

SIL INVESTMENTS LIMITED

(CIN: L17301RJ1934PLC002761)

Regd. Office: Pachpahar Road, Bhawanimandi 326 502 (Rajasthan)

Tel. No: (07433) 222082 Fax: (07433) 222916

Email: investor.grievances@silinvestments.in **website:** www.silinvestments.in

NOTICE is hereby given that the Eighty Sixth Annual General Meeting of the Members of SIL Investments Limited, will be held on Wednesday, 16th September, 2020 at 11.00 a.m. through Video Conference (VC) or any Other Audio Visual Means (OAVM) to transact the following business:-

A. AS ORDINARY BUSINESS:

1. To receive, consider and adopt the standalone Audited Financial Statements of the Company as at 31st March, 2020, together with the Reports of the Auditors and Directors thereon.
2. To receive, consider and adopt the consolidated Audited Financial Statements of the Company as at 31st March, 2020, together with the Reports of the Auditors thereon.
3. To declare Dividend, if any.
4. To appoint a Director in place of Mr. C. S. Nopany (DIN - 00014587) who retires by rotation and being eligible, offers himself for re-appointment.

B. AS SPECIAL BUSINESS:

Item no. 5

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 Sections 196, 197, 203 and Schedule V of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Act, (including any statutory modification/s or re-enactment thereof, for the time being in force) and subject to such other approvals, as may be necessary, the approval of the Company be and is hereby accorded to the re-appointment of Mrs. Shalini Nopany (DIN:00077299) as the Managing Director of the Company for a period of five years with effect from 25th January, 2020, upon the terms and conditions including remuneration, as set out in the Explanatory Statement of this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter

and / or vary the terms and conditions of the said appointment and / or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, benefits and amenities payable to Mrs. Shalini Nopany which shall be in accordance with the provisions of the Act and the prescribed rules made thereunder (including any statutory modification(s) or re-enactment thereof), for the time being in force.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company shall pay Mrs. Shalini Nopany remuneration, perquisites, benefits and amenities not exceeding the ceiling laid down in Schedule V of the Act as may be decided by the Board of Directors, subject to necessary sanctions and approvals, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all acts and take all such steps as may be deemed necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto.”

Item no. 6

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 Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, (the Act) read with The Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations, 2015) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Abhrajit Dutta (DIN 00546556), who was appointed as an Independent Director and who holds office as an Independent Director

upto 01st August, 2021 and who has submitted a declaration that he meets the criteria for independence as provided in the Act and Listing Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, being eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company with effect from 02nd August, 2021, for a second term of 5 (five) consecutive years, not liable to retire by rotation.

RESOLVED FURTHER THAT any one Director and / or Company Secretary be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item no. 7

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 197 and any other applicable provisions of the Companies Act, 2013 (the Act) and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the Company be and is hereby accorded for payment of Commission of Rs. 50,000/- p.a. to any one or more or all of the existing Non-Executive Directors or Non-Executive Directors to be appointed in future, as the Board of Directors may from time to time determine, and that such remuneration shall not exceed the ceiling as prescribed under Section 197 of the Act in any financial year (computed in the manner provided in Section 198 of the Act or any statutory modification(s) or re-enactment thereof) and subject to an individual limit of remuneration for each of the Non-Executive Directors commencing from F.Y. 2019-20.

RESOLVED FURTHER THAT the payment of the above Commission shall be in addition to sitting fees payable to the Director(s) for attending the meetings of the Board or Committees thereof or for any other purpose whatsoever, as may be decided by the Board and re-imbursement of expenses actually incurred by them for participation in the meetings of the Board,

Committees of the Board and for other purposes as determined by the Board.

RESOLVED FURTHER THAT the Board of Directors of the Company (including Nomination and Remuneration Committee) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item no. 8

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 Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions of appropriate authorities, departments or bodies as may be necessary, the existing Article 100 of the Articles of Association of the Company, be and is hereby altered and substituted with the following Article:

100. If there is no such Chairperson, or if he/she is not present within 15 minutes of the time appointed for holding the meeting, or is unwilling to act as Chairperson of the meeting, the Directors present shall elect one of their Members to be Chairperson of the meeting.

If at any meeting no Director is willing to act as Chairperson or if no Director is present at the time appointed for holding the meeting, the Members present shall, by show of hands or poll or electronically, choose one of their Members to be Chairperson of the meeting.

On any business at any general meeting, in case of an equality of votes, whether on a show of hands or electronically or on a poll, the Chairperson shall have a second or casting vote."

RESOLVED FURTHER THAT any one Director / Company Secretary be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item no. 9

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

“RESOLVED THAT in compliance with and subject to the provisions of the Companies Act, 2013 and the rules framed thereunder and the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into loan contracts / arrangements / transactions (deemed to be “Material” Related Party Transactions) with the entities / qualified corporate bodies from time to time, within the overall limit prescribed in the explanatory statement hereto.

RESOLVED FURTHER THAT the aforesaid authorization shall be deemed to include / shall extend to all such transactions deemed as “Material” Related Party Transactions consequent to orders of any Court, Tribunal, Regulatory Agency, etc. acting under authority of law.

RESOLVED FURTHER THAT the Board is hereby authorized to do, perform, or cause to be done all such acts, deeds, matters and things as may be incidental, necessary or desirable to give effect to the above resolution.

RESOLVED FURTHER THAT the Board is hereby authorized to delegate all or any of its powers conferred by the above resolutions to any Director or Directors or to any Committee of Directors or any other officer or officers of the Company to give effect to the aforesaid resolution.”

By order of the Board
For **SIL Investments Limited**

Lokesh Gandhi

Company Secretary and
Compliance Officer
Membership No.: F9053

Place: Kolkata
Date: 29th June, 2020

NOTES FOR MEMBERS' ATTENTION

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act) relating to the special businesses to be transacted at the 86th Annual General Meeting (AGM) as set out in the Notice, is annexed hereto. The Board of Directors have considered and decided to include item nos. 5 to 9 of the accompanying Notice as Special Business in the forthcoming AGM, as they are unavoidable in nature.
2. In view of the continuing restrictions on the movement and gathering of people at several places in the country, due to outbreak of COVID-19, the Ministry of Corporate Affairs (MCA) has vide its General Circular No. 20/2020 dated 5th May, 2020, read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 together read with Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 (collectively referred to as "said Circulars") permitted the holding of the AGM through Video Conference (VC) and Other Audio Video Medium (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations, 2015) read with the said Circulars, the Company has decided to convene its ensuing 86th AGM through VC / OAVM, and the Members can attend and participate in the ensuing AGM through VC / OAVM. National Securities Depositories Limited ('NSDL') will be providing the facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained in note no. 12 below and is also available on the website of the Company at www.silinvestments.in.
3. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, in terms of the provisions of Sections 112 and 113 of the Act read with the said Circulars, Corporate Members are entitled to appoint their authorized representatives to attend the AGM through VC / OAVM on their behalf and participate thereat, including casting of votes by electronic means.
4. In view of the outbreak of COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and SEBI, the Annual Report including Notice of the 86th AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by email, to all the Members whose email IDs are registered with the Company / Depository Participant(s) for communication purposes to the Members and to all other persons so entitled. Further, in terms of the applicable provisions of the Act, Listing Regulations, 2015 read with the said Circulars issued by MCA and SEBI, the Annual Report including Notice of the 86th AGM of the Company will also be available on the website of the Company at www.silinvestments.in. The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com respectively and on the website of NSDL i.e. www.evoting.nsdl.com
5. Particulars pursuant to Regulation 36(3) of Listing Regulations, 2015 pertaining to the Directors being appointed / re-appointed are annexed hereto to this notice.
6. Members of the Company had approved the appointment of M/s. JKVS & Co., Chartered Accountants, as the Statutory Auditors at the 83rd AGM of the Company which is valid till the 88th AGM of the Company. In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by MCA, the appointment of Statutory Auditors is not required to be ratified at every AGM.
7. Members are requested to send all their documents and communications pertaining to shares to **Link Intime India Pvt. Ltd.**, Registrar and Share Transfer Agent (RTA) of the Company at their address at C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai, Maharashtra 400083, Telephone No. 022 - 4918 6000, rnt.helpdesk@linkintime.co.in, for both physical and demat segment of Equity Shares. Please quote on all such correspondence - "Unit – SIL Investments Limited".

8. In terms of the provisions of Regulation 40 of Listing Regulations, 2015 and various notifications issued in that regard, requests for effecting transfer of securities (except in case of transmission or transposition of securities) are not to be processed from 1st April, 2019 unless the securities are held in dematerialized form with the depositories. In view of the same, Members are requested to take action to dematerialize the Equity Shares of the Company, promptly.
9. In terms of circulars issued by SEBI, it is mandatory for all the security holders to register their Permanent Account Number (PAN) and Bank Account Details.

Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to RTA of the Company by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. The said details will also be required in the following cases viz. deletion of name, transmission of shares and transposition of shares. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

10. Members are requested:
 - a) To quote their folio number/DP ID and Client ID in all correspondence.
 - b) To notify immediately change of their address and bank particulars to the RTA in case the shares are held in physical form; and in case the shares are held in dematerialized form, the information should be passed on directly to their respective Depository Participant and not to the Company / RTA, without any delay.
11. In terms of the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in dematerialized form are requested to submit the said details to their Depository Participant(s) and the Members holding shares in physical form, are requested to submit the said details to the Company or RTA.

12. PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM

- I Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL

e-voting system. Members may access the same at <https://www.evoting.nsdl.com> under Members login by using the remote e-voting credentials. The link for VC / OAVM will be available in Members login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.

- II For convenience of the Members and proper conduct of AGM, Members can login and join atleast 15 (fifteen) minutes before the time scheduled for the AGM and the window for login shall be kept open throughout the proceedings of the AGM. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 Members on 'first come first serve' basis. This will not include large Members (i.e. Members holding 2% or more), 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 serve' basis.
- III 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.
- IV The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- V The Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 12th September, 2020, by 5.00 p.m. through email on investor.grievances@silinvestments.in. The same will be replied by / on behalf of the Company suitably. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

13. The instructions and other information relating to voting through electronic means is given hereunder:

VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations, 2015, the Company is pleased to provide Members with the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting. The Company has engaged the services of National Securities Depository Limited (“NSDL”), who will provide the e-voting facility of casting votes to a Member using remote e-voting system (e-voting from a place other than venue of the AGM) (remote e-voting) as well as e-voting during the proceeding of the AGM (e-voting at the AGM).
- II. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again. Only those Members, who will be present at the AGM through VC / OAVM facility and who would not have cast their vote by remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.
- III. The remote e-voting period commences on 13th September, 2020 (9:00 am) and ends on 15th September, 2020 (5:00 pm). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 09th September, 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- IV. The process and manner for remote e-voting are as under:
 1. 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.
 2. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

5. Your password details are given below:

- a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c. How to retrieve your ‘initial password’?
 - i. If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email

- ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- ii. If your email ID is not registered, please mention the steps stated in procedure to be followed by those Members whose email ID is not registered.
6. If you are unable to retrieve or have not received the "initial password" or have forgotten your password:
 - a. Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/ folio number, your PAN, your name and your registered address.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-voting will open.
1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.
 2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
 3. Select "EVEN" of company for which you wish to cast your vote.
 4. Now you are ready for e-voting as the Voting page opens.
 5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 6. Upon confirmation, the message "Vote cast successfully" will be displayed.
 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Procedure to be followed by those Members whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice :

1. In case shares are held in physical mode please provide folio no., name of Member, 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 rnt.helpdesk@linkintime.co.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to rnt.helpdesk@linkintime.co.in
3. Alternatively Member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by providing the details mentioned in Point (1) or (2) as the case may be.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-voting system?

Instructions for Members for e-voting at the AGM:

- i. The procedure for e-voting at the AGM is same as the instructions mentioned above for remote e-voting.
- ii. As mentioned hereinabove, only those Members, who will be present at the AGM through VC / OAVM facility and who would not have cast their vote by remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.
- iii. Members who have voted through remote e-voting will be eligible to attend the AGM and their presence shall be counted for the purpose of quorum, however such Members shall not be entitled to cast their vote again at the AGM.

General Guidelines for Members

1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF / JPG format) of the relevant Board Resolution / Authority letter, etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mihenhalani@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
4. You 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).

- V. The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date of 09th September, 2020.
- VI. Any person, who acquires shares of the Company and becomes member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or ashok.sherugar@linkintime.co.in.
- VII. 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 cut-off date only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.
- VIII. Mr. Mihen Halani of M/s. Mihen Halani & Associates, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the entire e-voting process in a fair and transparent manner.
- IX. The Scrutinizer will submit his report to the Chairman of the Company or to any other person authorized by the Chairman after completion of the scrutiny of e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL, and will also be displayed on the Company's website, www.silinvestments.in.
- X. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, shall be available for electronic inspection by the Members during the AGM. All documents referred to in the Notice shall also be available for electronic inspection. Members seeking to inspect such documents can send an email to investor.grievances@silinvestments.in.

14. Dividend

- Pursuant to Regulation 42 of the Listing Regulations, 2015 and the relevant provisions of the Act, the record date fixed for the purpose of Dividend entitlement is Tuesday, 15th September, 2020.
- The Dividend for the financial year ended 31st March, 2020, as recommended by the Board, if approved at the AGM, will be paid on or after 21st September, 2020 to those

Members whose name appear in the Register of Members of the Company as on the record date, subject to deduction of tax at source, where applicable.

- The Company provides the facility to Members for remittance of dividend directly in electronic mode. In view of the outbreak of COVID-19 pandemic and resultant difficulties involved in dispatching of physical dividend warrants, Members desirous of availing the facility of Electronic Credit of dividend are requested to fill up NECS form attached to this notice and return the same duly filled and signed alongwith a photocopy of a leaf of their cheque book bearing bank account number, on or before 09th September, 2020. The said details in respect of the shares held in electronic form should be sent to their respective **Depository Participant** (with a copy to the Company/RTA) for appropriate action before close of work on 09th September, 2020. For shares held in physical form, the said details should be sent to the Company/RTA for appropriate action.
- In line with the General Circular No. 20/2020 dated 5th May, 2020 issued by the MCA, in case the Company is unable to pay the dividend to any Member by electronic mode, due to non-availability of their latest bank account details, the Company shall upon normalization of the postal services, dispatch the dividend warrant/cheque to such shareholder by post.
- Members holding shares in dematerialized form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend.
- Members may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after 01st April, 2020 shall be taxable in the hands of Members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, Members are requested to submit the following documents in accordance with the provisions of the IT Act.

For resident Members, taxes shall be deducted at source under Section 194 of the IT Act as follows:

- Members having valid PAN - 7.5% or as notified by the Government of India.
- Members not having PAN / valid PAN - 20% or as notified by the Government of India.

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during the financial year 2020 - 21 does not exceed Rs. 5,000/- and also in cases where Members provide Form 15G (applicable to any person other than a company or a firm) / Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident Members may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax. PAN is mandatory for Members providing Form 15G / 15H or any other document as mentioned above.

For non-resident Members, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident Members have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the Member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident Members will have to provide the following:

- Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the Member;
- Copy of Tax Residency Certificate (TRC) for the FY 2020-21 obtained from the revenue authorities of the country of tax residence, duly attested by Member;
- Self-declaration in Form 10F;

- Self-declaration by the Member of having no permanent establishment in India in accordance with the applicable tax treaty;
- Self-declaration of beneficial ownership by the non-resident Member;
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by Member.

In case of Foreign Institutional Investors / Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20% (plus applicable surcharge and cess).

The aforementioned forms for tax exemption can be downloaded from Link Intime's website. The url for the same is as under:

<https://www.linkintime.co.in/client-downloads.html>

On this page select the General tab. All the forms are available under the head "Form 15G/15H/10F".

The aforementioned documents (duly completed and signed) are required to be uploaded on the url mentioned below:

<https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html>

On this page the user shall be prompted to select / share the following information to register their request.

1. Select the company (Dropdown)
2. Folio / DP-Client ID
3. PAN
4. Financial year (Dropdown)
5. Form selection
6. Document attachment – 1 (PAN)
7. Document attachment – 2 (Forms)
8. Document attachment – 3 (Any other supporting document)

Please note that the upload of documents (duly completed and signed) on the website of Link Intime India Private Limited should be done on or before Tuesday, 15th September, 2020 (6.00 p.m.) in order to enable the Company to determine and deduct appropriate

TDS / Withholding Tax. Incomplete and / or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination / deduction shall be considered after Tuesday, 15th September, 2020 (6.00 p.m.).

Members may note that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details / documents, option is available to Members to file the return of income as per Income Tax Act, 1961 and claim an appropriate refund, if eligible.

All communications / queries in this respect should be addressed to our RTA, Link Intime India Private Limited to its email address - siltaxexemption@linkintime.co.in

- Pursuant to provisions of Section 124(5) of the Act, dividends which remain unclaimed / unencashed for a period of 7 years is required to be transferred to the Investor Education and Protection Fund of the Central Government established under sub-section (1) of Section 125 of the Act. Therefore, Members who have not encashed their dividend for the financial year 2012-13 to 2018-19 should lodge their request for the same with the RTA or the Company. The IEPF Rules mandate the companies to transfer the shares of Members whose dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. In accordance with the aforesaid IEPF Rules, the Company after sending notices to all the Members whose shares were due to be transferred to the IEPF Authority and after publishing newspaper advertisement, have transferred the shares pertaining to those Members who had not encashed their dividends for 7 consecutive years to the IEPF Authority. The list of the Members whose shares have been transferred to the IEPF Authority is available on the website of the Company at www.silinvestments.in. **Hence, the Company urges all the Members to encash / claim their respective dividend during the prescribed period. The details of the unpaid / unclaimed amounts lying with the Company as on 22nd August, 2019 (date of last AGM) are available on the website of the Company www.silinvestments.in.**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to item nos. 5 to 9 mentioned in the accompanying Notice.

Item No. 5

The Board of Directors at its meeting held on 09th November, 2019 upon the recommendation of the Nomination and Remuneration Committee has re-appointed Mrs. Shalini Nopany (DIN 00077299) as Managing Director of the Company for a period of 5 years w.e.f. 25th January, 2020 in accordance with the provisions laid down in Sections 196, 197 and Schedule V of the Companies Act, 2013 (the Act) subject to the approval of the Members of the Company on the following terms and conditions:

i)	Salary	Rs. 5,50,000/- (Rupees Five Lakhs Fifty Thousand only) per month.
ii)	Gratuity	As per the Payment of Gratuity Act.
iii)	Medical Reimbursements	Reimbursement of expenses incurred for self and family as per rules of the Company.
iv)	Leave	40 days leave on full pay and allowances, as per the rules of the Company.
v)	Leave Encashment	As per the rules of the Company.
vi)	Leave Travel Assistance	Leave Travel Assistance for the Managing Director and her family once in a year as per the rules of the Company, subject to a maximum of 5% of the prevailing annual basic salary.
vii)	Personal Accident Insurance / Group Accident Insurance	The Company shall provide Personal Accident Insurance cover to the Managing Director provided that the premium payable by the Company in respect of such policy shall not exceed Rs.12,000/- per annum.
viii)	Telephone	The Company shall provide telephone for transacting official business of the Company and charges for personal long distance calls, if any, shall be chargeable to the Managing Director.

ix)	Car	The Company shall provide a chauffer driven car for Company's business.
x)	Minimum Remuneration	In the event of any loss or inadequacy of profits in any financial year during her tenure, the Company shall remunerate the Managing Director by way of salary, perquisites or allowances as specified above, subject to the applicable limit as stipulated in Schedule V of the Act.
xi)	Retirement by Rotation	Mrs. Shalini Nopany, shall not be liable to retire by rotation as a Director, subject to the provisions of Section 152 of the Act.
xii)	Period of Appointment	The term of appointment will be effective for a period of five years from the date of her appointment.
xiii)	Other Terms and Conditions	<p>1. Subject to provisions of Section 197 of the Act, (including any statutory modification or re-enactment thereof, for the time being in force) the Board of Directors of the Company may alter/vary the terms and conditions of the said appointment from time to time, at its discretion. Such alteration or variation, in terms however, shall not exceed the limits specified in Schedule V of the Act.</p> <p>2. The Managing Director shall be entitled to reimbursement of all actual expenses incurred in connection with the business of the Company, including traveling, conveyance, and hotel accommodation.</p> <p>3. Provision for use of Company's Car, telephone at residence and other communication facilities shall not be included in the computation of perquisites for the purpose of calculating the ceiling.</p>

		<p>4. Perquisites shall be subject to the ceiling prescribed under Schedule V of the Act.</p> <p>5. Encashment of Leave at the end of the tenure shall not be included in the computation of the ceiling on perquisites.</p>
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Mrs. Shalini Nopany, satisfies all the conditions as set out in Part I of Schedule V referred to in Section 196 of the Act for being eligible to be appointed as Managing Director of the Company.

She is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

Disclosure under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges is set out in the Annexure to the Explanatory Statement.

Considering her qualifications and wide experience, the Board of Directors in consultation with Nomination and Remuneration Committee have considered her to be a fit and proper person for re-appointment as Managing Director.

The Board of Directors of your Company recommends the special resolution set out in item no. 5 for approval of the Members.

Save and except Mr. C. S. Nopany and Mrs. Shalini Nopany and their relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, in the proposed resolution.

Item No. 6

Mr. Abhrajit Dutta (DIN 00546556) was appointed as an Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualification of Directors) Rules, 2014. Mr. Abhrajit Dutta holds office as an Independent Director of the Company upto 01st August, 2021.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of performance evaluation of Independent Directors, has recommended re-appointment of Mr. Abhrajit Dutta as an Independent Director of the Company for a second term of 5 (five) consecutive years.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee,

considers that, given his background, experience and contributions made by Mr. Abhrajit Dutta during his tenure, the continued association of Mr. Abhrajit Dutta would be beneficial to the Company.

In terms of Section 149 and other applicable provisions of the Act, it is proposed to re-appoint Mr. Abhrajit Dutta as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company upto 01st August, 2026.

In the opinion of the Board, Mr. Abhrajit Dutta fulfills the conditions for appointment as an Independent Director as specified in the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations, 2015). The Company has also received a declaration of Independence from Mr. Abhrajit Dutta in this regard. Mr. Abhrajit Dutta is independent of the management. A copy of the draft Letter of Appointment of Mr. Abhrajit Dutta would be available for inspection to the Members at the Registered Office of the Company during normal business hours on any working day and also on the website of the Company till the date of the AGM.

Disclosure under Regulation 36(3) of the Listing Regulations, 2015 with the Stock Exchanges is set out in the Annexure to the Explanatory Statement.

The Board of Directors of your Company recommends the special resolution set out in item no. 6 for approval of the Members.

Save and except Mr. Abhrajit Dutta and his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, in the proposed resolution.

Item No. 7

As per Regulation 17(6)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 all fees / compensation payable (except sitting fees for attending meetings of the Board of any Committees thereof) to Non-Executive Directors, including Independent Directors shall require approval of the Members in general meetings.

The Members at the Annual General Meeting held on 31st August, 2015 had approved payment of Commission upto 1% of the net profits of the Company to the Non-Executive Directors of the Company for a period of five financial years.

It is therefore proposed to seek the approval of Members for payment of Commission of Rs. 50,000/- p.a. to the

Non-Executive Directors commencing from F.Y. 2019 – 20, subject however, that the amount of Commission shall not exceed 1% of the net profits of the Company or such other limit as may be prescribed in Section 197 or any other provisions of the Act from time to time.

The Board of Directors of your Company recommends the special resolution set out in item no. 7 for approval of the Members.

All the Directors and their relatives except Mr. Brij Mohan Agarwal are concerned or interested in the Resolution to the extent of Commission payable to them.

Item No. 8

Article 100 of the Articles of Association of the Company stipulates who shall act as Chairperson and also sets out the process of election of Chairperson at every general meeting. The provisions of Articles of Association in relation to manner of election presently states that where the Chairperson is not present or not willing to act as Chairperson and no Director is willing to act as Chairperson or if no Director is present within fifteen minutes after the time appointed for holding the meeting, the Members present shall, by poll or electronically, choose one of their Members to be the Chairperson of the meeting.

It is proposed to amend Article 100 of the Articles of Association to provide that the Members present can also by show of hands, in addition to the existing mode for election of Chairperson i.e. by way of poll or electronically, choose one of the Members to be the Chairperson of the general meeting, if the Chairperson or Director is not present or is not willing to act as Chairperson of the general meeting.

A copy of the Articles of Association of the Company together with the proposed alterations is available for inspection by the Members at the Company's Registered office during normal business hours on all working days and will also be available for inspection on the website of the Company upto the date of the meeting.

In terms of Section 14 of the Companies Act, 2013, any amendment / alteration to the Articles of Association of the Company requires approval of the Members by way of a special resolution.

The Board of Directors of your Company recommends the special resolution set out in item no. 8 for approval of the Members.

None of the directors, key managerial personnel of the Company or their relatives are concerned or interested, in the proposed resolution.

Item No. 9

As per Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations, 2015) and Section 184 of the Companies Act, 2013 (the Act) all material related party transactions require approval of the Members through an ordinary resolution.

Your Company is a Non-Banking Financial Company (NBFC) (Investment Category), registered with Reserve Bank of India and is also listed on the Stock Exchanges. The core business of the Company is investment and lending of funds by way of Inter Corporate Deposits. A substantial portion of the revenue generated by the Company is from dividend and interest income. A list of entities who may come in the ambit of "Related Parties" from amongst the Qualified Bodies Corporate ("QBCs") to whom the Company lends its funds (either own or borrowed), is given below along with the relative ceiling limits as fixed by the Board:

Sr. No.	Name of Companies	Limits / Amounts (Rs. in crore)
1.	Avadh Sugar & Energy Limited	50.00
2.	Magadh Sugar & Energy Limited	50.00
3.	SCM Investment & Trading Company Limited	20.00
4.	RTM Investment & Trading Company Limited	38.00
5.	Champaran Marketing Company Limited	20.00
6.	Hargaon Investment & Trading Company Limited	20.00
7.	Sutlej Textiles and Industries Limited	20.00
8.	Uttar Pradesh Trading Company Limited	20.00
9.	Yashovardhan Investment & Trading Company Limited	20.00

(The overall ceiling on the inter corporate loans / deposits by the Company to all parties taken together, inclusive of list above, is currently Rs. 200 crore).

The Company advances loans to various QBCs (including the aforesaid QBCs) in the ordinary course of its business and on an arms-length basis and on known parameters. The advance of loans to the

above QBC's may however, come under the ambit of Material Related Party Transactions according to the Listing Regulations, 2015 and applicable provisions of the Act.

Securities and Exchange Board of India has prescribed that all Related Party Transactions shall require prior approval of the Audit Committee and all Material Transactions with Related Parties shall require approval of the Members of the Company through ordinary resolution and the related parties shall abstain from voting on the resolutions. "Material Transaction" means any transaction entered either individually or taken together with previous transactions during a financial year, exceeding ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

The approval of the Members is sought for transactions that may be entered into from time to time, with the Related Parties as stated above and on terms and

conditions as approved by the Audit Committee and the Board. The transactions shall invariably be in the "ordinary course of business" and on "arm's length basis".

The Board of Directors of your Company recommends the resolution set out in item no. 9 for approval of the Members.

Save and except Mr. C. S. Nopany and Mrs. Shalini Nopany and their relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, in the proposed resolution.

By order of the Board
For **SIL Investments Limited**

Lokesh Gandhi

Company Secretary and

Compliance Officer

Membership No.: F9053

Place: Kolkata

Date: 29th June, 2020

ANNEXURE

PURSUANT TO REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE RE-APPOINTED IS FURNISHED BELOW:

Particulars	Mr. C. S. Nopany	Mrs. Shalini Nopany	Mr. Abhrajit Dutta
Designation	Non-Executive Chairman	Managing Director	Independent Director
Age	54 years	52 years	51 years
DIN No.	00014587	00077299	00546556
Date of appointment	18 th June, 1993	26 th October, 2009	02 nd August, 2016
Qualification	CA, Masters Degree in Science of Industrial Administration from Carnegie Mellon University, Pittsburgh, USA.	B.Com (Hons.), M.B.A.	B.Com. Graduate from Kolkata University.
Expertise in specific functional areas	Mr. C. S. Nopany is an eminent industrialist having industrial experience in diverse fields like finance, sugar, tea, shipping, textiles, fertilizers, chemicals, etc. He was the past president of Indian Chamber of Commerce.	Mrs. Shalini Nopany, is a Commerce Graduate and also a Master of Business Administration. She has several years of experience in the management of NBFC companies.	Shri Abhrajit Dutta is a Commerce graduate from Kolkata University. He has over 30 years' experience. He is a Partner in "M/s. Reedward & Co.". He has been part of several foreign assignments solely or jointly in the field of finance and has strong bases in countries such as Singapore, Malaysia, UK, Mauritius, Isle of Man, etc.
Directorships held in other public companies (excluding foreign companies)	<ol style="list-style-type: none"> 1. Chambal Fertilizers & Chemicals Limited 2. Sutlej Textiles and Industries Limited 3. New India Retailing & Investment Limited 4. Yashovardhan Investment & Trading Company Limited 5. Ronson Traders Limited 6. Magadh Sugar & Energy Limited 7. Avadh Sugar & Energy Limited 8. Allahabad Canning Limited 	<ol style="list-style-type: none"> 1. Moon Corporation Limited 2. Ronson Traders Limited 3. RTM Investment & Trading Co. Limited 4. OSM Investment & Trading Co. Limited 5. SCM Investment & Trading Co. Limited 6. Sidh Enterprises Limited 7. Allahabad Canning Limited 	<ol style="list-style-type: none"> 1. The Camperdown Pressing Co. Limited
Memberships / Chairmanships of Committees of other Indian public companies	Stakeholders Relationship Committee: <ol style="list-style-type: none"> 1. Ronson Traders Limited - Chairman 	Audit Committee: <ol style="list-style-type: none"> 1. Sidh Enterprises Limited - Member 2. Ronson Traders Limited - Member 	Nil

Particulars	Mr. C. S. Nopany	Mrs. Shalini Nopany	Mr. Abhrajit Dutta
	Nomination & Remuneration Committee: 1. Chambal Fertilizers & Chemicals Limited - Member Corporate Social Responsibility Committee: 1. Chambal Fertilizers & Chemicals Limited - Chairman 2. Magadh Sugar & Energy Limited - Chairman	3. Allahabad Canning Limited - Member	
Number of Shares held in the Company	1,209 Shares	Nil	Nil
Inter-se relationships between Directors	Spouse of Mrs. Shalini Nopany.	Spouse of Mr. C. S. Nopany.	Mr. Abhrajit Dutta is not related to any other Director.
No. of Board meetings attended during the financial year 2019-20	3 of 5	3 of 5	5 of 5
Details of Remuneration last drawn (Rs.) (including sitting fees)	Rs. 80,000/-	Rs. 61,40,090/-	Rs. 92,500/-
Terms and conditions of appointment / re-appointment	Mr. C. S. Nopany is proposed to be re-appointment as a Director of the Company and is liable to retire by rotation.	Mrs. Shalini Nopany is proposed to be re-appointed as a Managing Director of the Company, for a period of 5 (five) years.	Mr. Abhrajit Dutta is proposed to be re-appointment as an Independent Director.
Details of proposed remuneration	As per existing terms and conditions and in accordance with the provisions of Companies Act, 2013.	As per terms and conditions contained in the explanatory statement to the notice.	As per existing terms and conditions and in accordance with the provisions of Companies Act, 2013.

SIL INVESTMENTS LIMITED

CIN: (L17301RJ1934PLC002761)

Regd. Office: Pachpahar Road, Bhawanimandi 326 502 (Rajasthan)

Tel. No: (07433) 222082 Fax: (07433) 222916

Email: investor.grievances@silinvestments.in website: www.silinvestments.in

NECS MANDATE FORM

1. Member's name (in Block letters) : _____
{First holder}
: _____
{Joint holder(s)}
2. Folio Number (for Physical shares) :

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3. Client Id No. (for Dematerialized shares) : _____
(i) NSDL :

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(ii) CDSL :

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4. Number of Shares : _____
5. Bank Name : _____
6. Branch Name & Address : _____

7. Status of the Investor (Mark "✓" in the appropriate box) : Resident Non-Resident
8. Account Types (Mark "✓" in the appropriate box) : Savings Current
9. Account Number : _____
10. Ledger Folio No. of the A/C : _____
11. Nine digit code number of the Bank and Branch appearing on the Cheque :

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I/We hereby declare that the particulars given above are correct and complete. If credit is not effected for reasons of incomplete or incorrect information, I/we would not hold the Company responsible.

Signature of the First Holder

Place:

Name of the First holder

Date :

Note: In case, shares are held in electronic form, kindly submit ECS particulars to your Depository Participants (DPs).

Certificate of the Members Bank

Certified that the particulars of the Bank Account furnished above are correct as per our records.

Bank Stamp:

Date:

Signature of the Authorized
Official of the Bank

Note: Please attach a photocopy of cancelled Cheque issued by your Bank relating to your bank account for verifying the accuracy of the code number.

SIL INVESTMENTS LIMITED

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Regd. Office: Pachpahar Road, Bhawanimandi 326 502 (Rajasthan)

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Email: investor.grievances@silinvestments.in **website:** www.silinvestments.in

29th June, 2020

Dear Member,

Sub: Green Initiative in Corporate Governance

As a responsible Corporate Citizen, your Company welcomes and supports the 'Green Initiative' taken by the Ministry of Corporate Affairs, Government of India (MCA).

The Green Initiative endeavors to reduce consumption of paper, in turn preventing deforestation and contributes towards a green and clean environment - a cause that we at SIL Investments Limited are committed to. This initiative is also aligned to our Mission Statement of demanding that everything we do leads to a clear, healthier and safer environment. In furtherance of these initiatives, your Company invites its Members to participate in the Green Initiatives to affirm its commitment towards future generations.

Keeping in view the above, your Company proposes to send documents like Notice convening Annual General Meeting, Audited Financial Statements, Directors' Report and Auditors' Report, etc. in electronic form. For supporting this initiative:-

- 1) **If you hold shares in electronic form**, kindly intimate your email ID to your Depository Participant (DP). The same will be deemed to be your registered email address for serving notices/documents.
- 2) **If you hold shares in physical form**, kindly intimate your email ID to the Company's Registrar & Transfer Agent (RTA) at the following address or to the Company at the Registered Office address:

Link Intime India Private Limited

C-101, 247 Park, L.B.S. Marg,

Vikhroli (West), Mumbai - 400083

Email ID: rnt.helpdesk@linkintime.co.in

Telephone No.: 022 - 4918 6000

We strongly urge you to support this 'Green Initiative' and opt for electronic mode of communication by advising your email ID to your DP / RTA / the Company.

We solicit your support to join in this initiative in reducing the impact on the environment and receive all communications electronically.

Thanking you

Yours truly,

For **SIL Investments Limited**

Lokesh Gandhi

Company Secretary and Compliance Officer

Membership No.: F9053