**” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “**SUBMIT**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**OK**”, else to change your vote, click on “**CANCEL**” and accordingly modify your vote.
- (xii) Once you “**CONFIRM**” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “**Click here to print**” option on the Voting page.

# SARTHAK GLOBAL LIMITED

CIN: L99999MH1985PLC136835

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**Corporate Office:** 170/10, Film Colony, R.N.T. Marg, Indore (MP), 452001, India

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- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians:**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer through email at [amitjaincs@yahoo.com](mailto:amitjaincs@yahoo.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES**

- A. **For Physical shareholders-** please provide necessary details like 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 **Company/RTA email id at** [sgl@sarthakglobal.com](mailto:sgl@sarthakglobal.com) respectively.
- B. **For Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP).
- C. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 1800225533.

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## ANNEXURE TO THE NOTICE

**STATEMENT PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013, READ WITH THE RULES MADE THEREUNDER, AS APPLICABLE, THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2)**

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### ITEM NO. 01

Mr. Sunil Gangrade was re-appointed by the Board as Whole-Time Director of the Company for a period of 3 years w.e.f. 01<sup>st</sup> March, 2025 in its meeting held on 27<sup>th</sup> January, 2025, subject to the approval of the members. Due to inadequate profit during the Financial Year 2023-2024, the remuneration payable to Mr. Sunil Gangrade is well in conformity with the relevant provisions of the Companies Act, 2013 read with Schedule V to the said Act.

Mr. Sunil Gangrade satisfies all the conditions set out in Part-1 of Schedule V to the Act as also the conditions set out under Section 196(3) of the Act for being eligible for his re-appointment.

The resolution needs the approval of the members in terms of sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) for the appointment of Mr. Sunil Gangrade as a Whole-Time Director of the Company on the terms and conditions as mentioned in resolution.

The Board of Directors has, accordingly, considered the following terms and conditions of Mr. Sunil Gangrade re-appointment as per the recommendations of the Nomination and Remuneration Committee ('NRC') which is in accordance with Schedule V of the Companies Act, 2013:

#### **Brief resume of Mr. Sunil Gangrade:**

Mr. Sunil Gangrade, aged 59 years is having around 33+ years of experience in the field of Banking, Finance and Audit. He is working in the Company in last 30 years and also worked as CFO of the Company.

#### **Nature of expertise in specific functional areas:**

Banking, Finance and Audit.

#### **Names of Listed Company in which Mr. Sunil Gangrade holds directorship and the membership of committees of the Board:**

Mr. Sunil Gangrade is not a Director in any other listed company and also does not hold membership of committees of the Board of any other listed Company.

Mr. Sunil Gangrade is not related to any director or key managerial personnel of the Company and holds 900 (0.03%) Equity Shares in the Company as on 31.12.2024. He was first appointed on the Board of the Company on 10.02.2017.

The information as required under Section II, Part II of the Schedule V of the Companies Act, 2013, is attached herewith.

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This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013 and regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Save and except, Mr. Sunil Gangrade to whom the resolution relates along with his relatives, none of the Directors/ Key Managerial Personnel of the Company/their relatives is in any way, financially or otherwise, concerned or interested in this Resolution.

The Board recommends the Special Resolution at Item No. 1 for approval of the members.

## **THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE V OF THE ACT**

### **I. General Information**

#### **1. Nature of Industry:**

The Company is mainly engaged in the business of Share Transfer Agent and Trading of Commodities.

#### **2. Date or expected date of commencement of commercial production**

Commercial operations commenced in the year 1995.

#### **3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus**

Not Applicable

#### **4. Financial performance based on given indicators**

Particulars	<i>(Amount Rs. in lacs)</i>		
	FY 2023-24	FY 2022-23	FY 2021-22
	<b>Standalone</b>		
Revenue from Operations	549.45	403.98	554.96
Net Profit/ (Loss) before Tax	7.41	2.62	(413.27)
Net Profit/ (Loss) after Tax	1.89	5.63	(413.21)
Earnings Per share (Rs.10/-each) Basic & Diluted (in Rs.)	0.06	0.19	(13.77)

#### **5. Foreign investments or collaborations, if any.**

Sarthak Global Limited has no foreign collaborators and hence there is no equity participation by foreign collaborators in the Company.

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## II. Information about the appointee:

### (1) Background details:

**Mr. Sunil Gangrade, Whole-time Director**

Mr. Sunil Gangrade, is a graduate and he is having more than 33+ years of experience in the field of Banking, finance and audit.

### (2) Past Remuneration:

*(Amount Rs. in lacs)*

Particulars	Mr. Sunil Gangrade		
	FY 2023-24	FY 2022-23	FY 2021-22
Salary	5.34	5.16	4.92
Perquisites	--	--	--
Commission & Bonus	--	--	--
<b>Total</b>	<b>5.34</b>	<b>5.16</b>	<b>4.92</b>

### (3) Recognition or awards: N.A.

### (4) Job profile and his suitability:

**Mr. Sunil Gangrade, Whole-time Director**

Mr. Sunil Gangrade is having around 33+ years' experience in the field of Banking, finance and audit. He is working in the Company since 30 years and also holds the post of CFO in the Company before appointment as Whole-time Director.

### (5) Remuneration proposed:

**Mr. Sunil Gangrade, Whole-time Director**

Rs. 5,34,000/- P.A.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): N.A.

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any. :

**Mr. Sunil Gangrade, Whole-time Director**

Mr. Sunil Gangrade meets the criteria of a Whole-time Director as prescribed under Schedule V of the Act. He has no other pecuniary relationship with Company except the post of Whole-time director. He is not related to any other director of the Company



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### III. Other information:

#### (1) Reasons of loss or inadequate profits:

The Company has recorded adequate profits over the past two years and has not incurred any losses. However, this is an enabling provision to address any potential breach of the remuneration limits prescribed under the Companies Act, 2013 in the future.

#### (2) Steps taken or proposed to be taken for improvement:

The management is pursuing various strategic and operational measures that is expected to result in the improvement of profitability of the Company. The management believes all these strategic initiatives will result in better and improved profits for the Company

#### (3) Expected increase in productivity and profits in measurable terms:

The management anticipates higher productivity and profitability, aligned with the estimated budget and business growth projections.

### IV. Disclosures

**(i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;**

#### A. EXECUTIVE DIRECTORS:

The particulars of remuneration of executive director during the financial year 2023-2024 are as under:

Name	Tenure	Designation	Salary	Perquisites	Total
Mr. Sunil Gangrade	3 years w.e.f. 01 <sup>st</sup> March, 2025	Whole-time Director	Rs. 5,34,000	--	Rs. 5,34,000

#### B. NON-EXECUTIVE DIRECTORS

The Non-Executive Directors are paid sitting fees for every meeting of the Board and/or Committee attended by them. No commission was paid or payable to the Non-Executive Directors during the financial year 2023-2024. The sitting fees paid to all Non-Executive Directors for attending meetings of the Board and/ or Committee thereof for the year ended 31.03.2022 is as follows:- Mr. Naresh Vyas – 8,000/-, Mrs. Swati Sudesh Oturkar – 8,000/- and Mr. Ritesh Sinvhal – 8,000/-.

For the financial year 2024-2025, the information and disclosures of the remuneration package of the managerial personnel shall be mentioned in the Annual Report for the year ended 31<sup>st</sup> March 2025.

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**(ii) Details of fixed component and performance linked incentives along with the performance criteria:**

**Details of Fixed Component:** as mentioned in point (i) above and;

There is no performance linked incentive along with the performance criteria.

**(iii) Service contracts, notice period, severance fees:**

The appointment of the Executive Directors is governed by Resolutions passed by the Shareholders of the Company, which cover the terms and conditions of such appointment, read with the service rules of the Company. A separate Service Contract is not entered into by the Company with Executive Directors. No notice period or severance fee is payable to any Director.

**(iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable:**

The Company has not granted any stock option to any of its director/employees.

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**By order of the Board of Directors  
For Sarthak Global Limited**

**Ankit Joshi  
Company Secretary & Compliance Officer  
ICSI Membership No.: A39299**

**Place:** Indore

**Dated:** March 18, 2025

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**ADDITIONAL INFORMATION PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED AND APPLICABLE SECRETARIAL STANDARD ON DIRECTORS RECOMMENDED FOR APPOINTMENT/REAPPOINTMENT THROUGH POSTAL BALLOT PROCESS**

<b>Name of Director and Director Identification Number (DIN)</b>	<b>MR. SUNIL GANGRADE (DIN: 00169221)</b>
<b>Date of Birth</b>	19/10/1965
<b>Age</b>	59 Years
<b>Date of first Appointment</b>	10.02.2017
<b>Expertise / Experience in specific functional areas</b>	He is having around 33+ years experience in the field of Banking, finance and audit. He is working in the Company since 30 years and also worked as CFO of the Company.
<b>Qualification</b>	Graduate
<b>Terms and Conditions of Appointment/ Reappointment</b>	As per the resolution at Item No. 1 of this Notice read with Explanatory statement.
<b>Remuneration last drawn</b>	Remuneration Rs. 5,34,000/- during the FY 2023-2024.
<b>Remuneration proposed to be paid</b>	As per the resolution at Item No. 1 of this Notice read with Explanatory statement.
<b>No. &amp; % of Equity Shares held in the Company (as on 31.12.2024)</b>	900 (0.03%)
<b>Directorship in other Companies (as on date of this Notice)</b>	1. Samradhi Real Estate Private Limited 2. Shahra Securities Private Limited
<b>Number of Meetings of the Board attended during the year 2024-2025.</b>	7 Meetings
<b>Chairman/Member of the Committees of the Board Directors of other Companies</b>	Nil
<b>Chairman/Member of the Committees of the Board of Directors of the Company</b>	Member of Audit Committee, Stakeholders' Relationship Committee and Risk Management Committee.
<b>Relationship between directors inter-se</b>	Not related to any Director / Key Managerial Personnel of the Company.

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<b>Listed entities in which he has resigned in the past three years</b>	Nil
<b>Skills and capabilities required for the role and the manner in which the proposed person meets such requirements</b>	Please refer to the Explanatory Statement forming a part of this Notice.

**By order of the Board of Directors  
For Sarthak Global Limited**

**Ankit Joshi  
Company Secretary & Compliance Officer  
ICSI Membership No.: A39299**

**Place:** Indore

**Dated:** March 18, 2025