



STYLAM INDUSTRIES LIMITED

Registered Office: SCO 14, Sector 7 C Madhya Marg, Chandigarh, 160019

Telephone No: +91-172-5021555/5021666

Email: cs@stylam.com

website: www.stylam.com

CIN: L20211CH1991PLC011732

NOTICE OF 32nd ANNUAL GENERAL MEETING

NOTICE is hereby given that the 32nd Annual General Meeting of the members of Stylam Industries Limited will be held on Saturday 30th Day of September, 2023 at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh at 10:00 a.m. to consider and to transact the following Business:

Ordinary Business

1. Adoption of Audited Financial Statement

To receive, consider, and adopt the Audited Statement of Profit & Loss for the financial year ended on 31st March, 2023 and Balance Sheet as at that date together with Reports of the Auditors and Directors thereon.

2. To approve Re-appointment of Mr. Manit Gupta Whole time Director

To Re appointment of Mr. Manit Gupta (DIN 00889528) who retires by rotation and being eligible, & offers himself for re-appointment.

3. To approve Re-appointment of Mr. Sachin Bhatla Whole Time Director

To Re appointment of Mr. Sachin Bhatla (DIN 08182443) who retires by rotation and being eligible, & offers himself for re-appointment

Special Business

4. To Appoint Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'

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

“RESOLVED THAT Ms. Purva Kansal (DIN: 08205836), who was appointed as an Non executive Independent Director of the Company with effect from August 17, 2023 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being

in force] and Article 132 of the Articles of Association of the Company, and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, the appointment of Ms. Purva Kansal, that meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, for a term of five years, i.e., from August 17, 2023 to August 16, 2028 (both days inclusive) and who would not be liable to retire by rotation, be and is hereby approved."

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of special business as set out above is annexed to this Notice and forms part of the same.
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2. *A Member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of him-self and a proxy need not be a member of the Company.* The instrument of Proxy, in order to be effective, should be deposited at the registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / letter of authority, as applicable.
3. Corporate Members intending to send their authorized representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, the 24th September, 2023 to Saturday, 30th September, 2023 (Both days inclusive)
5. Members holding shares in physical form are requested to intimate any change of address, if any, to the Company /Registrar and Share Transfer Agent (RTA). The shareholders may contact for matters relating to dematerialization of shares to RTA directly.
6. Members holding shares in demat form are requested to intimate any change in their address immediately to their Depository Participants.
7. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN to RTA / Company by sending a duly signed letter along with self-attested copy of PAN Card. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.
8. In accordance with the amendments to Regulation 40 of Listing Regulation, to be made effective later, the Securities and Exchange Board of India (SEBI) has revised the provisions relating to transfer of listed securities and has decided that requests for effecting transfer of listed securities shall not be processed unless the securities are held in dematerialized form with a Depository (National Securities Depository Limited and Central Depository Services (India) Limited). This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Transfer of securities only in demat form will improve ease, facilitate convenience and safety of transactions for investors.
9. Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares.

Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with the relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participant(s).

10. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.
11. Members are requested to hand over the Attendance Slip, duly signed in accordance with the specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for verification.
12. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Saturday **23rd September 2023**, i.e. the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote e-voting). ***The remote e-voting period will commence at 09:00 a.m. on Wednesday, 27th September, 2023 and will end at 5.00 p.m. on Friday, 29th September, 2023.*** In addition, the facility for voting through Physical voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM.

The Company has appointed Mr. Sanjiv Kumar Goel, Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

PROCEDURE FOR REMOTE E-VOTING

❖ Log-in to e-Voting website of Link Intime India Private Limited (LIPL)

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on “Login” tab, available under ‘Shareholders’ section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.
4. Your User ID details are given below:
 - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
 - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section registers your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	For Shareholders holding shares in Demat Form or Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none">• Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none">• Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

Incase shareholder is having valid email address; Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

❖ **Cast your vote electronically**

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of the company, you choose to vote.
7. On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
Cast your vote by selecting appropriate option i.e. Favour/Against as desired.
Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.
8. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
9. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

❖ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call at :- Tel : 022 - 49186000.

Explanatory Statement

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), given hereunder sets out all material facts relating to the special business mentioned at Item No. 4 of the accompanying Notice dated September 06, 2023.

ITEM NO 4 : To Appoint Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board appointed Ms. Purva kansal (DIN: 08205836) as an Independent Director not liable to retire by rotation, for a term of five years, i.e., from August 17, 2023 up to August 16, 2028 (both days inclusive), subject to approval by the Members.

Pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Ms. Purva Kansal shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing notice from a Member, proposing her candidature for the office of Director. The profile and specific areas of expertise of Ms. Purva Kansal are provided as Annexure to this Notice.

Ms Purva Kansal has given his declaration to the Board, *inter alia*, that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. She has also given her consent to act as a Director. In the opinion of the Board, Ms. Purva Kansal is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and she is independent of the management. Given her experience, the Board considers it desirable and in the interest of the Company to have Ms Purva Kansal on the Board of the Company and accordingly the Board recommends her appointment as an Independent Director as proposed in the Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members. on inspection of documents. Except for Ms. Purva Kansal and/or her relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

ANNEXURE 1

Information pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 with regard to the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting

Name of Director	Ms. Purva Kansal
DIN	08205836
Designation	Independent Director
D.O.B	17.06.1975
Expertise in specific Functional areas	<p>Purva kansal is an MBA from Himachal Pradesh University Shimla and a PhD from the University Business School, Punjab University, Chandigarh. She has also earned an FDP certification from IIMA (2013). She, has more than 15 years of experience in teaching graduate, postgraduate and doctoral classes at various Business School in area of research methodology, strategic management and marketing of services. She has worked as a faculty researcher on projects with researchers from Hankamer school of business – WACO Texas, Baylor University, USA; Terry College of business – Athens, Georgia University of Georgia, USA; Seneca College – Canada.</p>
Inter-se relationship between -Directors -Key Managerial Personnel	No Relation
No of shares held in the Company	0
Directorship held in other Public companies	0
Position held in mandatory Committees of other Companies	Nil

STYLAM INDUSTRIES LIMITED
L20211CH1991PLC011732
32nd ANNUAL GENERAL MEETING
ON SATURDAY, 30TH SEPTEMBER, 2023
AT 10.00 A.M.

at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, **CHANDIGARH**

PROXY FORM

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

Name of the member(s) :	
Registered address :	
E-mail ID :	
Folio No. /DP ID & Client ID* :	
No. of shares held :	

** Applicable in case shares are held in electronic form. I/We, being the member(s) of [_____] shares of STYLAM INDUSTRIES LIMITED, hereby appoint*

1. Name: _____

Address: _____

Email –
ID: _____

Signature: _____ or failing him

2. Name: _____

Address: _____

Email –
ID: _____

Signature: _____, or failing him

3. Name: _____

Address: _____

Email –

ID: _____

Signature: _____, or failing
him

as my / our proxy, to attend and vote for me/ us and on my / our behalf at the Annual General Meeting to be held on September 30, 2023 at 10:00 a.m. at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh.

Resolution No.	Resolution	Optional	
		Favour	Against
ORDINARY BUSINESS			
1	<i>Adoption of Financial Statement, Board's Report and Auditors' Reports for the year ended March 31, 2023</i>		
2	<i>Approval for re-appointment of Mr. Mani Gupta, (DIN 0889528), who retires by rotation</i>		
3	<i>Approval for re-appointment of Mr. Sachin Bhatla, (DIN 08182443), who retires by rotation</i>		
SPECIAL BUSINESS			
4	Appointment of Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'		

Mark a tick mark (✓) in the appropriate box below

Affix Revenue Stamp

Signed this ___ day of _____ 2023

Signature of Shareholder(s)

Signature of Proxy Holder(s)

Notes:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
2. Please affix revenue stamp before putting signature.
3. Alterations, if any, made in the Form of Proxy should be initialed.
4. In case of multiple proxies, the Proxy later in time shall be accepted.
5. Proxy need not be shareholder of the Company.

STYLAM INDUSTRIES LIMITED
L20211CH1991PLC011732
32nd ANNUAL GENERAL MEETING
ON SATURDAY, 30TH SEPTEMBER, 2023 AT 10.00 A.M.
AT SIP 'N' DINE, SCO -16A, MADHYA MARG,
SECTOR 7-C, CHANDIGARH.
ATTENDANCE SLIP

I/ We hereby record my/ our presence at the **32nd ANNUAL GENERAL MEETING** of the Company at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh, on Saturday, the 30th September 2023 at 10.00 a.m.

Member's Folio No.	Member's/ Proxy's Name (in Block Letters)	Member's/ Proxy's DP ID- Client ID No

Notes:

1. Only Member/ Proxy-holder can attend the Meeting.
2. Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall. Joint Shareholder(s) may obtain additional attendance slip at the venue of the meeting.

Voting through Electronic means

For Members opting to vote through electronic means, instead of voting at the Annual General Meeting, facility is available at the web link: <https://www.instavote.linkintime.co.in>

Particulars for electronic voting are as under:

EVEN (E-Voting Event Number)	User ID	Password

Note:

1. Please refer to the instructions printed above ***PROCEDURE FOR REMOTE E-VOTING***
2. The e-voting period starts from 09:00 am on Wednesday 27th September, 2023 and will end at 5:00 pm on Friday, 29th September, 2023.
3. The voting module shall be disabled by link intime for voting thereafter.

**ROAD MAP FOR ANNUAL GENERAL MEETING VENUE OF STYLAM INDUSTRIES LIMITED
(FROM SECTOR 17 BUS STAND TO CHANDIGARH CLUB)**

GOOGLE MAP

