

AGM Notice

Notice is hereby given that the **10th Annual General Meeting** of the Member's of Parvati Sweetners and Power Limited will be held on Wednesday, 22nd September, 2021 at 11:30 A.M. through Video Conferencing/ Other Audio Visual Means (OAVM) facility to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 including the audited Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss with Cash Flow Statement for the year ended as at 31st March, 2021 and the reports of the Board of Directors ('the Board') and Auditors' thereon.
2. To appoint a Director in place of Mrs. Pooja Shree Chouksey (DIN No- 07575058), Director, who retires by rotation and being eligible, offers herself for reappointment.

SPECIAL BUSINESS

3. Ratification of Remuneration of Cost Auditor of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the remuneration of Rs. 25,000/- per annum plus taxes & reimbursement of out of pocket expenses incurred in connection with the audit, payable to **M/s. Sanjay Kasliwal & Associates, Cost Accountants (FRN No.:- 100888)** who was appointed by the Board as a Cost Auditor of the Company to conduct audit of cost records maintained by the Company for Financial year 2021-2022.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

4. Appointment of Shri Rohit Bhatnagar (DIN: 08232760) as an Independent Director of the company.

To consider and confirm the appointment of Shri Rohit Bhatnagar (DIN: 08232760) as Independent Director and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of sections 149,150,152,160 and 161and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the said Act and Companies (Appointment and Qualification of Directors) Rules, 2014, as may be amended from time to time and provisions of SEBI (LODR), Regulations, 2015 and the provisions of Articles of Association of the Company Shri Rohit Bhatnagar (DIN: 08232760) who was appointed by the Board as an Additional director(Non-Executive, Independent Director) of the Company w.e.f. 10th February, 2021 and who hold office till the date of this Annual General Meeting under section 161 of the Act, and who being eligible to be appointed as Director has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI (LODR) Regulations, 2015, and in respect of whom the Company has received a notice in writing from a member under section 160 of the Act, Proposing his candidature for the office of the Independent Director and on Recommendation of Nomination and Remuneration Committee, be and is hereby appointed as Independent Director of the Company w.e.f. 10th February, 2021, not liable to retire by rotation and to hold office for a term of five (5) consecutive years commencing from 10th February, 2021 upto 9th February, 2026(both days inclusive).

5. Members approval for borrowing under Section 180 (1) (c) of the Companies Act, 2013

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

"RESOLVED THAT in supersession of the special resolutions passed by the shareholders in the 08th Annual General Meeting dated 30th September, 2019 in this regard, , the consent of the Company be and is hereby accorded to the Board of Directors of the Company under the provisions of Section 180 (1) (c) and all other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, read with the Articles of Association of the Company, to borrow money for and on behalf of the Company from time to time as deemed by it to be requisite and proper for the business of the Company, as and when required, from, including

without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or anybody corporate/entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs. 500 crore (Rupees Five Hundred Crore only) for the Company, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves as per the latest annual audited financial statements.

RESOLVED FURTHER THAT the Board of Directors or any committee or person(s) authorized by the Board be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

6. Members approval for securing the borrowings of the Company under Section 180(1)(a) of the Companies Act, 2013

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

"RESOLVED THAT in supersession of the special resolutions passed by the shareholders in the 08th Annual general Meeting dated 30th September, 2019 in this regard, the consent of the Company be and is hereby accorded to the Board of Directors of the Company, under the provisions of Section 180(1) (a) and all other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, read with the Articles of Association of the Company, to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of Rs. 500 crore (Rupees Five Hundred Crore only).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

7. Members approval to making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate exceeding the ceiling prescribed under Section 186 of the Companies Act, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 186 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, and in supersession of the resolution passed earlier, if any, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 500 Crore (Rupees Five Hundred Crore only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file necessary returns/

forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.”

8. Members approval for giving loan and guarantee or providing security in connection with loan availed by any specified person under Section 185 of the Companies, Act, 2013

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

“**RESOLVED THAT** pursuant to the provisions of Section 185 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Amendment) Act, 2017 and Rules made there under, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan including any loan represented by a book debt, business advance, advance for securing supplies of services/goods on a future date or give any guarantee or provide any security in connection with loan taken by the companies/bodies corporate in which any director of the company is directly or indirectly concerned and/or interested from time to time subject to the maximum amount of Loans/Advances and or guarantee and securities not exceeding Rs. 500 Crore (Rupees Five Hundred Crore only) at any point of time together with the Loan/Guarantee/investment made so far under this section, in one or more tranches, in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans/guarantee/security given by the Company shall be utilized by the borrowing company for its principal business activities.

Sr. No.	Name of the Company /Body Corporate in which directors are Interested	Name of the interested director's	Maximum amount upto which loan/ guarantee/ security may be provided by the company.
1.	M/S. Vitamax Healthcare Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	Rs. 500 Crores Overall
2.	M/S. Ananjay Pharmaceuticals Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	
3.	M/S. Ananjay Construction And Contracts private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	
4.	M/S. Ananjay Softek Solutions Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	
5.	M/S. Jayant Jaggery Products Private Limited	Shri Ashish Jaiswal	

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file necessary returns/forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.”

9. Members approval for Related Party Transactions under section 188 of the Companies Act, 2013

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) and the Company’s policy on Related Party Transactions, approval of the Members be and is hereby accorded to the Board of Directors of the Company (‘Board’) to enter into contract(s)/ arrangement(s)/ transaction(s) with a related party(s) within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, for purchase and sale of goods and material for the production of the Company (as detailed in the Statement annexed to the Notice), as the Board may deem fit, up to a maximum aggregate value of Rs. 50 crore at arm’s length basis and in the ordinary course of business, for the Financial Year 2021-22.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contracts, schemes, agreements and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or to any other Officer(s)/Authorized Representative(s) of the Company to do all such acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects.”

10. Members approval for increase in authorised share capital of the company and alteration in the Memorandum of Association.

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

“RESOLVED THAT pursuant to provisions of section 61 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital & Debentures) Rules, 2014 & subject to all other applicable provisions of the Companies Act, 2013, if any (including any statutory modification or re-enactment thereof for the time being in force) and provisions of the Memorandum of Association & Articles of Association of the Company, the authorized share capital of the Company be and is hereby increased from Rs. 55,00,00,000/- (Rupees Fifty Five Crores only) divided into 110000000 (Eleven Crores) Equity shares of Rs. 5/- (Rupees Five only) each (the ‘equity shares’) to Rs. 75,00,00,000/- (Rupees Seventy Five Crores Only) divided into 150000000 (Fifteen Crores) equity shares of Rs. 5/- (Rupees Five only) each.

“RESOLVED FURTHER THAT pursuant to provision of Section 13 read with section 61 of the Companies Act, 2013 and schedule I of Table F and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, as may be applicable, the Clause V of the Memorandum of Association of the Company is hereby altered by substitution of the following new clause:

- V. The Authorized share capital of the Company is Rs. 75,00,00,000 (Rupees Seventy Five Crores Only) divided into 150000000 (Fifteen Crores) equity shares of Rs. 5/- (Rupees Five Only) each.”
11. Members approval for the payment of remuneration to Mrs. Poonam Chouksey, Chairperson & Managing Director of the company even in case of loss/inadequacy of profit.

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

“RESOLVED THAT pursuant to the provisions under Section 196, 197, 198, Schedule V as applicable and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) including any statutory amendments, modifications or re-enactment thereof and subject to such other requisite approvals, as may be required in this regard, the consent of the Shareholders be and is hereby accorded for the payment of remuneration within the maximum permissible remuneration i.e. 84 Lakhs as permitted under Section II of Schedule V to the Companies Act, 2013 (as set out below and reproduced in the Explanatory Statement), in case the Company has no profits or the profits of the Company are inadequate.

(1)	(2)
Where the effective capital is	Limit of yearly remuneration payable shall not exceed (Rupees)
i. Negative or Less than 5 Crores	60 Lakhs
ii. 5 Crore & above but less than 100 Crores	84 Lakhs
iii. 100 Crores & above but less than 250 Crores	120 Lakhs
iv. 250 Crores & above	120 Lakhs plus 0.01% of the effective capital in excess of 250 Crores.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution.”

**For and on behalf of the Board
Parvati Sweetners and Power Limited**

Sd/-

**Poonam Chouksey
Chairperson and Managing Director
DIN No.:02110270**

Date:- 14th August, 2021

Place:- Bhopal

Regd. Office:

Hall No. 2, Gomantika Parisar,
Shopping Complex, Jawahar Chowk,
Bhopal (M.P.) 462003
CIN: L15421MP2011PLC027287

Notes for AGM Notice:

1. In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. There continue to be restrictions on movement of persons at several places in the country. Pursuant to MCA General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 respectively, issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May 2020 and 15th January 2021 respectively issued by the Securities and Exchange Board of India (“SEBI Circulars”) and in compliance with the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 10th Annual General Meeting of the company (AGM) is being conducted through Video Conferencing/ Other Audio Visual Means (VC/OAVM), which does not require physical presence of members at a common venue. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated 8th April, 2020 followed by Circular No. 2/2021 dated 13th January, 2021, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-voting.
3. In compliance with applicable provisions of the Companies Act, 2013 read with aforesaid circulars, the 10th Annual General Meeting (AGM) of the company being conducted through VC/OAVM herein after called as “e-AGM” or “AGM”.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 respectively, issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May 2020 and 15th January 2021 respectively issued by the Securities and Exchange Board of India (“SEBI Circulars”) the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 respectively, the Notice calling the AGM has been uploaded on the website of the Company at www.parvatisweetners.co.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
8. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 respectively.
9. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company - <http://www.parvatisweetners.co.in/> as soon as possible after the Meeting is over.
10. In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated 12th May, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-

21 will also be available on the Company's website - <http://www.parvatisweetners.co.in>, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of CDSL <https://www.evotingindia.com>. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking to the Covid-19.

11. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
12. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to special businesses at the meeting is annexed and forms part of the Notice.
13. Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 16th September, 2021 to Wednesday, 22nd September, 2021 (both days inclusive) for the Annual General Meeting to the members whose names appear in the Register of members and the records of the beneficiaries of the CDSL and NSDL on the date of the Annual General Meeting. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date 8th September, 2021 (Wednesday).
14. In continuation of this Ministry's Circular's No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 respectively and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No.'s 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 respectively.
15. Members may note that the details of the Director seeking appointment / re appointment as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) forms an integral part of the notice. The statement as required under Section II of Part II of the Schedule V to the Act with reference to Special Resolutions, is enclosed as Annexure. Requisite declarations have been received from the Director for seeking his appointment / re-appointment.
16. The Company has appointed M/S. CS Piyush Bindal & Associates, Practicing Company Secretary having membership No. F6749 and CP No. 7442, to act as Scrutinizer to scrutinize the remote e-voting process and e-voting at the e-AGM in a fair and transparent manner. The members desiring to vote through remote - voting / e-voting at e-AGM are requested to refer to the detailed procedure given hereinafter.
17. The Scrutinizer after scrutinizing the votes cast at the meeting and through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. The results declared along with Scrutinizer's Report shall be placed on the website of the Company. The results shall simultaneously be communicated to stock exchanges where the shares of the Company are listed i.e. BSE Limited.
18. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting at its email ID info@parvatisweetners.com so that the information required may be made available at the Meeting.
19. The Members are requested to:
 - a) Intimate changes, if any, in their registered addresses immediately.
 - b) Quote their ledger folio number in all their correspondence.
 - c) Send their Email address to us for prompt communication and update the same with their D.P. to receive softcopy of the Annual Report of the Company
20. Members are requested to notify immediately any change in their address, bank account details and / or e-mail id to their respective Depository Participant (DP) in respect of their electronic shares / demat accounts. In respect of physical shareholding, the details may be sent to the Registrar and Transfer Agent (RTA) of the Company at M/s. Link In Time India Private Limited, Unit: Parvati Sweetners and Power Limited, E-mail id: info@parvatisweetners.com Alternatively, members holding shares in physical form can update their e-mail ID/mobile no. on the website of RTA at [//https://linkintime.co.in](https://linkintime.co.in) to receive the soft copy of all communication and notice of the meetings etc., of the Company.

21. The report on the Corporate Governance and Management Discussion and Analysis also form part to the Board's Report.
22. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 10th AGM. Members seeking to inspect such documents can send an email to info@parvatisweetners.com.
23. In terms of Listing Regulations, the securities of the listed companies can only be transferred in dematerialized form with effect from 1st April 2019. In view of the same, members are advised to dematerialize shares held by them in physical form.
24. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
25. 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 account. Members holding shares in physical form can submit their PAN details to the RTA at the address mentioned above.
26. Subject to approval of the requisite number of votes, the Resolutions set out in this Notice for the e-AGM shall be deemed to be passed on the date of the meeting i.e. 22nd September 2021.
27. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent M/S. Link In Time India Private Limited, C-101, 247 Park, L.B.S Marg, Vikhroli (West) Mumbai – 400 083 Maharashtra, India Phone: 91 22 49186000 Fax No.: 91 22-49186060 Email: rnt.helpdesk@linkintime.co.in; shweta.poojari@linkintime.co.in Website: www.linkintime.co.in to receive the soft copy of all communication and notice of the meetings etc., of the Company.

Pursuant to the MCA Circulars and SEBI Circulars, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 10th AGM and the Annual Report for the financial year 2020-21, the notice and Annual Report are being sent only by email to the Members.

This Notice of AGM and Annual Report 2020- 21 will be send electronically only to the members, whose name appears in the Register of members / depositories as at closing hours of business on 13th August 2021. Members may note that this Notice and Annual Report 2020- 21 will be available on the Company's website www.parvatisweetners.co.in, website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

28. THE INTRUCTIONS FOR E-VOTING ARE AS UNDER:

Members are requested to carefully read the below mentioned instructions.

- (i) The voting period begins on **19th September, 2021 (Sunday) and ends on 21st September, 2021, (Tuesday)**. During this period shareholders 'of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of 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.

- (iv) 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 abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System My easi. 2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
---	--

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

Type of shareholders	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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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

- (v) Login method for e-Voting and joining virtual meetings 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.
 - 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 and voted on an earlier e-voting of any company, then your existing password is to be used.

	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)
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> • 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. 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.

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant Parvati Sweetners and Power Limited on which you choose to vote.
- 11) 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.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) 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.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) 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.
- 17) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to 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.
 - 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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 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 and to the Company at the email address viz; info@parvatisweetners.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

29. THE INTRUCTIONS FOR JOINING VIRTUAL MEETINGS ARE AS UNDER:

Members are requested to carefully read the below mentioned instructions

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance

- during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id- info@parvatisweetners.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id- info@parvatisweetners.com). These queries will be replied to by the company suitably by email.
 8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
 9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
 10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. 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.
 2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
 3. 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. 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 or contact at 022-23058738 and 022-23058542/43. 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, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.
30. Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 31. Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the 1st cut-off date i.e. 13th August, 2021 (Friday), may obtain the login ID and password by sending a request at shweta.poojari@linkintime.co.in or rnt.helpdesk@linkintime.co.in
 32. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the 2nd cut-off date i.e. 8th September, 2021 (Wednesday) only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.
 33. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.

34. The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company - <http://www.parvatisweetners.co.in> and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the BSE Ltd.
35. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:
M/S. Link In Time India Pvt. Ltd.
C 101, 1st Floors, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai-400083
Phone: 022- 49186000, Fax: 022-49186060
Email: rnt.helpdesk@linkintime.co.in;
shweta.poojari@linkintime.co.in, Website: www.linkintime.co.in

For and on behalf of the Board
Parvati Sweetners and Power Limited
Sd/-
Poonam Chouksey
Chairperson and Managing Director
DIN No.:02110270

Date:- 14th August, 2021
Place:- Bhopal

Regd. Office:
Hall No. 2, Gomantika Parisar,
Shopping Complex, Jawahar Chowk,
Bhopal (M.P.) 462003
CIN: L15421MP2011PLC027287

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES:

Item No.3:

In accordance with the provisions of Section 148 of the Companies Act, 2013 ('the Act') and the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Amendment Rules, 2014 ('the Rules') the Company is required to appoint a Cost Auditor to audit the cost records of the Company.

On the recommendation of the Audit Committee, the Board of Directors at their Meeting has approved the appointment of M/s. Sanjay Kasliwal & Associates, Cost Accountants, Bhopal (ICWAI Firm Registration No. 100888), as Cost Auditor to conduct the audit of the cost records of the Company for the Financial Year ended March 31, 2022 at a remuneration of Rs. 25,000/- (Rupees Twenty Five Thousand only) plus applicable taxes and reimbursement of out of pocket expenses at actual, subject to ratification by the members in the Annual General Meeting.

Accordingly, consent of the members is sought for passing an ordinary resolution as set out at Item No. 3 of the Notice for ratification of remuneration payable to the Cost Auditor for the Financial Year ended March 31, 2022.

Item No. 4:

The Nomination and Remuneration Committee (NRC) and Board of Directors at their meeting held on 10th February, 2021 have appointed Shri Rohit Bhatnagar (DIN: 08232760) as an Additional Director under the category of the Independent Director of the Company pursuant to Section 161 of the Companies Act, 2013 ; subject to the approval of Members at General Meeting.

The Company has received from Shri Rohit Bhatnagar (DIN: 08232760) a consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 along with the intimation in Form DIR-8 in terms of Companies(Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013, and a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

The resolution set out in Item No. 4 seeks the approval of members for the appointment of Shri Rohit Bhatnagar (DIN: 08232760) as an Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. 10th February, 2021 till 9th February, 2026; pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and Rules made there under.

His office shall not be liable to retire by rotation. The brief profile of Shri Rohit Bhatnagar (DIN: 08232760) is given hereunder the details of the directors seeking Appointment/Re-appointment.

In the opinion of the Board of Directors, Shri Rohit Bhatnagar (DIN: 08232760) proposed to be appointed as Independent Director fulfils the conditions specified in the Act and the Rules made there under and he is independent of the Management.

None of the director, key managerial personnel or their relatives, except Shri Rohit Bhatnagar (DIN: 08232760), being the appointee, is interested or concerned in the resolution.

The Board recommends the Special Resolution as set out in Item No. 4 of this Notice for approval of Members.

Item No. 5 & 6

Section 180 (1) (c) and Section 180 (1) (a) of the Companies Act, 2013

To support Company's business operations, the company requires funds and these funds are generally raised from various Banks and/or Financial Institutions and/or any other lending institutions and/or foreign lender and/or any other body corporate/entity/entities and/or authority/authorities and/or through suppliers credit, any other securities or instruments, such as floating rate notes, fixed rate notes, syndicated loans, debentures, commercial papers, short term loans or any other instruments etc. and/or through credit from of official agencies and/or by way of commercial borrowings from the private sector window of multilateral financial institution, either in rupees or in such other foreign currencies as may be permitted by law from time to time, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits upto Rs.500 crore (Rupee Five Hundred Crore only).

In term of section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company obtained by mean of passing a special resolution in a general meeting.

Further, to secure the borrowing made by the Company, the company is generally asked to create charge on certain assets or whole of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 empowers the Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the general meeting.

Hence, it proposed to seek necessary members approval to borrow money from any bank, financial institutions, bodies corporate or business associates or through permitted channel in excess of paid up capital and free reserves of the company by a sum not exceeding Rs. 500 Crore and creation of security through mortgage or pledge or hypothecation or otherwise or through combination for securing the limits as may be sanctioned by the lenders, for the loans to be sanctioned by any one or more company's bankers and/or by any one or more persons, firms, bodies corporate, or financial institutions or banks, the Company would be required to secure all or any of the Current assets, moveable properties of the Company present and future.

The resolution as set out at item No. 5 & 6 of the notice is placed for your approval of the aforesaid limits of borrowing by the board up to an amount not exceeding Rs. 500 crore.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 & 6 of the Notice, except to the extent of their Shareholding, if any.

Item No. 7

Authorization to make loan and investment exceeding the ceiling prescribed under Section 186 of the Companies Act, 2013

Pursuant to the provisions of Section 186(2) of the Companies Act, 2013 ('Act'), the Company shall not directly or indirectly: - (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher.

Pursuant to the provisions of Section 186 (3) of the 'Act', where the giving of any loan or guarantee or providing any security or the acquisition of securities exceeds the limits specified in Section 186 (2) of the 'Act', prior approval by means of a Special Resolution passed at a General Meeting is necessary.

In terms of Rule No.11 (1) of the Companies(Meeting of Board and its Powers) Rules ('Rules'), where a loan or guarantee is given or security has been provided by a company to its wholly-owned subsidiary or a joint venture, or acquisition is made by a holding company, by way of subscription of securities of its wholly-owned subsidiary, the requirement of Section 186 (3) of the 'Act' shall not apply, however it will be included for the purpose of overall limit.

In line with the long term objectives of the Company and for expanding its business further, the Company may be required to give loans or guarantees or make investments in excess of the limits specified in Section 186 (2) of the 'Act'. And accordingly, it is proposed to seek prior approval of Members vide an enabling Resolution to provide loans, guarantees and make investments up to a sum of Rs. 500 crore (Rupees Five Hundred Crore) over and above the limits specified in Section 186 (2) of the 'Act' at any point of time.

The resolution is accordingly recommended for approval of the Members by way of a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice, except to the extent of their shareholding, if any.

Item No. 8

Approval for giving loan and guarantee or providing security in connection with loan availed by any specified person under Section 185 of the Companies, Act, 2013

As per the provisions of Section 185 of the Companies Act, 2013, no company shall, directly or indirectly, advance any loan including any loan represented by a book debt, business advance, advance for securing supplies of services/goods on a future

date to any of its Directors or to any other person in whom the Director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person.

However, in order to promote ease of doing business, the entire Section 185 of the Companies Act, 2013 has been substituted vide Companies (Amendment) Act, 2017 and the same was notified by the Ministry of Corporate Affairs on 7th May, 2018. In terms of the amended Section 185 of the Act, a company may advance any loan, including any loan represented by a book debt, to any person in whom any of the Directors of the Company is interested or give any guarantee or provide any security in connection with any loan taken by any such person, subject to the condition that approval of the shareholders of the Company is obtained by way of passing a Special Resolution and requisite disclosures are made in the Explanatory Statement.

The management is of the view that the Company may be required to invest funds in joint ventures, strategic alliance and other entities in the normal course of its business, make business advances or otherwise, give guarantee or provide any security in connection with any loans/debentures/bonds etc. raised by its associate or wholly owned subsidiary or to any other body corporate(s) in which the Directors of the Company may be interested, as and when required.

Sr. No.	Name of the Company /Body Corporate in which directors are Interested	Name of the interested director's	Maximum amount upto which loan/ guarantee/ security may be provided by the company.
1.	M/S. Vitamax Healthcare Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	Rs. 500 Crores Overall
2.	M/S. Ananjay Pharmaceuticals Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	
3.	M/S. Ananjay Construction And Contracts private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	
4.	M/S. Ananjay Softek Solutions Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	
5.	M/S. Jayant Jaggery Products Private Limited	Shri Ashish Jaiswal	

Hence, as an abundant caution, the Board decided to seek approval of the shareholders pursuant to the amended provisions of Section 185 of the Act to advance any loan, including any loan represented by book debt, to its subsidiary company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested or to give guarantee or provide any security in connection with any loans/debentures/bonds etc. raised by its subsidiary company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested up to an aggregate amount of approved by the shareholder of the Company under Section 186 of the Company Act, 2013 over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more.

The Board of Directors recommends resolution for approval of the members of the Company by way of passing a Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives other than Ms. Poonam Chouksey, Mr. Ashish Jaiswal, Mr. Anupam Chouksey, Mrs. Pooja Shri Chouksey and her relatives are, in any way, concerned or interested in the said Resolutions.

Item No. 9

Approval for Related Party Transactions under section 188 of the Companies Act, 2013

To ensure uninterrupted operation, approval of the shareholders is being sought, to enter into related party transaction(s) with related party(s) as defined under within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, to purchase and sale of goods and material for an amount of Rs. 50 crore during Financial Year 2021-22.

Sr. No.	Name of the Related Parties	Name of the director or kmp who is related	Nature of relationship	Nature of Transaction	Maximum amount upto may be entered for contract / transaction by the company.
1.	M/S. Vitamax Healthcare Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	Directorship and Shareholding	Purchase & Sale of Goods Supply of Services	Rs. 50 Crores Overall
2.	M/S. Ananjay Pharmaceuticals Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	Directorship and Shareholding		
3.	M/S. Ananjay Construction And Contracts private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	Directorship and Shareholding		
4.	M/S. Ananjay Softek Solutions Private Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	Shareholding		
5.	M/S. Jayant Jaggery Products Private Limited	Shri Ashish Jaiswal	Directorship and Shareholding		
6.	M/S. Kalchuri Contractor's Limited	Smt. Poonam Chouksey Shri Anupam Chouksey Smt. Pooja Shree Chouksey	Directorship and Shareholding		

Background and Details of the Transaction:

Cost effective and assured supply of goods/services, of desired quality, is a key requirement for the Company. The Company intends to procure material from related party(s) to have consistent control over quality of the supplies.

This transaction will not only help the Company to ensure wholesale and retail trading of business operations smoothly but also ensure consistent flow of desired quality and quantity of company products available for uninterrupted operations and business activities.

Approval being sought for Financial Year 2021-22 As per the requirements of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), all material related party transactions shall require the approval of Members through a Resolution. Further, the explanation to Regulation 23(1) of the SEBI Listing Regulations states that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during the financial year, exceeds 10% of the annual turnover of the Company as per the last audited financial statements of the Company.

The estimated value of transaction with related party(s) for Financial Year 2021-22 will be Rs. 50 crore, which would breach the materiality threshold of 10% of the annual turnover of the Company as per last audited financial statements of FY 2020-21. Hence, to ensure uninterrupted operations of the Company, it is proposed to secure shareholders' approval for the related party contracts/ arrangements to be entered into with related party(s) during Financial Year 2021-22, as above mentioned of the Notice. For necessary information as required under Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, members are requested to please refer Audited Annual Accounts of the Company for the financial year ended 31st March 2021.

Detail(s) about Arm's Length Pricing/ Ordinary Course of Business

The related party contract/transaction mentioned in this proposal meets the arm's length testing criteria and also qualifies as contract under ordinary course of business.

The said transactions have been recommended by the Audit Committee and Board of Directors of the Company for

consideration and approval by the Members.

None of the Directors, Key Managerial Personnel and their relatives other than Ms. Poonam Chouksey, Mr. Ashish Jaiswal, Mr. Anupam Chouksey, Mrs. Pooja Shri Chouksey and her relatives are, in any way, concerned or interested in the said Resolutions.

Item No 10:

The Chairperson informed that in order to facilitate fund raising in the future via right/preferential issue of equity shares of the company it is necessary to increase the authorized share capital of the company and to perform consequent amendments to the Memorandum of Association of the Company.

Increase in authorized share capital would necessitate amendment to clause V of Memorandum of Association of the company and require approval of members by passing as ordinary resolution.

Your Board of Directors therefore recommends the Ordinary resolution for approval of the members as set out in Item No. 10 in resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or financially interested in the aforesaid resolution, however they may be deemed to be interested financially or otherwise to the extent of their directorship or their shareholding by them.

Item No 11:

The financial performance of the Company in the financial year ended 31 March, 2021 did not meet expectations and it is possible that the Company will also have inadequate profits in the financial year 2020-21

Under Section 197 of the Companies Act, 2013, if in any financial year a company has no profits or its profits are inadequate, payment of remuneration to its directors including any managing or whole time director (exclusive of sitting fees payable to directors) may be made only in accordance with the provisions of Schedule V. Section II of Schedule V to the Companies Act, 2013 provides that where in any financial year during the currency of tenure of a managerial person, a company has no profits or its profits are inadequate, it may without Central Government approval, pay remuneration to the managerial person not exceeding the limits set out below:

(1)	(2)
Where the effective capital is	Limit of yearly remuneration payable shall not exceed (Rupees)
i. Negative or Less than 5 Crores	60 Lakhs
ii. 5 Crore & above but less than 100 Crores	84 Lakhs
iii. 100 Crores & above but less than 250 Crores	120 Lakhs
iv. 250 Crores & above	120 Lakhs plus 0.01% of the effective capital in excess of 250 Crores.

Hence, consent of members is sought for payment of remuneration to Ms. Poonam Chouksey as may be decided by Board of Directors but not exceeding 84 Lakhs in case of no profits or its profits are inadequate.

The management of the Company believes that the remuneration proposed for payment to Ms. Poonam Chouksey is justified in terms of her role and contribution within the Company.

Accordingly, the Board recommends the resolution set forth in item no. 9, for the approval by the members of the Company by way of Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives other than Mrs. Poonam Chouksey and her relatives are, in any way, concerned or interested in the said resolutions.

For and on behalf of the Board

For Parvati Sweetners and Power Limited

Sd/-

Poonam Chouksey

Chairperson and Managing Director

DIN No.:02110270

Date:- 14th August, 2021

Place:- Bhopal

Regd. Office:

Hall No. 2, Gomantika Parisar,
Shopping Complex, Jawahar Chowk,
Bhopal (M.P.) 462003
CIN: L15421MP2011PLC027287

**DETAILS OF THE DIRECTORS SEEKING APPOINTMENT
IN THE ENSUING ANNUAL GENERAL MEETING**

Name of Director	Shri Rohit Bhatnagar	Smt. Pooja Shree Chouksey
DIN	08232760	07575058
Designation	Independent Director	Non-Executive - Non Independent Director
Date of Birth	16.05.1991	25.09.1990
Date of Appointment (previous)	10.02.2021	29.09.2018
Expertise/Experience in specific functional areas	Having vide experience in the field of Purchase, Finance & Accounts.	Having vide experience in the field of Technical, Finance & Organization Management.
Qualification	B.com, M.com, M.B.A.	B.E., M.B.A.
No. & % of Equity Shares held	-	-
List of outside Company's directorship held.	Robust Msolutions Nidhi Limited	1. ANANJAY CONSTRUCTION AND CONTRACTSPRIVATE LIMITED 2. KALCHURI CONTRACTORS LIMITED. 3. PADAMJAYA VENTURES PRIVATE LIMITED 4. STAR INXS SOLUTIONS PRIVATE LIMITED
Chairman/Member of the Committees of the Board of Directors of the Company	Chairman of Audit Committee.	Member of Executive Committee.
Chairman / Member of the Committees of the Board, Directors of other Companies in which he is director	-	
Disclosures of relationships between directors inter-se.	-	1. Mrs. Poonam Chouksey – Mother 2. Mr. Anupam Chouksey - Brother