

SASHWAT TECHNOCRATS LIMITED

ANNUAL REPORT 2019-20

NOTICE

Notice is hereby given that the 44th Annual General Meeting (AGM) of the members of **M/s. Sashwat Technocrats Limited** will be held on **Tuesday, 29th September, 2020** at 11.30 a.m. at the registered office of the Company at Office No. 14, First Floor, Plumber House, 557, J.S.S. Road, Chira Bazar, Mumbai - 400002 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt:
 - a) The Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon; and
 - b) The Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Auditors thereon.
2. To appoint a Director in place of Mr. Rohit Doshi (DIN: 03065137), who retires by rotation and being eligible has offered himself for re-appointment as Director.
3. Appointment of Ms. Shatabdi Suresh Jadhav (DIN: 08719690) as an Independent Woman Director of the Company.
4. 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 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article 112 and 121 of Articles of Association of the Company, Ms. Shatabdi Suresh Jadhav (DIN: 08719690) who was appointed as an Additional Director and also as an Independent Woman Director of the Company by the Board of Directors with effect from 9th March, 2020 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting should have been held, whichever is earlier and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose her as a candidate for the office of the Director, be and is hereby appointed as an Independent Woman Director of the Company, not liable to retire by rotation

By order of the Board of Directors
Sashwat Technocrats Limited

Place: Mumbai
Date: 29th June, 2020.

Sd/-
Akshar Jagdish Patel
(Company Secretary)

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NOTES:

- (a) A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote in the meeting instead of himself / herself, and the proxy need not be member of the Company.**

(b) A person appointed as proxy shall act as a proxy on behalf of such Member or number of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total Share capital of the Company carrying voting rights. A Member holding more than ten percent of the total Share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Shareholder.
- Members are requested to notify any correction /change in their name /address including Pin Code number immediately to the Company's Registrar, M/s Purva Sharegistry (India) Private Limited. In the event of non – availability of Members latest address either in the Company's records or in Depository Participant's records, Members are likely to miss notice and other valuable correspondence sent by the Company.
- Members are requested to kindly mention their Folio Number/ Client ID Number (in case of demat Shares) in all their correspondence with the Company's Registrar to enable prompt reply to their queries.
- Members are requested to bring the Notice of the meeting along with the Attendance slip with them duly filled in and hand over the same at the entrance of the meeting hall.
- The Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2020 to 28th September, 2020 (both days inclusive).
- Members are requested to dematerialize their Shareholding to eliminate all the risks associated with the physical Shares and for ease in portfolio management.
- In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- Members holding shares in same/identical name(s) are requested to apply for consolidation of such folio & relevant Share certificates.
- The Equity Shares of the Company are listed on the BSE and the Company has paid requisite Annual Listing Fees for the year 2020– 2021 to the Exchange.
- Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Directors seeking re-appointment at the Annual General Meeting, is furnished as annexure to the Notice. The Directors have furnished consent / declaration for their re-appointment as required under the Companies Act, 2013 and the Rules thereunder.

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11. In terms of Section 72 of the Companies Act, 2013 facility for making the Nominations is available for Shareholders in respect of Physical Shares held by them. Nomination forms can be obtained from the Company's Registered Office.
12. In compliance with Section 108 of the Companies Act, 2013 read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to its members to exercise their votes electronically through the electronic voting (e-voting) service facilitated by the National Securities Depository Limited (NSDL).
13. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days, except Saturdays and Sunday during business hours.
14. In accordance with Regulation 36 of the SEBI (LODR) Regulations, 2015 soft copies of full annual report shall be sent to all those Shareholders who have registered their email address for the purpose. Physical copy of the notice shall be sent to only those Members who have not so registered their email address. Other Members who want hard copy of the Annual Report may make a request to the Company in writing for the same.

Members desiring to vote electronically may refer to the detailed procedure on e-voting given hereinafter:-

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

- (i) Open email and open attached PDF file viz; "Sashwat Technocrats Limited e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Log on to the e-voting website <https://www.evoting.nsdl.com>
- (iii) Click on "Shareholders - Login" tab.
- (iv) Now put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) If you are already registered with NSDL for e-voting, you can use your existing user ID and password for casting your vote.
- (vii) Home page of remote e-voting opens. Click on e-voting: Active Voting Cycles.
- (viii) Select "E – Voting Event Number" (EVEN) of "Sashwat Technocrats Limited" for casting your vote.

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- (ix) Now you are ready to cast your vote.
- (x) On the voting page, you will see “Resolution Description” and against the same “YES/NO” option for voting.
- (xi) Click on “Resolution File Link” if you wish to view the entire Resolution details.
- (xii) After selecting the Resolution you have decided to vote on, cast your vote by selecting appropriate option and click “Submit” and also “Confirm” when prompted.
- (xiii) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (xiv) Once you have “Confirmed” your vote on the Resolution, you will not be allowed to modify your vote.
- (xv) You can also take print of the voting done by you by clicking on “Click here to Print” option on the voting page.
- (xvi) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to amitmundra.cs@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM.
 - (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xv) mentioned in point (A) above, to cast vote.
15. **Voting at AGM:** The Members who have not cast their vote by E-Voting can exercise their voting rights at the AGM. The Company will make arrangements of Ballot Papers in this regards at the AGM Venue.
16. The Members who have cast their vote by E-Voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

GENERAL INSTRUCTION

17. The e- voting period commences on 26thSeptember, 2020 at 09.00 a.m. and ends on 28thSeptember, 2020 at 05.00 p.m. During this period, members holding share either in physical or dematerialized form, as on the cut-off date i.e. 23rdSeptember, 2020 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
18. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available under the “Downloads” section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

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19. You can also update your Mobile No. and E-mail ID in the user profile details of the folio which may be used for sending future communication(s).
20. The voting rights of Members shall be in proportion to their Share in the paid up Equity Share Capital of the Company as on the cut-off date of 23rdSeptember, 2020.
21. Any person, who acquires Shares of the Company and becomes a Member of the Company after dispatch of the notice and holding Shares as of the cut-off date of 23rdSeptember, 2020 may contact to the Company's Registrar, M/s Purva Sharegistry (India) Private Limited.
22. Mr. Amit Mundra, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
23. Members who do not have access to e-voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. Amit Mundra, Practicing Company Secretary, (Membership No. FCS 7933) at 3D Wing, 801, Dheeraj Upvan, Sidharth Nagar, Borivali East, Mumbai – 400066 not later than 05.00 p.m. on 28thSeptember, 2020. Ballot Form received thereafter will be treated as invalid. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
24. The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting, first count the votes at the Annual General Meeting, thereafter unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the Meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
25. The results declared along with the Scrutinizer's Report shall be placed on the website of NSDL and communicated to the BSE Limited, where the Shares of the Company are listed and shall also be displayed on the notice board at the registered office of the Company.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF
THE COMPANIES ACT, 2013:

Details of the Directors seeking appointment/re-appointment in forthcoming Annual General Meeting

(Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015)

Ordinary Business Item No. 2:

DIN	03065137
Name of the Director	Rohit Doshi
Age	54 Years
Date of Appointment	12.02.2011
Qualification	Graduation
Expertise in Specific Functional Area	Mr. Rohit Doshi has 29 years of experience in Textile manufacturing.
Executive & Non-Executive Director	Non - Executive Director
Promoter Group	Yes
Independent Director	No
Other Directorships	Singhal Merchandise (India) Private Limited
Chairman/Member of Committees of the Boards of which he is a Director	None
Shareholding in the Company	NIL

The Board hereby recommends to members appointment of the Director Mr. Rohit Doshi, who retires by rotation at the 44th Annual General Meeting and being eligible offers himself for re-appointment and the Members are hereby requested to consider the resolution set out in **Item No. 02 of the Ordinary Business**, the other Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in this resolution to the extent of their inter-se relationship.

By order of the Board of Directors
Sashwat Technocrats Limited

Place: Mumbai
Date: 29th June, 2020

Sd/-
Akshar Jagdish Patel
(Company Secretary)

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF
THE COMPANIES ACT, 2013:

Details of the Directors seeking appointment/re-appointment in forthcoming Annual General Meeting
(Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015)

Ordinary Business Item No. 3:

DIN	08719690
Name of the Director	Shatabdi Suresh Jadhav
Age	27 years
Date of Appointment	09/03/2020
Qualification	B. Com.
Expertise in Specific Functional Area	Shatabdi Jadhav has 5 years' experience in Accounts and Administration
Executive & Non-Executive Director	Non-Executive Director
Promoter Group	No
Independent Director	Yes
Other Directorships	None
Chairman/Member of Committees of the Boards of which she is a Director	Audit Committee - Member Nomination & Remuneration Committee - Member Stakeholders Relationship Committee- Member
Shareholding in the Company	Nil

The Board of Directors of the Company in their Meeting held on 9th March, 2020 had appointed Ms. Shatabdi Jadhav as the Additional Director of the Company. As per the provisions of section 161(1) of the Companies Act, 2013 Ms. Shatabdi Jadhav can hold office only up to the date of the ensuing Annual General Meeting. The Board feels that appointment and presence of Ms. Shatabdi Jadhav on the Board will be desirable, beneficial and in the best interest of the Company and hence recommends resolution set out in item no. 3 of the accompanying Notice for approval and adoption of the Members. Except Ms. Shatabdi Jadhav being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 3.

By order of the Board of Directors
Sashwat Technocrats Limited

Place: Mumbai
Date: 29th June, 2020

Sd/-
Akshar Jagdish Patel
(Company Secretary)

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SASHWAT TECHNOCRATS LIMITED

CIN: L24220MH1975PLC018682

Registered Office Address: Office No. 14, 1st Floor, Plumber House, 557, J.S.S. Road, Chira Bazar,
Mumbai - 400002

Tel No.: 022 22016021/22016031, E Mail Id – sashwat.technocrats@gmail.com

ATTENDANCE SLIP

44th Annual General Meeting on 29th September, 2020

Regd. Folio/D.P. ID & Client ID	
Name and Address of the Shareholder	
Joint Shareholder(s)	
No. of Shares Held	

I /We hereby record my/our presence at the 44th Annual General Meeting of the Members of **M/s. Sashwat Technocrats Limited** to be held at the registered office of the Company situated at Office No. 14, 1st Floor, Plumber House, 557, J.S.S. Road, Chira Bazar, Mumbai – 400002 on Tuesday, 29th September, 2020 at 11.30 a.m.

Please complete the Folio/ DP ID-Client ID No. and name, sign this Attendance Slip in the below mentioned table and hand it over at the attendance verification counter at the entrance of the meeting Hall.

Member's Folio/DP ID/ Client ID No.	Member's/Proxy's name in block letters	Member's/ Proxy's Signature

ELECTRONIC VOTING PARTICULARS

Electronic Voting Event Number	User ID	Password/PIN

The voting period starts at 26th September, 2020 at 09.00 a.m. and ends on 28th September, 2020 at 05.00 p.m. The voting module will be disabled by NSDL for voting thereafter.

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SASHWAT TECHNOCRATS LIMITED

CIN: L24220MH1975PLC018682

**Registered Office Address: Office No. 14, 1st Floor, Plumber House, 557, J.S.S. Road, Chira Bazar,
Mumbai - 400002**

Tel No.: 022 22016021/22016031, E Mail Id – sashwat.technocrats@gmail.com

FORM NO.MGT-11

PROXY FORM

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

Name of the Member(s):	
Registered Address:	
Email ID:	
Folio No /DP ID Client ID No.:	

I/We, being the Member (s) ofShares of the above named Company, hereby appoint

1. Name: -----E-mail Id: -----

-----Address: -----

-----Signature: -----or failing him/her

2. Name: -----E-mail Id: -----

----- Address: -----

----- Signature: -----or failing him/her

3. Name: -----E-mail Id: -----

----- Address: -----

----- Signature: -----

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44thAnnual General Meeting of the Company, to be held on Tuesday, 29thSeptember, 2020 at 11.30 a.m. at the Registered Office of the Company at Office No. 14, First Floor, Plumber House, 557, J.S.S. Road, Chira Bazar, Mumbai – 400002 and at any adjournment thereof.

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*I/We wish my above proxy (ies) to vote in the manner as indicated in the box below:

Resolution No.	Description	For	Against
	Ordinary Business		
1	To receive, consider, approve and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Auditors thereon		
2	To appoint a Director in place of Mr. Rohit Doshi (DIN: 03065137), who retires by rotation and being eligible has offered himself for re-appointment as Director.		
3	Appointment of Ms. Shatabdi Suresh Jadhav (DIN: 08719690) as an Independent Woman Director of the Company		

Signed this..... day of..... 2020

Signature of Shareholder

Affix Revenue
Stamp

Signature of Proxy holder(s)

* Please put \surd (in the appropriate column against the Resolutions indicated in the Box. Alternatively, you may mention the number of Shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

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SASHWAT TECHNOCRATS LIMITED

CIN: L24220MH1975PLC018682

Registered Office Address: Office No. 14, 1st Floor, Plumber House, 557, J.S.S. Road, Chira Bazar,
Mumbai - 400002

Tel No.: 022 22016021/22016031, E Mail Id – sashwat.technocrats@gmail.com

BALLOT FORM

44th Annual General Meeting on Tuesday, 29th September, 2020

Name(s) of the Member(s):

Address:

Folio No. / DPID No. and Client ID:

Number of Equity Share(s) held:

I/We hereby exercise my/our vote in respect of the following Resolution(s) to be passed at the Forty Fourth Annual General Meeting of the Company, to be held on Tuesday, 29th September, 2020 at 11.30 p.m. at the registered office of the Company at Office No. 14, 1st Floor, Plumber House, 557, J.S.S. Road, Chira Bazar, Mumbai - 400002, in respect of businesses as stated in the Notice dated 29th June, 2020 by conveying my/our assent or dissent to the said Resolution(s) by placing the tick/χ mark at the box against the respective matters:

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Item No.	Description	No. of Equity Shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
	Ordinary Business			
1	To receive, consider, approve and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Auditors thereon			
2	To appoint a Director in place of Mr. Rohit Doshi (DIN: 03065137), who retires by rotation and being eligible has offered himself for re-appointment as Director.			
3	Appointment of Ms. Shatabdi Suresh Jadhav (DIN: 08719690) as an Independent Woman Director of the Company			

Place:

Date:

Signature of the Member

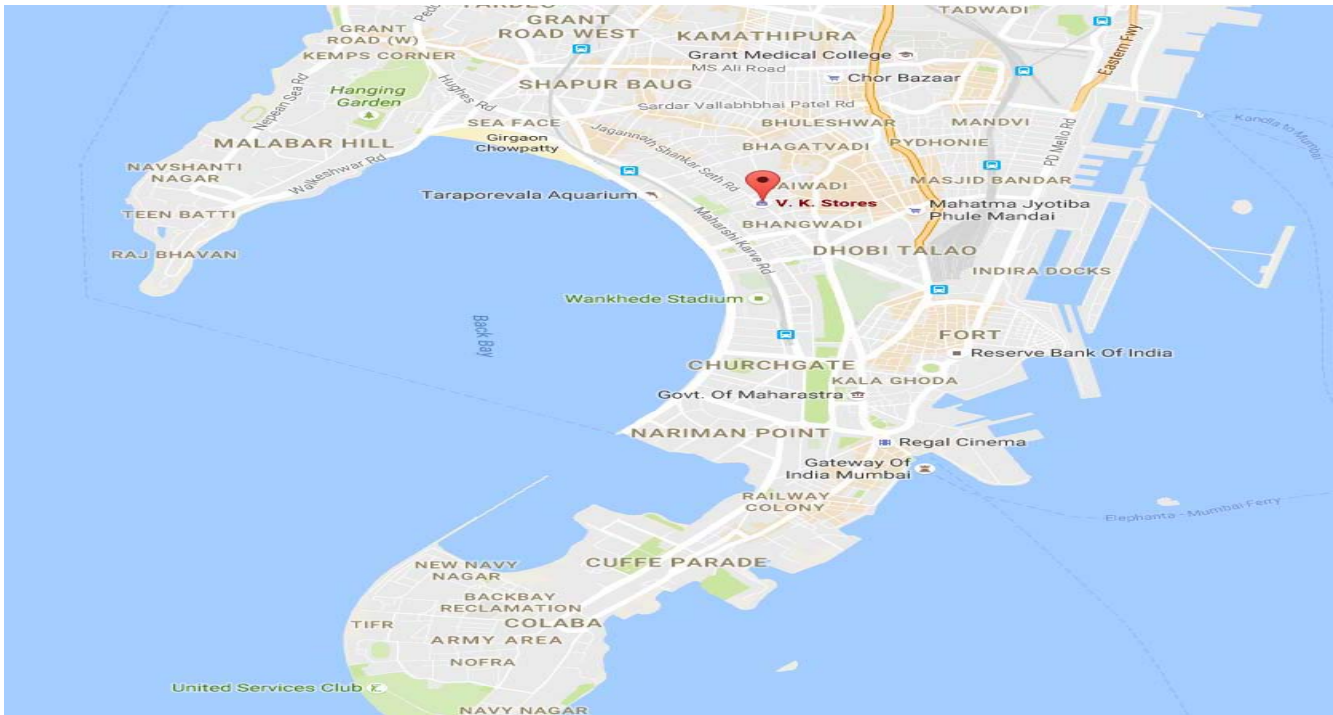
INSTRUCTIONS:

1. A Member desiring to exercise vote by ballot form may complete this ballot form and send it to the Scrutinizer, appointed by the Board of Directors of the Company viz. Mr. Amit Mundra, Practicing Company Secretary having office at 3D Wing, 801, Dheeraj Upvan, Sidharth Nagar, Borivali East, Mumbai - 400066.
2. In case of Shares held by companies, trusts, societies etc., the duly completed ballot form should be accompanied by a certified true copy of Board Resolution/Authority.
3. Unsigned/ Incomplete ballot forms will be rejected.
4. A Member need not cast all the votes in the same way.
5. Duly completed ballot form should reach the Scrutinizer not later than 5.00 p.m. on 28th September, 2020.
6. The Scrutinizer's decision on the validity of a ballot form will be final.

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Route Map to the AGM Venue



Address of AGM Venue:

Office No. 14, First Floor,
Plumber House, 557, J.S.S. Road,
Chira Bazar, Mumbai-400002
Landmark: V.K. Stores