

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 23rd Annual General Meeting of the Shareholders of the Company will be held on Thursday, September 30, 2021, at 10.00 A.M., through Video Conference (VC) / Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the reports of the Board of Directors' and the Auditors' thereon and the Audited consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021.
2. To appoint M/s. Gokhale & Sathe, Chartered Accountants (FRN : 103264W) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 28th Annual General Meeting and to fix their remuneration, and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT, pursuant to Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. Gokhale & Sathe, (FRN:103264W) Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company, who shall hold office from the conclusion of this 23rd Annual General Meeting till conclusion of the 28th Annual General Meeting of the Company to be held for the financial year ended March 31, 2026, for the term of five consecutive financial years, to examine and audit the accounts of the Company, at a remuneration and other terms as may be determined by the Audit Committee and the Board of Directors of the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to sign and execute all applications, documents, writings and fillings of requisite forms that may be required on behalf of the Company

and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

SPECIAL BUSINESS:

3. **To appoint Mrs. Surji D. Chheda as Director of the Company.**

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

“RESOLVED THAT pursuant to the Resolution Plan as approved by the Committee of Creditors ('COC') on November 06, 2019 and National Company Law Tribunal, Mumbai bench ('NCLT') vide its order dated March 26, 2021 and applicable provisions of the Companies Act, 2013 and rules made thereunder read with the applicable provisions of the Insolvency and bankruptcy Code, 2016 (including any statutory modification(s) or re- enactment thereof for the time being in force) Mr. Surji Chheda (DIN: 02456666) who was appointed as an Additional Director of the Company and whose term expires at the ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive) of the Company, who is liable to retire by rotation.

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

NOTICE OF ANNUAL GENERAL MEETING**4. To appoint Ms. Neha R. Gada as Director of the Company.**

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

“RESOLVED THAT pursuant to the Resolution plan as approved by the Committee of Creditors ('COC') on November 06, 2019 and National Company Law Tribunal, Mumbai bench ('NCLT') vide its order dated March 26, 2021 and applicable provisions of the Companies Act, 2013 and rules made thereunder read with the applicable provisions of the Insolvency and Bankruptcy Code, 2016 (including any statutory modification(s) or re- enactment thereof for the time being in force) Ms. Neha Gada (DIN: 01642373) who was appointed as an Additional Director (Independent) of the Company and whose term expires at the ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director (Woman Director) of the Company, to hold office up to Five consecutive financial year, be not liable to retire by rotation.

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

5. To appoint Mr. Chirag H. Doshi as Director of the company.

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

“RESOLVED THAT pursuant to the Resolution plan as approved by the Committee of Creditors ('COC') on November 06, 2019 and National Company Law Tribunal, Mumbai bench ('NCLT') vide its order dated March 26, 2021 and applicable provisions of the Companies Act, 2013 and rules made thereunder read with the applicable provisions of the Insolvency and Bankruptcy Code, 2016 (including any statutory modification(s) or re- enactment thereof for the time being in force) Mr. Chirag Doshi (DIN: 08532321) who was appointed as an Additional Director (Independent) of the Company and whose term expires at the ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, to hold office up to Five consecutive financial year, be not liable to retire by rotation.

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

6. To appoint Mr. Jiggar Savla as Director of the Company.

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

“RESOLVED THAT pursuant to the Resolution plan as approved by the Committee of Creditors ('COC') on November 06, 2019 and National Company Law Tribunal, Mumbai bench ('NCLT') vide its order dated March 26, 2021 and applicable provisions of the Companies Act, 2013 and rules made thereunder read with the

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applicable provisions of the Insolvency and bankruptcy Code, 2016 (including any statutory modification(s) or re- enactment thereof for the time being in force) Mr. Jiggar Savla (DIN: 09055150) who was appointed as an Additional Director of the Company and whose term expires at the ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as a Director (Executive) of the Company, liable to retire by rotation.

“RESOLVED FURTHER THAT considering the financial position of the Company, Mr. Jiggar Savla shall be paid a remuneration of Rs. One per annum for the financial year 2021-22.

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

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

“RESOLVED THAT pursuant to provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder read with the applicable provisions of Companies Amendment Act, 2017 (including any statutory modification(s) or any amendments thereto or any substitutions or any re- enactment(s) made thereof, for the time being in force), consent of the shareholders of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall include any committee thereof) to borrow such sums of

money from time to time, with or without security, on such terms and conditions as it may consider fit notwithstanding that the amount to be borrowed together with the amount already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of Paid-up Share Capital, Free Reserves and Security Premium of the Company, provided that the total amount that may be borrowed by the Board and outstanding at any point of time shall not exceed Rs. 50,00,00,000/- (Rupees Fifty Crores Only).

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized (which term shall be deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and filing of requisite forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

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

“RESOLVED THAT pursuant to provisions of Section 180 (1) (a) and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or any amendments thereto or any substitutions or any re- enactment(s) made thereof, for the time being in force), consent of the shareholders of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall include any committee thereof) to create charges, hypothecations, mortgages/equitable mortgages on movable and/or immovable properties of the Company, present and/or future in favour of banks, financial institutions, trustees of the holders of debentures/bonds and /or other

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instruments, hire purchase/lease companies, body corporate or any other person/ on such terms and conditions as the Board may deem fit, towards security for borrowings of the Company from time to time, provided that the total amount at any point of time shall not exceed Rs. 50,00,00,000/- (Rupees Fifty Crores Only).

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized (which term shall be deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and filing of requisite forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

**By order of the Board
Ashwin S. Shetty**

V.P.Operations & Company Secretary

Place: Mumbai

Date: August 14, 2021

NOTES:

1. Statement pursuant to Section 102 (1) of the Companies Act, 2013 (" Act") relating to item of Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto.
2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the Company for holding of the "AGM" through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid-19 pandemic" and circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the COVID -19 pandemic" (collectively referred to as "SEBI Circulars") the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
3. The AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. As on the date of notice of 23rd Annual General Meeting ('AGM'), the Company has four Additional Directors namely Mr. Surji Chheda, Ms. Neha Gada, Mr. Chirag Doshi and Mr Jiggar Savla who were appointed pursuant to the Hon'ble NCLT order dated March 26, 2021 and who are not to be counted in the number of director(s) liable to retire by rotation at the AGM. Since, as on date of Notice of AGM, the Company does not have any Director whose period of office is liable to determination by retirement of directors by rotation, hence, the said agenda item has not been included in the notice of 23rd AGM.
5. Corporate Members are 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 through VC / OAVM on its behalf and to vote through remote e-voting through its registered email address to compliance@sejalglass.co.in with a copy marked toevoting@nsdl.co.in.

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6. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Link Intime India Private Limited. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website at www.sejalglass.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL, www.evoting.nsdl.com.
7. 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 Companies Act, 2013.
8. The Company has engaged the services of National Securities Depositories Limited (NSDL), as the authorized agency for conducting e-AGM and providing e-voting facility to the members of the Company.
9. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
10. Relevant documents referred to in the accompanying Notice calling the AGM are available on the website of the Company www.sejalglass.co.in for inspection by the Members.
11. Members are advised to refer to the section titled "Investor Information" provided in this Annual Report.
12. Mr. Ashwin S. Shetty. V. P. Operations & Company Secretary of the Company shall be responsible for addressing all the grievances in relation to this Annual General Meeting including e-voting. His Contact details are email : ashwin@sejalglass.co.in. Tel: 022 28665100
13. As mandated by SEBI, effective from April 01, 2019, the securities of listed companies shall be transferred only in dematerialised form. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise share(s) held by them in physical form.
14. All documents referred to in the accompanying notice and the explanatory statements are open for inspection by the members at the registered office of the Company on all working days during 11:00 AM to 1:00 PM and through electronic means. Members can request the same by sending an email to the Company till the date of the AGM.
- 15. Instructions for attending the AGM and e-voting are as follows:**

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Monday , September 27, 2021 at 10:00 A.M. and ends on Wednesday , September 29, 2021 at 5: 00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, September 23, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, September 23, 2021.





How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center; margin-top: 20px;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; gap: 40px; margin-top: 10px;">   </div> </div>

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Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

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- B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

How to Log-in to NSDL e-Voting website?

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 'Shareholder/Member' section
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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*** For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. **Password details for shareholders other than Individual shareholders 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.

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- 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 follow steps mentioned below in process for those shareholders whose email ids are not registered.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:**
- 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.
 - Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - 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 etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 - Now, you will have to click on "Login" button.
 - After you click on the "Login" button, Home page of e-Voting will open.
- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
 - Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
 - Now you are ready for e-Voting as the Voting page opens.
 - 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.
 - Upon confirmation, the message "Vote cast successfully" will be displayed.
 - You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 - Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 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.
- 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 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

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1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to compliance@sejalglass.co.in a copy should be marked at ashwin@sejalglass.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 compliance@sejalglass.co.in a copy should be marked at ashwin@sejalglass.co.in . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member 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 to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@sejalglass.co.in a copy should be marked at ashwin@sejalglass.co.in . The same will be replied by the company suitably.

NOTICE OF ANNUAL GENERAL MEETING**Annexure to Notice****EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 3, 4, 5 AND 6 :**

It is hereby informed to the members that the Corporate Insolvency Resolution Process ('CIRP') of the Company as per the provisions of the Insolvency and Bankruptcy Code 2016 was initiated by Edelweiss Asset Reconstruction Limited (EARCL) a Financial Creditor of the Company. The Financial Creditor's petition to initiate the CIR Process was admitted by the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai bench by vide Order dated February 13, 2019.

On November 6, 2020, in accordance with Section 30(6) of the IBC, a Resolution Plan submitted by M/s. Dilesh Road Lines Private Limited ("DRPL"), Mr. Surji Chheda & Mrs. Chhaya Chheda (Successful Resolution Applicants), as approved by the Committee of Creditors (COC) with the requisite majority as per Section 30(4) of the IBC, was filed with Hon'ble NCLT, Mumbai Bench for its approval on November 11, 2019. The Hon'ble NCLT, Mumbai bench, vide its order dated March 26, 2021 approved the Resolution Plan submitted by the Successful Resolution Applicants.

In compliance with the Resolution Plan, a new board consisting of the representatives of the Resolution Applicants was constituted on May 17, 2021. Mr. Surji Chheda has been appointed as the Additional Non-Executive Director (Non Independent), Ms. Neha Gada has been appointed as the Additional Non-Executive Director (Independent), Mr. Chirag Doshi has been appointed as the Additional Non-Executive Director (Independent) and Mr. Jiggar Savla has been appointed as the Additional Executive Director and whose term expires at the ensuing Annual General Meeting of the Company and are eligible for appointment as a Director(s) and are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act 2013 and have given their consent to act as Director. With respect to the same, the Company has received notice in writing pursuant to the provisions of the Section 160 of the Companies Act, 2013, proposing their candidature for appointment as Director of the Company.

Accordingly, the Board recommends the appointment of Mr. Surji Chheda as Non-Executive Director (Non Independent), Mr. Jiggar Savla, Executive Director (Non Independent), Ms. Neha Gada as the Non-Executive Director (Independent), Mr. Chirag Doshi as the Non-Executive Director (Independent).

Mr. Surji Chheda and Mr. Jiggar Savla who are liable to retire by rotation. Mr. Jiggar Savla - Executive Director shall be paid a nominal amount of Re. 1/- per annum towards remuneration till the time the Company's financial position does not turn around. -

Ms. Neha Gada and Mr. Chirag Doshi will not be entitled for any remuneration except sitting fees for attending board meetings or committee meetings, if any.

Except Mr. Surji Chheda, Mr. Jiggar Savla, Ms. Neha Gada and Mr. Chirag Doshi, being appointee Directors, none of the Key Managerial Personnel or their relatives, are interested or concerned in the resolutions. .

The Board recommends the Ordinary Resolutions set out at item No. 3, 4, 5 and 6 of the accompanying Notice in the interests of the Company.

ITEM NO. 7 & 8 :

As per the provisions of Section 180 of the Companies Act, 2013 read with the other applicable provisions, consent of the Members in the General Meeting is required way of Special Resolution to borrow the monies apart from temporary loans (loans viz., means loans repayable on demand or within six months from date of the loan such as short term, Cash credit arrangements, the discounting of bills and the issue of other short term loans of a seasonal character, but does not include loans raised for the purpose of financial expenditure of a capital nature) obtained from the Companies bankers in the Ordinary course of business, in excess of the aggregate of the Paid Up Share Capital, Free Reserves and Securities Premium of the Company, that is to say, reserves set apart for any specific purposes.

Further, the Board of Directors shall not dispose i.e. create charges, hypothecations, mortgages/equitable mortgages of the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or

NOTICE OF ANNUAL GENERAL MEETING

substantially the whole of any of such undertakings except with the consent of the Members in the General Meeting by a Special Resolution under the provisions of Section 180 (1) (a) and Section 180 (1) (c) of the Companies Act, 2013, which were made effective from September 12, 2013.

The above powers can be exercised by the Board only with the consent of the members obtained by Special Resolutions. Keeping in view of the Company's business expansion and need for fulfillment of working capital requirements, purchase of assets, machineries or cash credit facilities, letter of Credit, Bank Guarantees etc., in future, it is proposed to increase the limit of borrowings.

Your consent is therefore sought, to authorize the Board to borrow up to Rs. 50,00,00,000/- (Rupees Fifty Crores Only), (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) as outstanding, at any time as set out in the resolution. The aforesaid borrowing limit and to create charges, hypothecations, mortgages/equitable

mortgages, on movable and/or immovable properties under section 180 (1) (a) it is proposed to be enhanced to such an extent that the sum(s) so borrowed under this resolution and remaining outstanding at any time shall not exceed in the aggregate of Rs. 50,00,00,000/- (Rupees Fifty Crores Only) in excess of and in addition to the paid up Share Capital and Free Reserves and Securities Premium of the Company for the time being. Therefore members are requested to pass the necessary Special Resolutions as mentioned in the notice.

None of the Directors and/or Key Managerial Personnel or their relatives, are interested or concerned in the resolutions.

The Board recommends the Special Resolutions set out at item No. 7 & 8 of the accompanying notice in the interest of the Company.

**By order of the Board
Ashwin S. Shetty
V.P.Operations & Company Secretary**

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Annexure A

Profile of Director being re-appointed/appointed as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1) **Surji D. Chheda**

Name	Surji Damji Chheda
DIN	02456666
Designation	Non-Executive Non Independent Director
Date of Birth	15/03/1964
Qualification & Expertise	<p>Mr. Surji D. Chheda is a Bachelor of Commerce and a Chartered Accountant from the Institute of Chartered Accountants of India (ICAI). He also holds a degree in Law (Gen).</p> <p>He is a Partner in M/s. S.D. Chheda & Co. & M/s. Chheda Joshi & Associates, Chartered Accountants.</p> <p>Mr. Surji Chheda has over 37 years of experience in the field of Direct taxes, Audit, Investments, Financial consultancy.</p>
Relationship with Other Directors of the Company	Not related with any other Directors of the Company.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board	Nil
Total shares held by him in the company	Nil

2) **Mr. Chirag H. Doshi**

Name	Chirag Himatlal Doshi
DIN	08532321
Designation	Non-Executive Independent Director
Date of Birth	15/09/1981
Qualification & Expertise	<p>Mr. Chirag Doshi is a Bachelor of Commerce and a Fellow Chartered Accountant (FCA) from the Institute of Chartered Accountants of India (ICAI). He is also a Certified Information System Auditor (CISA) and a Chartered Financial Analyst (CFA) Level II passed.</p> <p>GVHe has a more than 15 years of experience the field of International accounting and auditing (Statutory and Forensic) gained in Canada, Germany, Dubai, Singapore, Egypt, Philippines, India, London and many other nations while working in Big 4 CA firm, Large Indian CA firms and a large Corporate. His experience also involves working in the field of review and revision</p>

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	<p>of Operating and accounting manual (including carrying out Sarbanes Oxley reviews) and Implementation of Internal Financial Controls for various clients in the Banking, manufacturing, Power, shipping and nonbanking financial sector.</p> <p>His Specialisation involves IFRS / IND AS implementation, compliance, training and advising clients reporting and system integration in various countries for companies in various field of Media & Entertainment, Retails, Information Technology, Turnkey Projects, Engineering, Power, Telecommunications, Shipping & Real Estate sectors.</p>
Relationship with Other Directors of the Company	Not related with any other Directors of the Company.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board	Nil
Total shares held by him in the company	Nil

3. Ms. Neha R. Gada

Name	Neha Rajen Gada
DIN	01642373
Designation	Non-Executive Independent Director
Date of Birth	22/03/1976
Qualification & Expertise	Ms. Neha Gada is a Chartered Accountant by Profession and has also passed the Insolvency Professional Examination conducted by the IBBI. She has an overall working experience of over 20 years . She was associated with the oldest Asian Stock Exchange, BSE Ltd for more than 6 years. Her expertise area being Compliance pertaining to Securities Law, Corporate Law. She also Specializes in Restructuring, Acquisitions and Mergers, Due Diligence, Takeovers, SEBI Exemption and Consent applications, LODR & ICDR Compliance, Listing matters, Insolvency, NBFC Registrations and Takeovers. Ms. Neha is the founder of N R Gada & Associates since 2016
Relationship with Other Directors of the Company	Not related with any other Directors of the Company.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board	<ol style="list-style-type: none"> 1. Asian Star Company Limited 2. Lykis Limited 3. Anglo-French Drugs & Industries Limited 4. Tamboli Capital Limited
Total shares held by him in the company	Nil

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3. Ms. Jiggar L. Savla

Name	Jiggar Lakshnichand Savla
DIN	09055150
Designation	Executive Non Independent
Date of Birth	15/03/1977
Qualification & Expertise	Mr. Jiggar Savla has done his Masters of Business Administration (Marketing) in U.K. from Keele University. He is a Director in Delicare Lifesciences Private Limited a company engaged in the chemical business wherein he heads the finance and operations. Mr. Jiggar was earlier into distribution of Readymade Garments in Tamilnadu, Puducherry and Kerala. He is a avid sports lover and has represented Tamilnadu U-19 Cricket Team.
Relationship with Other Directors of the Company	Not related with any other Directors of the Company.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board	Nil
Total shares held by him in the company	Nil

DIRECTORS' REPORT

Dear Members,

Your Board of Directors present the 23rd Annual Report and the Audited Financial Statements for the financial year ended March 31, 2021.

Pursuant to an application filed by Edelweiss Asset Reconstruction Limited before the Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench, in terms of Section 7 of the Insolvency and Bankruptcy Code, 2016 (the code) read with the rules and regulations framed thereunder, the NCLT had admitted the application and ordered the commencement of Corporate Insolvency Resolution Process (CIRP) of the Company vide its order dated February 13, 2019. The NCLT had, pursuant to the Admission Order, appointed an Interim Resolution Professional (IRP) for the Corporate Debtor vide its order of even date. In terms of the admission order, inter alia, the management of the affairs of the Corporate Debtor was vested with the IRP. Subsequently, the Committee of Creditors ("CoC") appointed Mr. Prashant Jain as the Resolution Professional (RP) to manage the day to day affairs of the Company. On appointment of the IRP/RP, the powers of the Board of Directors of the Company were suspended.

In accordance with the provisions of the Code, two resolution plans in respect of the Company were received by the RP. The CoC of the Company, in their meeting held on November 06, 2019 had approved a Resolution Plan submitted by M/s. Dilesh Roadlines Private Limited, Mr. Surji Chheda and Ms. Chhaya Chheda ("Successful Resolution Applicants") which was subsequently submitted to the Hon'ble NCLT on November 11, 2019, in accordance with Section 30(6) of the Code.

The Hon'ble NCLT, Mumbai bench, vide its order dated March 26, 2021 approved the Resolution Plan submitted by the Successful Resolution Applicant. A new Board was constituted on May 17, 2021 and a new management was put in place.

The approved Resolution Plan is binding on the Company and its employees, members, creditors, including the Central Government, any State Government or any local authority to whom a debt in respect of the payment of dues arising under any law for the time being in force, such as authorities to whom statutory dues are owed such as guarantors and other stakeholders involved in the Resolution Plan.

The newly constituted Board of Directors were not in office for the period to which this report pertains. During the period of the CIRP i.e. from February 13, 2019 till March 26, 2021, the RP was in-charge of the affairs of the Operations of the Company. The newly constituted Board is submitting this report in compliance with the provisions of the Companies Act, 2013, and the rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015. The newly constituted Board is not to be considered responsible to discharge fiduciary duties with respect to the oversight on financial and operational health of the Company and performance of the management for the financial year under review.