



SHRISTI INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED

CIN: L65922WB1990PLC049541

Registered Office: Plot No. X1, 2 & 3, Block EP, Sector V, Salt Lake City, Kolkata 700 091

Tel No: 033 4020 2020 **Fax No:** 033 4020 2099

Website: www.shristicorp.com **E-mail:** investor.relations@shristicorp.com

NOTICE

NOTICE is hereby given that the Thirty First Annual General Meeting of the Members of Shristi Infrastructure Development Corporation Limited will be held on **Thursday, 23rd September 2021 at 11:30 A.M (IST)** through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements for the Financial Year ended 31st March 2021 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Badri Kumar Tulsyan (DIN: 002447595), who retires by rotation at this Annual General Meeting and being eligible, offer himself for re-appointment.

SPECIAL BUSINESSES:

3. To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. D. Radhakrishnan & Co., Cost Accountants, having Firm Registration No. 000018, appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2021-22, amounting to Rs.30,000 (Rupees Thirty Thousand only) plus applicable taxes and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified, confirmed and approved.

RESOLVED FURTHER THAT any of Directors and/or the Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, as amended, (the “Act”) and Secretarial Standard on General Meetings (Revised) (SS-2), in respect of item nos. 3 of the Notice set out above, relating to Special Businesses to be transacted at the Meeting which the Board of Directors have considered and decided to include as Special Business and which are unavoidable in nature, are annexed hereto. The said Statements also contain the recommendation of the Board of Directors of the Company in terms of Regulation 17(11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the “Listing Regulations”). Additional disclosures, pursuant to the requirements of SS-2 and Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment/re-appointment is also annexed to this Notice convening the Thirty First Annual General Meeting (“AGM”) of the Company (the “Notice”).

In view of continuing restrictions on the movement of people at several places in the country due to COVID-19 pandemic, the Ministry of Corporate Affairs (the "MCA") vide its General Circulars No. 14/2020, No. 17/2020 No. 20/2020 and No. 2/2021 dated April 8, 2020, April 13, 2020 May 5, 2020 and January 13, 2021 respectively (hereinafter collectively referred as the "MCA Circulars") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 respectively, has allowed companies to conduct their Annual General Meetings through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), thereby, dispensing with the requirement of physical attendance of the members at common venue and accordingly, the Thirty First Annual General Meeting (the "AGM" or the "Meeting") of Shristi Infrastructure Development Corporation Limited (the "Company") will be held through VC/OAVM in compliance with the said circulars and the relevant provisions of the Act and Rules made thereunder and the Listing Regulations. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. The deemed venue for the Thirty First AGM shall be the Registered Office of the Company.

2. IN TERMS OF THE MCA AND SEBI CIRCULARS MENTIONED HEREINABOVE, THE REQUIREMENT OF SENDING PROXY FORMS TO HOLDERS OF SECURITIES AS PER PROVISIONS OF SECTION 105 OF THE ACT READ WITH REGULATION 44(4) OF THE LISTING REGULATIONS, HAS BEEN DISPENSED WITH. THEREFORE, THE FACILITY TO APPOINT PROXY BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND CONSEQUENTLY, THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.

However, in pursuance of Section 113 of the Act and Rules framed thereunder, the corporate /institutional members are entitled to appoint authorized representatives for the purpose of voting through remote e-voting or for the participation and e-voting during the AGM, through VC / OAVM. In this regard, they are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Power of Attorney / appropriate Authorization Letter authorizing their representative to vote on their behalf, to the Scrutinizer through e-mail at khaitan52@gmail.com and singhania.shruti9@gmail.com with a copy marked to evoting@kfintech.com. Since the AGM will be held through VC / OAVM, no Route Map is being provided with this Notice.

3. Dispatch of Annual Report, process for registration of Email ID for obtaining copy of the Notice and Annual Report:

- i. In compliance with the aforesaid MCA and SEBI Circulars, the Notice and the Annual Report is being sent only through electronic mode to all the Members whose email addresses are registered with the Company/RTA/ Depositories.
- ii. Members may note that the Notice and the Annual Report will also be available on the Company's website at www.shristicorp.com, the websites of the Stock Exchanges, i.e. BSE Limited and Calcutta Stock Exchange Limited at www.bseindia.com and www.cseindia.com, respectively, and on the website of the e-voting agency <https://evoting.kfintech.com/>.
- iii. KFin Technologies Private Limited (hereinafter referred to as "KFin"), the Company's Registrar and Share Transfer Agent will provide the facility for voting through remote e-voting, for participating in the AGM through VC/OAVM and e-voting during the AGM.
- iv. Pursuant to the MCA's Circular, the Company has published a newspaper advertisement urging its members (who have not registered their email IDs) to register their email IDs at the earliest.

However, Members who have still not registered their email IDs, are requested to do so at the earliest, in the following manner:

- a) Members holding shares in electronic mode can get their email IDs registered by contacting their respective Depository Participant.
- b) Members holding shares in physical mode are requested to register their email IDs with the Company or KFin, for receiving the Notice and Annual Report. Requests can be emailed to investor.relations@shristicorp.com or evoting@kfintech.com
- c) Members (whether holding shares in demat or physical mode) can temporarily get their mobile and email registered by logging into <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> for receiving the Annual Report, Notice and e-voting details for this AGM.

4. Instructions for joining the AGM Through VC/OAVM:

- i. Members will be able to attend the AGM through VC/OAVM at <https://emeetings.kfintech.com> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM.

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.

- ii. Members may join the AGM through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to use internet with a good speed to avoid any disturbance during the AGM. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Mozilla Firefox.

Please note that participants connecting from Mobile Devices or Tablets or through Laptops 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 glitches. Members will be required to grant access to the web-cam to enable two-way video conferencing.

- iii. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM and shall be kept open throughout the AGM. Members will be able to participate in the AGM through VC/OAVM on a first-come-first-serve basis. Large Members (i.e. Members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. will not be subject to the aforesaid restriction of first-come-first-serve basis.
- iv. Institutional Members are encouraged to participate at the AGM through VC/OAVM and vote thereat.
- v. Members, holding shares as on the cut-off date i.e. 16th September, 2021 and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers at <https://emeetings.kfintech.com> and clicking on 'Speaker Registration' during the period from 18th September, 2021 (09:00 A.M. IST) up to 20th September, 2021 (5:00 P.M. IST). Those Members who have registered themselves as a speaker will only be allowed to speak / express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM. Alternatively, Members holding shares as on the cut-off date may also visit <https://emeetings.kfintech.com> and click on the tab 'Post Your Queries' and post their queries/views/questions in the window provided, by mentioning their name, demat account number/ folio number, email ID and mobile number. The window will start from 18th September, 2021 (at 09:00 AM IST) and close on 20th September, 2021 (at 5.00 P.M. IST).

- vi. Members who need assistance before or during the AGM with use of technology, can contact KFin at 1800 3454 001 or write to them at evoting@kfintech.com.

5. Procedure For Remote E-Voting And E-Voting during The AGM:

In accordance with the provisions of Section 108 and other applicable provisions, if any, of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto, read together with the MCA Circulars and Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their vote electronically, through remote e-voting facility and e-voting facility provided by KFin on all resolutions set forth in this Notice.

- 6. Members are requested to attend and participate in the ensuing AGM through VC / OAVM and cast their vote either through remote e-voting facility or through e-voting facility to be provided during the AGM.
- 7. Members who would have cast their vote by remote e-voting may attend the Meeting through VC/OAVM, but shall not be able to vote at the Meeting. Such a member will also not be allowed to change or cast vote again. The facility of voting through electronic means will also be available during the Meeting. Members attending the Meeting who would have not already cast their vote by remote e-voting shall be able to cast their vote during the Meeting.
- 8. In case of any query and / or help, in respect of attending the AGM through VC/ OAVM mode, Members may refer to the Help & Frequently Asked Questions (FAQs) and 'AGM VC / OAVM' user manual available at the download Section of <https://evoting.kfintech.com> or contact Mr. S. V. Raju, Deputy General Manager - Corporate Registry or Mr. Balaji Reddy, Manager – Corporate Registry of KFin Technologies Private Limited at the email ID at evoting@kfintech.com KFin's toll free no.: 1800-309-4001 for any further clarifications / technical assistance that may be required.
- 9. Pursuant to the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS- 2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circulars, the Company is pleased to provide remote e-voting facility to its Members in respect of the business to be transacted during the AGM and facility for those Members participating in the AGM to cast vote through e-voting system during the AGM.
- 10. The facility for voting shall also be made available during the AGM and the shareholders participating in the meeting who have not cast their votes by remote e-voting shall be able to exercise their right during the meeting through e-voting.
- 11. The shareholders who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM but shall not be entitled to cast their vote again.
- 12. The facility of casting the votes by the shareholders using an electronic voting system ("remote e-voting") during the prescribed time prior to AGM and voting during AGM will be provided by service provider KFin.
- 13. The remote e-voting period commences on 20th September, 2021 (10:00 A.M. IST) and ends on 22nd September, 2021 (5:00 P.M. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off Date of 16th September, 2021 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by KFin for voting thereafter. Once a shareholder casts his vote on a resolution, the shareholder shall not be allowed to change it subsequently.
- 14. Any person who becomes a member of the Company after sending notice of AGM and holding shares as on cutoff date i.e. 16th September, 2021 may obtain the User ID and Password in the manner mentioned below by sending email to the Company at investor.relations@shristicorp.com along with authentic proof of shareholder or to write to KFin at evoting@kfintech.com sufficiently before closing of the remote e-voting.

15. The process and the manner for remote e-voting and e-voting during AGM is as under:

As per the SEBI circular dated 9th December, 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.

Individual Shareholders (holding securities in DEMAT mode) - Login through Depositories.

NATIONAL SECURITIES DEPOSITORY LIMITED (“NSDL”)	CENTRAL DEPOSITORY SERVICES LIMITED (“CDSL”)
<p>1. User already registered for IDeAS facility: **</p> <p>a. URL: https://eservices.nsdl.com.</p> <p>b. Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</p> <p>c. On the new page, enter existing User ID and Password. Post successful authentication, click on “Access to e-voting”.</p> <p>d. Click on the company name or e-voting service provider and you will be re-directed to e-voting service provider website for casting the vote during the remote e-voting period.</p>	<p>1. Existing user who have opted for Easi / Easiest **</p> <p>a. URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <p>b. Click on New System Myeasi.</p> <p>c. Login with user ID and password.</p> <p>d. Option will be made available to reach e-voting page without any further authentication.</p> <p>e. Click on e-voting service provider name to cast your vote.</p>
<p>2. User not registered for IDeAS e-Services</p> <p>a. To register click on link : https://eservices.nsdl.com (Select “Register Online for IDeAS”) or https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>b. Proceed with completing the required fields.</p> <p>** (Post registration completion, follow the process as stated in point no.1 above)</p>	<p>2. User not registered for Easi/Easiest.</p> <p>a. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>b. Proceed with completing the required fields.</p> <p>** (Post registration is completed, follow the process as stated in point no.1 above)</p>
<p>3. First time users can visit the e-voting website directly and follow the process below:</p> <p>a. URL: https://www.evoting.nsdl.com</p> <p>b. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>c. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>d. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page.</p> <p>e. Click on the company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>	<p>3. First time users can visit the e-voting website directly and follow the process below:</p> <p>a. URL: www.cdslindia.com</p> <p>b. Provide demat Account Number and PAN No.</p> <p>c. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>d. After successful authentication, user will be provided links for the respective Electronic Service Provider (ESP) where the e-voting is in progress.</p> <p>e. Click on the company name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned websites.

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

Members facing any technical issue - NSDL	Members facing any technical issue - CDSL
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	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.

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. Once login, you will be able to see e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Non-Individual Shareholders and Shareholders holding securities in Physical Form:

- a. Initial Password is provided in the body of the email.
- b. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- c. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No. /DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
- d. After entering the details appropriately, click on LOGIN.
- e. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. You need to login again with the new credentials.
- g. On successful login, the system will prompt you to select the EVENT i.e. Shristi Infrastructure Development Corporation Limited.
- h. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- i. Click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.

- j. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- k. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who is/are authorised to vote, to the Scrutinizer through email at khaitan52@gmail.com and singhania.shruti9@gmail.com with the subject line “Shristi Infrastructure Development Corporation Limited – 31st AGM” with a copy marked to evoting@kfintech.com and may also upload the same in the e-voting module in their login.
- l. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and evoting manual available at <https://evoting.kfintech.com> under help section or call on 1800-309-4001 (Toll Free). All grievances connected with the facility for voting by electronic means may be addressed to KFin or send an email to evoting@kfintech.com or call 1800-309-4001 (Toll Free).
- m. A person, whose name is recorded in the Register of Shareholders or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. 16th September, 2021 only shall be entitled to avail the facility of remote e-voting or voting at the AGM.
- n. In case of Joint holders, login ID/User Id and password details shall be sent to the first holder of the shares. Accordingly, the vote using user ID and Password sent to first holder is recognized on behalf of all the joint holders as the shareholder who casts the vote through the remote e-voting services of KFin, is doing so on behalf of all joint holders. First holder shall mean the holder of shares, whose name is first registered against the shares held. A person who is not a member as on the cut-off date, 16th September, 2021 should treat this Notice for information purpose only.

16. Other Instructions:

- a) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
- b) The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. 16th September, 2021
- c) Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice of AGM and holds shares as on the cut-off date i.e. 16th September, 2021 may obtain the User ID and Password in the manner as mentioned below:
 - i. If the mobile number of the Member is registered against Folio No./DP ID Client ID, the Member may send SMS: MYEPWD Folio No. or DP ID Client ID to +91 9212993399. In case of physical holding, prefix Folio No. with EVEN.

Example for NSDL: MYEPWD IN12345612345678 Example for CDSL: MYEPWD 1402345612345678 Example for Physical: MYEPWD XXX1234567890
 - ii. If email ID of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the Member may click ‘Forgot password’ and enter Folio No. or DP ID Client ID and PAN to generate a password.

- iii. Members may call KFin toll free number 1800-309-4001
 - iv. Members may send an email request to evoting@kfintech.com. If the Member is already registered with the KFin e-voting platform then such Member can use his / her existing User ID and password for casting the vote through remote e-voting.
- d) The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting since the AGM is being held through VC/OAVM. The e-voting window shall be activated upon instructions of the Chairman of the AGM during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform and no separate login is required for the same
17. The Board of Directors of the Company has appointed CS Deepak Kumar Khaitan, Practicing Company Secretaries, (FCS No.: 5615 / CP No.: 5207), and/or CS Shruti Singhanian, Practicing Company Secretary, (ACS No. 49632/CP No. 18028) as the Scrutinizer for scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of the Meeting, unblock the votes cast through remote e-voting and e-voting done during the Meeting in presence of at least two witnesses not in employment of the Company. The Scrutinizer shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than 48 hours after the conclusion of the Meeting.
 18. The Results of remote e-voting and voting at the Meeting shall be declared by the Chairman or by any other Director duly authorized in this regard. The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website (www.shristicorp.com) and also be displayed on the Notice Board of the Company at its Registered Office for at least 3 days and on the website of KFin (<https://evoting.kfintech.com/>) immediately after the results are declared and simultaneously communicated to the Stock Exchanges.
 19. The Register of Members and Share Transfer Books of the Company will remain closed from 17th September, 2021 to 23rd September, 2021 (both days inclusive).
 20. 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.
 21. Members holding shares in electronic form may note that the Company or its Registrar and Share Transfer Agent (KFin) cannot act on any request received directly from the members holding shares in electronic form for any change in their address or bank particulars or bank mandates. Such changes are to be advised only to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address and / or bank mandates immediately to KFin.
 22. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. For nomination form please write at investor.relations@shristicorp.com or einward.ris@kfintech.com.
 23. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to the Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / KFin.

24. Since securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, members holding shares in physical form are requested to get their shares dematerialized at the earliest. Further, pursuant to the amendment in the Listing Regulations and subsequent notification issued by SEBI, on and from 1st April, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In this regard, SEBI has clarified by a Press Release that the said amendments does not prohibit an investor from holding the shares in physical form and the investor has the option of holding shares in physical form even after 1st April, 2019. However, any investor who is desirous of transferring shares (which are held in physical form) after 1st April, 2019 can do so only after the shares are dematerialized.

25. Procedure for inspection of documents

- a) All documents referred to in the Notice and the Explanatory Statement shall be made available electronically for inspection by the Members of the Company, without payment of fees upto and including the date of AGM. Members seeking inspection of the aforementioned documents can send an email to investor.relations@shristicorp.com with the subject line “Shristi Infrastructure Development Corporation Limited – 31st AGM” from their registered e-mail addresses mentioning their names and folio numbers / demat account numbers.
- b) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act shall be made available for inspection by the Members through electronic mode during the AGM.

26. Transfer of Unclaimed or Unpaid dividend amounts to the Investor Education and Protection Fund (IEPF):

- a) In terms of Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended) (the “IEPF Rules”), dividends for the financial year 2013-14, which remain unpaid or unclaimed for a period of 7 (seven) years from the date of its transfer to the unpaid dividend account, will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Shareholders who have not yet encashed their dividend warrants for the financial year 2013-14 or any subsequent financial year(s) were requested to claim the same by sending a duly signed letter (along with a copy of cancelled cheque) to KFin. The Company has uploaded the details of unpaid and unclaimed dividend amounts lying with the Company for financial year 2012-13 as on December 24, 2020 (date of last AGM) on the website of the Company (www.shristicorp.com) and also on the website of the Ministry of Corporate Affairs.
- b) The Company has sent reminder to all those shareholders who have not claimed their dividends and newspaper publications have also been made by the Company about the same. In case the Company/RTA does not receive any claim from such shareholders before the due date, the Company shall proceed to transfer such dividend to IEPF as per the IEPF Rules, without any further notice. Further, the equity shares in respect of which dividend has not been paid or claimed for seven consecutive years or more will also be transferred to IEPF Suspense Account, which is operated by the IEPF Authority in terms of the IEPF Rules. No claim shall lie against the Company in respect of individual amount(s) so credited to the Investor Education and Protection Fund.

Members can however claim both the unclaimed dividend amount and the equity shares from the IEPF Authority by making applications in the manner provided in the IEPF Rules

27. FOR EASE OF PARTICIPATION BY MEMBERS, PROVIDED BELOW ARE KEY DETAILS REGARDING THE AGM FOR REFERENCE:

Sr. No.	Particulars	Details of access
1	Link of the AGM and for participation through VC/ OAVM	https://emeetings.kfintech.com by using e-voting credentials and clicking on video conference
2	Link for posting AGM queries and speaker registration and period of registration	https://emeetings.kfintech.com by using e-voting credentials and clicking on “post your queries” / “Speaker registration” as the case may be. Period for registration: 18 th September, 2021 (09:00 AM) 20 th September, 2021 (05:00 PM)
3	Username and Password for VC	Members may attend the AGM through VC by accessing the link https://emeetings.kfintech.com by using the remote e-voting credentials. Please refer the instructions provided separately which forms part of the Notice.
4	Helpline number for VC participation and e-voting	Toll Free No : 1800-309-4001
5	Cut-off date for e-voting	16 th September, 2021
6	Time period for remote e-voting	20 th September, 2021(09:00AM) to 22 nd September, 2021 (05:00PM)
7	Book closure dates	17 th September, 2021 to 23 rd September, 2021
8	Link for Members to update email ID	For shareholders with demat https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx For shareholders with physical shares investor.relations@shristicorp.com einward.ris@kfintech.com.
9	Last date for publishing results of the e-voting	Not later than 48 hours after the conclusion of the Thirty First Annual General Meeting
10	Registrar and Transfer Agent - contact details	KFin Technologies Private Limited. Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad–500 032 Tel:1-800-5724-001 Email ID: einward.ris@kfintech.com Website : www.kfintech.com
11	Shristi Infrastructure Development Corporation Limited – contact details	Plot No.X-1,2 &3, Block EP, Sector V, Salt Lake City Kolkata 700 091 Tel: 033 4020 2020 Email Id: investor.relations@shristicorp.com Website : www.shristicorp.com

Registered Office:
Plot No. X-1, 2 & 3, Block - EP
Sector - V, Salt Lake City
Kolkata – 700091

By Order of the Board of Directors
For Shristi Infrastructure Development Corporation Limited

Krishna Kumar Pandey
Company Secretary & Compliance Officer
Membership No. A26053

Dated: August 13, 2021

EXPLANATORY STATEMENT**(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND OTHER APPLICABLE PROVISIONS)****Item No. 3**

In terms of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014 as may be amended from time to time, the Company is required to have an audit of its cost records by a Cost Accountant.

The Board of Directors on the recommendation of the Audit Committee, approved the appointment of M/s. D. Radhakrishnan & Co., Cost Accountants (Registration Number 000018) as the Cost Auditors of the Company for the financial year 2021-22 at a remuneration of Rs.30,000 (Rupees Thirty Thousand only) plus out of pocket expenses and taxes as may be applicable from time to time in connection with the cost audit of the Company for the financial year 2021-22.

Further, as per the provisions of Section 148 of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. Accordingly, consent of the members is sought for ratification of the remuneration payable to the Cost Auditors for the financial year 2021-22.

The Board of Directors, therefore, recommends the Resolution as set out in Item No. 3 of the accompanying notice to be passed as an Ordinary Resolution by the Members.

None of the Directors and Key Managerial Personnel of the Company either directly or through their relatives are, in any way, concerned or interested, whether financially or otherwise, in the Resolution as set out in Item No. 3.

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By Order of the Board of Directors
For Shristi Infrastructure Development Corporation Limited

Krishna Kumar Pandey
Company Secretary & Compliance Officer
Membership No. A26053

Dated: August 13, 2021

DISCLOSURES REQUIRED UNDER SECRETARIAL STANDARD 2 AND REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015

Name of the Director	Mr. Badri Kumar Tulsyan
Date of Birth	15-06-1960
Qualification and Experience	Mr. Tulsyan a qualified Chartered Accountant. He has been associated with the Company since last nine years. As a Director Finance & CFO of the Company, he is heading finance, taxation, legal & operations of the Shristi Group. He has over 36 years of post-qualification experience in finance, taxation, legal & operations. Mr. Tulsyan has served to Tirupati Sugars Ltd and Jain Steel & Power Ltd was discharging function as Chief Executive Officer. Mr. Tulsyan has been a member on the sub-committee of Economic Affairs, Finance & Taxation of CII, Eastern Region.
Date of first appointment on the Board	27-07-2020
Shareholding in the Company (number)	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Number of Board Meetings attended during F.Y. 2020-21 [out of 6(six) held]	5
Other Directorships of other Boards	1. Kanchan Janga Integrated Infrastructure Development Private Limited 2. Utkarsh Vyapaar Private Limited 3. Vitthal Hospitality Private Limited 4. Finetune Engineering Services Private Limited 5. Suasth Health Care Foundation
Chairman/Member of the Committees of the Boards across other companies in which he is a Director	None

Registered Office:
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Kolkata – 700091

Dated: August 13, 2021

By Order of the Board of Directors
For Shristi Infrastructure Development Corporation Limited

Krishna Kumar Pandey
Company Secretary & Compliance Officer
Membership No. A26053