

ANNUAL GENERAL MEETING

NOTICE is hereby given that the 18th Annual General Meeting of Syrma SGS Technology Limited will be held at shorter notice on Wednesday, August 10, 2022 at 4 p.m. IST at registered office of the Company i.e. Unit No. 601, 6th Floor, Floral Deck Plaza, MIDC, Andheri (East), Mumbai 400 093 to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements & Reports To receive, consider and adopt:
 - a) the audited standalone financial statements of the Company for the financial year ended March 31, 2022, the reports of the Auditors and Board of Directors thereon; and
 - b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon.
2. To appoint a director in place of Mr. Jaideep Tandon, Non-executive Director (DIN: 01693731), who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a director in place of Mr. Sridhar Narayan (DIN: 00137243) who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

4. Ratification of Remuneration to be paid to M/s. Umesh Sagta & Associates, Cost Accountants, Cost Auditors of the Company

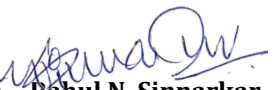
Members are requested to consider and if thought fit, to pass the following resolutions, with or without modification(s), as Ordinary Resolutions:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. Umesh Sagta & Associates., Cost Accountants, Cost Auditors of Rs. 60,000/- (Rupees Sixty Thousand Only) per annum plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, as approved by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2023, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of the Company (which term shall be deemed to include any Committee thereof) be and is hereby authorized to do all necessary acts, deed, and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

By order of the Board of Directors
For Syrma SGS Technology Limited




Rahul N. Sinnarkar
Company Secretary &
Compliance officer
(Membership No: A39709)

Place: Mumbai
Date: August 06, 2022

NOTES:

A member entitled to attend and vote at the meeting is entitled to appoint a proxy, to attend and vote instead of himself, and that a proxy need not be a member.

Proxies to be effective, the Proxy form must be received at the registered office of the Company not less than forty-eight hours before the commencement of the meeting.

Pursuant to Section 105 of the Companies Act, 2013 and Rule 19 of the Companies (Management & Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

In pursuance of Section 113 of the Act, Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are mandatorily required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM physically or through VC / OAVM on its behalf and to vote through remote e-voting, where applicable.

In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013, Registers of Contracts or Arrangements in which the Directors are interested maintained under section 189 of the Companies, 2013 and such documents referred to in the Notice and the accompanying Explanatory Statement shall be available for inspection and the same can be accessed by sending a request to the Company at investor.relations@syrmasgs.com.

The Notice of the 18th AGM is also posted on the website of the company i.e., <https://syrmasgs.com/investors>



CIN: U30007MH2004PLC148165

E-mail: info@syrmasgs.com



Website: www.syrmasgs.com

Chennai: Plot No. B27, Phase II, Zone B, MEPZ-SEZ, Tambaram, Chennai - 600045.
Phone: +91 44 7172 8600 Fax: +91 44 7172 8612

Registered Office : Unit No. 601, 6th Floor, Floral Deck Plaza, MIDC, Andheri (East),
Mumbai, Maharashtra, India, 400093. Tel +91 22 4036 3000 Fax +91 22 2829 1176

EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out material facts relating to the business under Item No. 4 of the accompanying Notice.

Item No. 4:

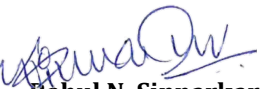
The Board of Directors in Board meeting held on July 1, 2022 on recommendation of Audit Committee, approved and appointed M/s Umesh Sagta & Associates, Cost Accountants (FRN:001801) to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2023 at a remuneration of Rs. 60,000/- plus all applicable taxes and reimbursement of expenses to him at actuals.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, consent of the members is sought to ratify the remuneration payable to the Cost Auditors.

The Board recommends the Ordinary Resolution at Item No.4 for approval by the Members.

None of the Directors, Key Managerial Personnel(s) of the Company or their relatives are in any way, concerned or interested either financially or otherwise, in the said resolution.

By order of the Board of Directors
For Syrma SGS Technology Limited



Rahul N. Sinnarkar
Company Secretary &
Compliance officer
(Membership No: A39709)

Place: Mumbai
Date: August 06, 2022

Additional information on Directors recommended for appointment/re-appointment:

Item 2 & 3:

Name of the Director	Mr. Jaideep Tandon	Mr. Sridhar Narayan
Director Identification Number (DIN)	01693731	00137243
Date of Birth and Age	December 8, 1973, Age 48 years	October 30, 1971, Age 50 years
Date of First Appointment on the Board	Since November 9, 2020	Since November 4, 2020
Brief Resume, Qualification, Experience and Nature of Expertise in specific functional areas	Master's degree in electrical engineering from Cornell University.	He holds a bachelor of technology in mechanical engineering from the Banaras Hindu University, and a post graduate diploma in management from the Indian Institute of Management Bangalore.
No. of Board Meetings attended during the year as a Director	2	14
Directorships held in other Companies	<ol style="list-style-type: none"> 1. TIS International (USA), INC 2. Infix Pharmacy Services, LLC 3. Enhanced Revenue Solutions, Inc. 4. Isharya Singapore Pte. Limited 5. Syrma Singapore Pte. Limited 6. Ni2 Health, Inc. 7. Syrma Technology, Inc. 	<ol style="list-style-type: none"> 1. Seraphim Advisors India Private Limited 2. Seedworks International Private Limited 3. Premier Energies Limited
Memberships / Chairmanships of Committees of other Boards	Nil	Nil
Relationship with other Directors and Key Managerial Personnel of the Company	Relative of Promoter	NA

ATTENDANCE SLIP**SYRMA SGS TECHNOLOGY LIMITED**

CIN: U30007MH2004PLC148165

Regd office: Unit No. 601, 6th Floor, Floral Deck Plaza MIDC, Andheri (East), Mumbai-400093

Folio No:	
No. of Shares	

Name & Address of registered Shareholder:

I certify that I am registered shareholder/ proxy for the registered shareholder of the Company.

I hereby record my presence at the 18th Annual General Meeting of the Company on Wednesday, August 10, 2022 at 4 p.m. IST at the Registered office of the Company i.e. Unit No. 601, 6th Floor, Floral Deck Plaza, MIDC, Andheri (East), Mumbai.

Signature: _____

Note: Please complete this and hand it over at the entrance hall.

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules 2014]

SYRMA SGS TECHNOLOGY LIMITED

CIN: U30007MH2004PLC148165

Regd. Office: Unit No. 601, 6th Floor, Floral Deck Plaza MIDC, Andheri (East) Mumbai- 400093

Name of the Member(s)	
Registered Address	
Email ID	
Folio No.	

I/We, being the member(s) of _____ shares of **Syrma SGS Technology Limited**, hereby appoint:
 _____ of _____ having email id or failing him
 _____ of _____ having email id or failing him
 _____ of _____ having email id or failing him
 _____ of _____ having email id or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 18th Annual General Meeting of the Company on Wednesday, August 10, 2022 at 4 p.m. IST at Registered office of the Company i.e. Unit No. 601, 6th Floor, Floral Deck Plaza, MIDC, Andheri (East), Mumbai 400 093 and at any adjournment thereof;

I wish my above Proxy to vote in the manner as indicated in the box below:

SN	Resolutions	For	Against
1.	To consider and adopt a) the audited standalone financial statements of the Company for the financial year ended March 31, 2022, the reports of the Auditors and Board of Directors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2022, and the report of Auditors thereon.		
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4.	Ratification of Remuneration to be paid to M/s. Umesh Sagta & Associates, Cost Accountants, Cost Auditors of the Company.		

Signed thisday of2022 Signature of shareholder.....

Affix 1 Rupee Revenue Stamp

Notes:

This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

A Proxy need not be a member of the Company.

Members/Proxies should bring their attendance slips duly completed for attending the Meeting.

Please put an 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

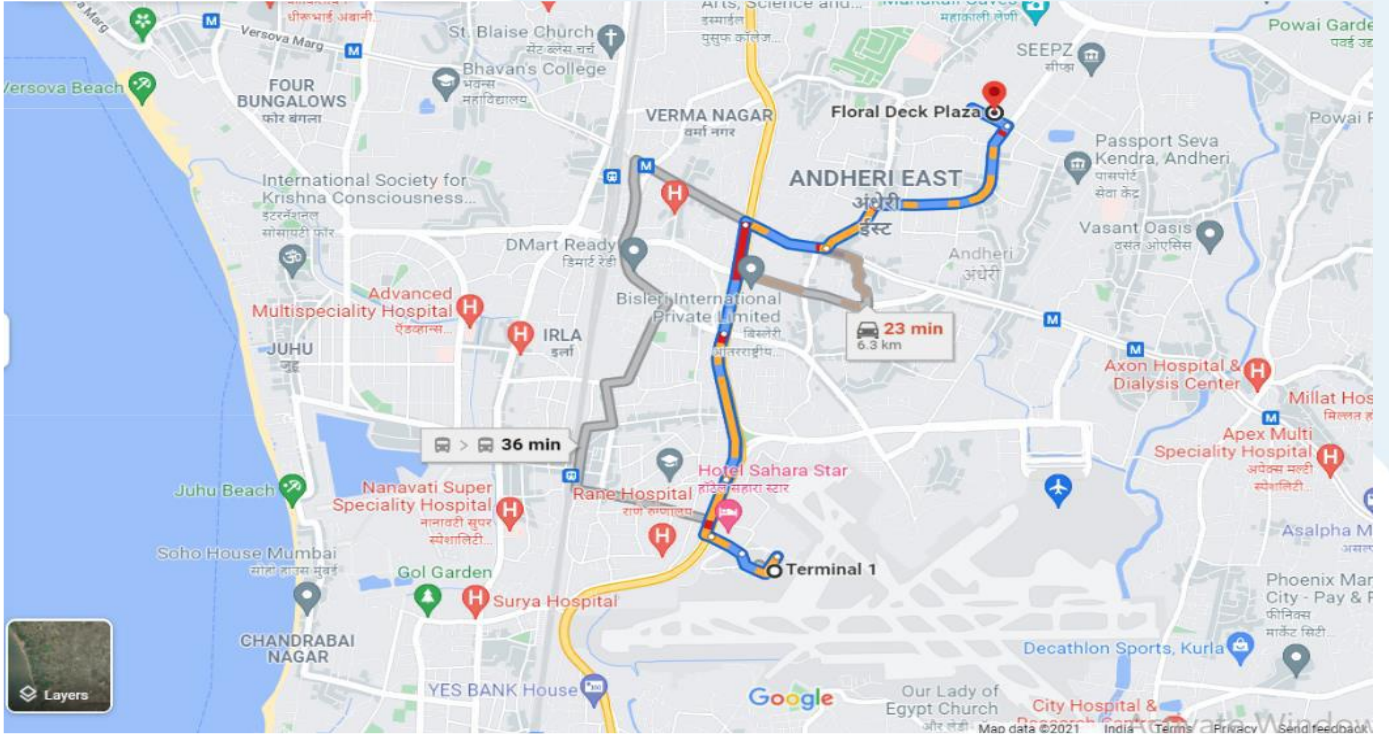
Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.

In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ROUTE MAP

URL:

<https://www.google.co.in/maps/place/Floral+Deck+Plaza,+Rd+Number+12,+Sunder+Nagar,+Andheri+East,+Mumbai,+Maharashtra+400093/@19.1240617,72.8683555,17z/data=!3m1!4b1!4m5!3m4!1s0x3be7c823e660e66f:0x22ba5005bf200674!8m2!3d19.1241002!4d72.8705634>



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E-mail: info@syrmasgs.com



Website: www.syrmasgs.com

Chennai: Plot No. B27, Phase II, Zone B, MEPZ-SEZ, Tambaram, Chennai - 600045.
Phone: +91 44 7172 8600 Fax: +91 44 7172 8612

Registered Office : Unit No. 601, 6th Floor, Floral Deck Plaza, MIDC, Andheri (East),
Mumbai, Maharashtra, India, 400093. Tel +91 22 4036 3000 Fax +91 22 2829 1176