

# SERVOTECH POWER SYSTEMS LIMITED

**CIN:-** L31200DL2004PLC129379

**Registered Office:** 806, 8<sup>th</sup> Floor, Crown Heights,  
Crown Plaza, Sector-10, Rohini, New Delhi-110085

**Phone:** 011-41117657-58-59-60

**E-mail:** [investor.relations@servotechindia.com](mailto:investor.relations@servotechindia.com) **Website-** [www.servotech.in](http://www.servotech.in)

## NOTICE

**NOTICE is hereby given that the 17<sup>th</sup> Annual General Meeting (“AGM”) of Servotech Power Systems Limited (“the Company”) will be held on Thursday, 30<sup>th</sup> September, 2021 at 11:00 A.M. IST through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the following business:**

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Sarika Bhatia (DIN: 00155602), who retires by rotation and being eligible, offer herself for re-appointment.

To consider and, if thought fit, to pass the following resolution as **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section(s)149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), and the Rules made thereunder, read with Schedule V of the said Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded for re-appointment of Ms. Sarika Bhatia (DIN: 00155602), who retires by rotation, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

### SPECIAL BUSINESS

3. To approve re-appointment of Mr. Raman Bhatia as the Managing Director for a period of 5 (five) years w.e.f. 1<sup>st</sup> June, 2022 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Special Resolution:**

**“RESOLVED THAT** in accordance with the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing

Regulations”) and any other applicable provisions of the Act (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of the Company and provisions of Articles of Association of the Company, consent of the Members of the Company, be and is hereby accorded to re-appoint Mr. Raman Bhatia (DIN:00153827) as the Managing Director of the Company, for a further period of 5 (five) years w.e.f. 1<sup>st</sup> June, 2022 on such terms and conditions including remuneration as stated in the explanatory statement attached hereto, with the power to the Board to grant increments and alter and vary the terms and conditions including remuneration read with the Remuneration Policy of the Company.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year, notwithstanding anything to the contrary herein contained, during his tenure, the aforesaid remuneration shall be paid as minimum remuneration subject to the provisions of Part II of Schedule V of the Act or any amendments thereto.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, things and matters as may be deemed necessary, proper or expedient to give effect to this resolution and/or to make any modification as may be deemed necessary in the best interest of the Company.”

4. To approve the appointment of Mr. Rajesh Mohan Rai (DIN: 09050751) as the Non-Executive Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** in accordance with the provisions of Section 149, 150 and 152, 161 read with other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV of the said Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rajesh Mohan Rai (DIN:09050751) who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association

of the Company, by the Board of Directors with effect from 12<sup>th</sup> February, 2021 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 3 (three) consecutive years effective from 12<sup>th</sup> February, 2021 to 11<sup>th</sup> February, 2024, not liable to retire by rotation.”

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, things and matters as may be deemed necessary, proper or expedient to give effect to this resolution and/or to make any modification as may be deemed to be in the best interest of the Company.”

5. To approve the appointment of Mr. Anupam Gupta (DIN:09050762) as the Non-Executive Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** in accordance with the provisions of Section 149, 150 and 152, 161 read with other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV of the said Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Anupam Gupta (DIN:09050762) who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company, by the Board of Directors with effect from 12<sup>th</sup> February, 2021 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 3 (three) consecutive years effective from 12<sup>th</sup> February, 2021 to 11<sup>th</sup> February, 2024, not liable to retire by rotation.

**RESOLVED FURTHER THAT** in accordance with the provisions of Regulation 17 of the Listing Regulations, approval be and is hereby given for continuation of Mr. Gupta, as an Independent Director of the Company on account of his attaining the age of 71 years on the said date.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

6. To approve the re-appointment of Mr. Sahil Khurana, (DIN: 02340950) as an Independent Director of the Company for a second term of five consecutive years and in this connection, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** in accordance with the provisions of Section 149, 152 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Schedule IV to the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sahil Khurana (DIN: 02340950), be and is hereby re-appointed as an Independent Director of the Company to hold office for five consecutive years effective from 22<sup>nd</sup> June, 2022 till 21<sup>st</sup> June, 2027, not liable to retire by rotation.

7. To re-appoint of M/s. Gupta Jalan and Associates as Statutory Auditors of the company to consider and if thought fit resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Gupta Jalan and Associates, Chartered Accountants (Firm Registration No. 003721N), be and are hereby re-appointed, to hold office from the conclusion of 17<sup>th</sup> Annual General Meeting until conclusion of 18<sup>th</sup> Annual General Meeting to be held for Financial Year 2021-22, on such remuneration plus Goods & Service Tax as applicable and reimbursement of out mutually agreed upon by the Board of Directors upon the recommendations by the Audit Committee and the Statutory Auditors.”

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

**“RESOLVED THAT** pursuant to the recommendation of Audit Committee and approval of the Board of Directors and provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), the remuneration of INR 30,000/- (Rupees Thirty Thousand Only) plus service tax as applicable, payable to M/s. NN Sharma & Associates, Cost Accountants (Firm Reg. No.: 101702) to carry out audit of cost records of the Company for the financial year 2021-22, be and is hereby ratified and confirmed.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, things and matters as may be deemed necessary, proper or expedient to give effect to this resolution and/or to make any modification as may be deemed necessary in the best interest of the Company.”

FOR AND ON BEHALF OF  
SERVOTECH POWER SYSTEMS LIMITED

PRIYA PANDEY

Date: 27<sup>th</sup> August, 2021  
Place: New Delhi

COMPANY SECRETARY  
ICSI MEMBERSHIP NO.: A35815

**Registered Office:**

Add.: 806, 8<sup>th</sup> Floor, Crown Heights,  
Hotel Crown Plaza, Sector-10, Rohini,  
New Delhi-110085

**NOTES:-**

- In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has vide its General Circular No.14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 33/3030 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No.02/2021 dated January 13, 2021 ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ('SEBI Circulars'), permitted the holding of the AGM through VC/ OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and the relevant provisions of the Companies Act, 2013, ('the Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circulars, the 17<sup>th</sup> AGM of the Company is being held through VC/OAVM.
- An explanatory statement, pursuant to Section 102 of the Companies Act, 2013 ("Act"), setting out material facts relating to the Ordinary/Special Businesses to be transacted at the Annual General Meeting ("AGM"/"Meeting") is annexed hereto.
- Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this 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 by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) 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. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [rndregular@gmail.com](mailto:rndregular@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- The additional details of Directors retiring by rotation/ seeking appointment/re-appointment, pursuant to Regulation 36(3) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") and the Secretarial Standards issued by the Institute of Company Secretaries of India, is annexed as **Annexure-I** and forms part of this Notice.
- The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 24<sup>th</sup> September, 2021 to Thursday, 30<sup>th</sup> September, 2021 (both days inclusive) for the purpose of the AGM.
- The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- 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 the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send an email to [investors.relations@servotechindia.com](mailto:investors.relations@servotechindia.com).
- Members holding shares in physical form, in identical order of names, in more than one folio are requested to send the details of such folios together with the share certificates for consolidating their holdings in one folio to the Company or Company's RTA i.e. Bigshare Services Private Limited 302, Kushal Bazar, 32-33, Nehru Place, New Delhi 110019, Tel.: 011-42425004, Email: [mukesh@bigshareonline.com](mailto:mukesh@bigshareonline.com) ("RTA/Bigshare") and a consolidated share certificate will be issued to such Members after making requisite changes.

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10. In case of joint holders attending the AGM through VC/OAVM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
11. The members intending to seek any information on Annual Financial Statements or any matter placed/to be placed at the meeting are requested to kindly write to the Company on or before 26<sup>th</sup> September, 2021 through email on [investor.relations@servotechindia.com](mailto:investor.relations@servotechindia.com). The same will be replied by the Company suitably.
12. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website [www.servotech.in](http://www.servotech.in), websites of the Stock Exchange i.e. National Stock Exchange of India Limited at <https://www1.nseindia.com/emerge> ("emerge portal") respectively, and on the website of NSDL at <https://www.evoting.nsdl.com>.
13. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act
14. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, 1<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's RTA for assistance in this regard.
15. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Bigshare in case the shares are held by them in physical form.
16. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Company/Registrar and Share Transfer Agent i.e. Bigshare in case the shares are held by them in physical form.
17. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website <https://servotech.in/downloads/>. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to the Company in case the shares are held in physical form.
18. Relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays & Public Holidays) during 11.00 a.m. to 02.00 p.m. up to one day prior to date of the Meeting.
19. Since the AGM will be held through VC OAVM, the Route Map, proxy form and attendance slip are not annexed in this Notice.
20. The Company is yet to declare any dividend therefore, the provisions with respect to unpaid and unclaimed dividend vis-à-vis Investor Education and Provident Fund and their respective Rules are not applicable.
21. Since 2019, the Company had stopped accepting any fresh transfer requests for securities held in physical form. In view of this and to eliminate all risks associated with physical shares, Members holding shares in physical form are requested to dematerialise their holdings. Members may contact RTA at [mukesh@bigshareonline.com](mailto:mukesh@bigshareonline.com) for assistance in this regard.
22. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.
23. Registration of e-mail address permanently with the Company/DPs: Members are requested to register the e-mail address with their concerned DPs in respect of electronic holding and with the Company's RTA in respect of physical holding by writing to them. The request letter should be signed by the first named shareholder. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/Company to enable servicing of Notices/documents/Annual Reports and other communications electronically to their e-mail address in future.



## 24. Voting through electronic means

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- II. Mr. Debabrata Deb Nath, Partner- R&D Company Secretaries (“ICSI Membership No. 7775 and C.P. No. 8612”), has been appointed as the Scrutinizer to scrutinize the remote e-voting process and the voting at AGM in a fair and transparent manner.
- III. The cut-off date for the purpose of voting (including remote e-voting) is Wednesday, 22<sup>th</sup> September, 2021.
- IV. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- V. The remote e-voting facility will be available during the following period after which the portal shall forthwith be blocked and shall not be available:

|                                 |   |
|---------------------------------|---|
| Commencement of remote e-voting | 09:00 a.m. (IST) on Monday, 27 <sup>th</sup> September, 2021    |
| End of remote e-voting          | 05:00 p.m. (IST) on Wednesday, 29 <sup>th</sup> September, 2021 |

- VI. During this period, Members holding shares either in physical form or in dematerialized form, as on Wednesday, 22<sup>nd</sup> September, 2021 i.e. cut-off date, may cast their vote

electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast 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 during the AGM.

- VI. The details of the process and the manner for remote e-voting are explained herein below:

The remote e-voting period begins on Monday, 27<sup>th</sup> September, 2021 at 09:00 A.M. and ends on Wednesday, 29<sup>th</sup> September, 2021 at 05:00 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. Wednesday, 22<sup>th</sup> September, 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 Wednesday, 22<sup>th</sup> September, 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.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders  | Login Method   |
|---|--|
| <p>Individual Shareholders holding securities in demat mode with NSDL.</p>                                    | <ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>‘IDeAS’</b> 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 <b>“Access to e-Voting”</b> under e-Voting services and you will be able to see <b>e-Voting page. Click on company name or e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select <b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>“NSDL Speede”</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div data-bbox="790 1115 1149 1339" style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>  </div> |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p>                                     | <ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>   |
| <p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p> | <p>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 &amp; voting during the meeting.</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 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43 |

**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<br>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<br>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<br>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. 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:
  - a) 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](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

**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?**

1. 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.
2. 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”.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [rndregular@gmail.com](mailto:rndregular@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. 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](http://www.evoting.nsdl.com) to reset the password.

3. 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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhratreat [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

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 Company’s RTA at [mukesh@bighsareonline.com](mailto:mukesh@bighsareonline.com)
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 [investor.relations@servotechindia.com](mailto:investor.relations@servotechindia.com). 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](mailto: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 investor.relations@servotechindia.com. The same will be replied by the company suitably.
6. Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/Folio number, PAN and mobile number at investor.relations@servotechindia.com between Thursday, 23<sup>rd</sup> September, 2021 (9.00 a.m. IST) and Saturday, 25<sup>th</sup> September, 2021 (5.00 p.m. IST). The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

**OTHER INSTRUCTIONS**

1. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date i.e 22<sup>nd</sup> September, 2021. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories, as on cut-off date only shall be entitled to avail the facility of e-Voting system during the AGM.
2. The result shall be declared not later than 48 hours from conclusion of this Annual General Meeting. The results declared shall be communicated to National Stock Exchange of India Limited, NSDL, M/s. Bigshare Financial Services Private Limited (i.e. Registrar & Share Transfer Agent of the Company) and shall also be displayed on the website of the Company i.e. [www.servotechindia.in](http://www.servotechindia.in).
3. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on date of Annual General Meeting i.e. Thursday, 30<sup>th</sup> September, 2021.

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

**ITEM NO. 3**

Mr. Raman Bhatia was appointed as Managing Director by way of a Special Resolution passed by the Members at Extra-Ordinary General Meeting held on 6th June, 2017 with effect from 2<sup>nd</sup> June 2017, for period of 5 (five) years upto 1<sup>st</sup> June, 2022 including the remuneration to be paid to Mr. Raman Bhatia, Managing Director.

The Managing Director has provided dedicated and meritorious services and significant contribution to the overall growth of the Company. Therefore the Board is of the view that the existing upper limit remuneration in respect of Managing Director of the Company may not be sufficient enough to pay the increased remuneration over a period of remaining term, therefore the approval of the members of the Company is sought for revision in the maximum limit of remuneration as provided in the Resolution no. 3 as minimum remuneration for the remaining period of his appointment, in case of inadequacy or absence of profits.

Mr. Bhatia satisfies all the conditions set out in Section 196 of the Companies Act, 2013 (“Act”) and Part-I of Schedule V to the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. After the appointment of Mr. Bhatia on the Board, He has attended all the Board Meeting(s) held after his appointment as Managing Director.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Act. Details of Mr. Bhatia are provided in the “Annexure” to the Notice pursuant to the provisions of the Listing Regulations and SS-2 issued by the ICSI.

The details of remuneration payable to Mr. Bhatia are given below:

|   |                    |   |
|---|--------------------|---|
| 1 | Gross Remuneration | Gross Annual Remuneration in the scale from Rs. 30,00,000/- p.a. to Rs. 48,00,000/- p.a. with such increments as may be decided by the Board of Directors (hereinafter referred to as “the Board” which term shall also be deemed to include the Nomination and Remuneration Committee and/or any other-subcommittee thereof constituted by the Board) within the scale from time to time during his tenure whether paid as salary and/or allowance(s) or a combination thereof |
|---|--------------------|---|

|   |             |  |
|---|-------------|--|
| 2 | Perquisites | The perquisites shall be paid as per the Rules of the Company in accordance with the provisions of the Income Tax Act, 1961  |
| 3 | Commission  | Commission, if any, shall be paid over and above the total remuneration as mentioned hereinabove based on the net profits of the Company, computed in accordance with the provisions of the Act, in a particular financial year as may be determined by the Board. |

The Board, therefore, recommends the Special Resolution at Item No. 3 of the Notice for approval by the Members.

Except Ms. Sarika Bhatia (Spouse of Mr. Bhatia) and Mr. Bhatia himself, none of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise in the resolution set out at Item no. 3 of this Notice.

**ITEM NO.: 4**

The Board of Directors of the Company, based on the recommendations of the Nomination and Remuneration Committee, appointed Mr. Rajesh Mohan Rai (DIN: 09050751) as an Additional Director Non-Executive Independent Director on the Board with effect from 12<sup>th</sup> February, 2021 not liable to retire by rotation. In terms of Section 161(1) of the Act, Mr. Rai holds office upto the date of this Annual General Meeting (“AGM”) and is eligible for appointment as a Director. The Company has received a Notice from a Member in writing under Section 160(1) of the Act proposing his candidature for the office of Director.

Mr. Rai is eligible to be appointed as a Director in terms of Section 164(2) of the Act. A declaration to this effect and the consent to act as Director, subject to appointment by the Members, has been received from Mr. Rai. Further, he has also confirmed that he is not debarred from holding the office of a director pursuant to any SEBI Order or any such Authority.

Mr. Rai is renowned HR Strategist, Business Coach with more than 25 years of rich and varied experience. Before joining the Company he has acted as Principal Consultant – Director at HR Anexi, Director- Human Resources at Nivio Technologies Pvt. Ltd, Regional Head (South) - HR at Aviva Life Insurance Co. Ltd., Head of Recruitment & HR (RGE & Services) at Microsoft Corporation and many more.

Over his 25-year of career, Mr. Rai has worked in a variety of corporates both being multinationals and Indian. He has been instrumental in Spearheading the Recruitment & HRBP for RGE & Services vertical, Employee Relations, and Employee Engagement at ITC Hotels Ltd. (WG Maurya Sheraton) and HCL Limited. He has been awarded with numerous awards primarily being John Mattone Certified Executive Coach (Initial Mastery).

Details of Mr. Rai is provided in the “Annexure” to the Notice, pursuant to the provisions of (i) SEBI Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

The Board considers that the association of Mr. Rai would be of immense benefit to the Company and accordingly, the Board commends the Ordinary Resolution set out in Item No. 4 of the accompanying Notice for approval of the Members.

Except Mr. Rai and his relatives, none of the Directors or Key Managerial Personnel (KMP) of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

#### **ITEM NO.: 5**

The Board of Directors of the Company, based on the recommendations of the NRC, appointed Mr. Anupam Gupta (DIN: 09050762) as an Additional Director Non-Executive Independent Director on the Board with effect from 12th February, 2021 not liable to retire by rotation. In terms of Section 161(1) of the Act, Mr. Gupta holds office upto the date of this Annual General Meeting (“AGM”) and is eligible for appointment as a Director. The Company has received a Notice from a Member in writing under Section 160(1) of the Act proposing his candidature for the office of Director.

Mr. Gupta is eligible to be appointed as a Director in terms of Section 164(2) of the Act. A declaration to this effect and the consent to act as Director, subject to appointment by the Members, has been received from Mr. Gupta. Further, he has also confirmed that he is not debarred from holding the office of a director pursuant to any SEBI Order or any such Authority.

Mr. Gupta is a seasoned Senior Management & Engineering professional with 42 years’ experience of managing manufacturing operations, Product Development and R&D, New projects, foreign collaborations & Joint-Ventures. He was member ACMA committee on Technology, and R&D.

Prior to our Company he has been an integral part of JBM Group as Executive Vice President, he has managed Operations and Expansion of Jay Bharat Maruti Ltd., Sr. Vice President 2003-04 Led revival, and expansion from 450 veh/day to 1050 vehicles/day at LML Ltd and many more.

Details of Mr. Gupta is provided in the “Annexure” to the Notice, pursuant to the provisions of (i) SEBI Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India

He is a DIIT Industrial Design - IIT Bombay 1974 and B.Tech (Hons) Mechanical Engg - IIT Kharagpur 1972.

The Board considers that the association that the continued association of Mr. Gupta would benefit the Company, given

the knowledge, experience and performance of Mr. Gupta and accordingly, the Board commends the Ordinary Resolution set out in Item No. 5 of the accompanying Notice for approval of the Members.

Except Mr. Gupta and his relatives, none of the Directors or Key Managerial Personnel (KMP) of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

#### **ITEM NO.: 6**

In terms of the provisions of Section 149 of the Companies Act, 2013 and Rules framed thereunder, the Shareholders of the Company, vide Extra-Ordinary General Meeting held on 6<sup>th</sup> June, 2017, had appointed Mr. Sahil Khurana (DIN: 02340950) as Independent Director of the Company, for a period of 5 (five) years upto 5<sup>th</sup> June, 2022 not liable to retire by rotation.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation, has recommended re-appointment of Mr. Khurana as an Independent Director, for a second term of 5 (five) consecutive years, on the Board of the Company. The performance of the Director i.e. Mr. Khurana had been very much in line with expectations and of the require standards.

The Board of Directors and Nomination and Remuneration Committee, considering the expertise, experience and contribution made by Mr. Khurana during the first term and based on his performance evaluation, approved his re-appointment as Independent Director for a period of 5 (five) years effective June 5<sup>th</sup> April, 2022, subject to the approval of Shareholders at this Annual General Meeting.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a Member proposing the candidature of Mr. Khurana for the office of Director of the Company, not liable to retire by rotation.

Mr. Khurana, has done his graduation in commerce. He has an experience of more than 21 years. He is a businessman and is currently working as a director in Imax Technologies Private Limited providing ERP (Enterprise Resource Planning) Solutions for Metal Industries under the brand name “iQ- Metallika”.

The additional details of Mr. Khurana as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards issued by the Institute of Company Secretaries of India are set out in the Annexure-I forming part of this Notice. He does not hold any shares in the Company. The letter of appointment of Mr. Khurana containing terms of her appointment, is available for inspection by Members on the website of the Company at [www.servotech.in](http://www.servotech.in).

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Details of Mr. Khurana is provided in the “Annexure” to the Notice, pursuant to the provisions of (i) SEBI Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India

None of the Directors and/or Key Managerial Personnel of the Company and their relatives, except Mr. Khurana, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6.

The Board considers that Mr. Khurana continued association would immensely benefit the Company and accordingly, recommends the resolution set forth in Item No. 6 for the approval of Members as a Special Resolution.

### ITEM No. 7

At the 12<sup>th</sup> AGM of the Company held on 30<sup>th</sup> September, 2016, the Shareholders had approved the appointment of M/s. Gupta Jalan and Associates, Chartered Accountants (Firm Registration No. 03721N), as Statutory Auditors of the Company, to hold office until the conclusion of 17<sup>th</sup> AGM.

The Board of Directors at their meeting held on 27<sup>th</sup> August, 2021 upon recommendations of the Audit Committee, have approved the re-appointment of M/s. Gupta Jalan and Associates, Chartered Accountants as Statutory Auditors of the Company for a further term of 1 (one) years i.e. from the conclusion of 17<sup>th</sup> AGM till the conclusion of 18<sup>th</sup> AGM, subject to the approval of members of the Company.

In accordance with the provisions of Sections 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Gupta Jalan and Associates, Chartered Accountants have provided their consent and eligibility certificate to that effect that, their re-appointment, if made, would be in compliance with the applicable laws.

The proposed remuneration to be paid to M/s. Gupta Jalan and Associates, Chartered Accountants for the financial year is Rs. 4,00,000/- (Rupees Four Lakhs only), including out of pocket expenses mutually agreed between the Board of Directors and Statutory Auditor, from time-to-time.

None of Directors, Key Managerial Personnel of the Company or their relatives are in any way connected or interested, financially or otherwise, in the Ordinary Resolution set out in Item No. 7 of the Notice.

The Board recommends the Ordinary Resolution set out at item no. 7 of the Notice for approval of the members.

### ITEM NO. 8

The Board of Directors of the Company, on recommendation of the Audit Committee, at its meeting held on 27<sup>th</sup> August, 2021, had re-appointed M/s. N.N Sharma & Associates, Cost Accountants (FRN. No. 101702) as Cost Auditors for the Financial Year 2021-22 at a remuneration of Rs. 30,000/- (including out of pocket expenses) plus applicable taxes.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records & Audit), Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors to conduct the cost audit for the Financial Year 2021-22.

None of Directors, Key Managerial Personnel of the Company or their relatives are in any way connected or interested, financially or otherwise, in the Ordinary Resolution set out in Item No. 8 of the Notice.

The Board recommends the Ordinary Resolution set out at item No. 8 of the Notice for approval of the members.

FOR AND ON BEHALF OF  
SERVOTECH POWER SYSTEMS LIMITED

PRIYA PANDEY

COMPANY SECRETARY

ICSI MEMBERSHIP NO.: A35815

Date: New Delhi

Place: 27<sup>th</sup> August, 2021

Registered Office:

Add.: 806, 8<sup>th</sup> Floor, Crown Heights,  
Hotel Crown Plaza, Sector-10, Rohini,  
New Delhi-110085

**Annexure-1****DETAILS OF DIRECTORS SEEKING APPOINTMENT AND RE-APPOINTMENT AT THE 17TH ANNUAL GENERAL MEETING (PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, READ WITH SECRETARIAL STANDARD-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA)**

| <b>PARTICULARS</b>                                     | <b>DETAILS</b>   |  |  |   |
|--|--|--|--|---|
| Name of Director                                       | Mr. Raman Bhatia   | Mr. Rajesh Mohan Rai   | Mr. Anupam Gupta   | Mr. Sahil Khuara  |
| Director's Identification Number (DIN)                 | 00153827   | 09050751   | 09050762   | 02340950  |
| Qualifications   | Bachelor's in Commerce   | HR Analysis, Bachelor's in Commerce  | Engineer IIT Bombay  | Bachelor's in Commerce  |
| Date of Birth & Age                                    | 22 <sup>nd</sup> November, 1973 47 years   | 16 <sup>th</sup> December, 1967 54 years   | 16 <sup>th</sup> August, 1950 71 years   | 11 <sup>th</sup> April, 1976 45 Years   |
| Date of First Appointment on Board                     | 24 <sup>th</sup> September, 2004   | 12 <sup>th</sup> February, 2021  | 12 <sup>th</sup> February, 2021  | 6 <sup>th</sup> June, 2017  |
| Nature of expertise in specific functional area        | More than 27 years of experience in Sales, Marketing, Business Operations and Development                  | More than 25 years of experience in Sales, Marketing, Business Operations and Development.   | More than 15 years of experience in Sales, Marketing, Business Operations and Development.   | More than 6 years of experience in Human Resource Management and Administration   |
| List of Directorships of other Boards                  | NIL  | NIL  | NIL  | Imax Technologies Private Limited<br>Mera Chotu Services LLP<br>Jhutpat Technologies Private Limited<br>Jhutpat Logistics LLP   |
| Chairmanship/ Membership of Committees of other Boards | <ul style="list-style-type: none"> <li>Audit Committee</li> <li>Committee of Board of Directors</li> </ul> | <ul style="list-style-type: none"> <li>Corporate Social Responsibility Committee</li> <li>Stakeholders Relationship Committee</li> <li>Committee of Board of Directors</li> <li>Nomination and Remuneration Committee</li> </ul> | <ul style="list-style-type: none"> <li>Stakeholders Relationship Committee</li> <li>Audit Committee</li> <li>Nomination and Remuneration Committee</li> <li>Corporate Social Responsibility Committee</li> </ul> | <ul style="list-style-type: none"> <li>Audit Committee</li> <li>Stakeholders Relationship Committee</li> <li>Nomination and Remuneration Committee</li> <li>Corporate Social Responsibility Committee</li> <li>Committee of Board of Directors</li> </ul> |
| Number of Shares held in the Compan                    | 6682675  | NIL  | NIL  | NIL   |
| Relationship between Directors inter-se                | Husband of Ms. Sarika Bhatia, Whole-time Director  | NIL  | NIL  | NIL   |
| Last Salary Drawn (in Rs.)                             | Rs. 26,62,337 p.a.   | Rs. 10, 000 as sitting Fee   | Rs. 20, 000 as sitting Fee   | Rs. 5, 000 as sitting Fee   |



## STATEMENT OF INFORMATION FOR THE MEMBERS PURSUANT TO SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013 W.R.T. ITEM 3

|     |  |   |
|-----|--|---|
| 1.  | Background details   | These details form part of the disclosure required under SEBI Listing Regulations provided hereinbelow under the heading "Nature of expertise in specific functional area"  |
| 2.  | Past remuneration  | These details form part of the disclosure required under SEBI Listing Regulations provided hereinbelow under the heading "Last Salary drawn"  |
| 3.  | Recognition or awards  | Mr. Bhatia has been awarded with various awards namely "Chota Business Bade Sapne in 2010, Best Emerging Manufacturer of Led Lights & Solar Products In Delhi/NCR:2016, Green Entrepreneur of the Year 2016,  |
| 4.  | Job profile and his suitability  | These details form part of the disclosure required under SEBI Listing Regulations provided hereinbelow under the heading "Nature of expertise in specific functional area"  |
| 5.  | Remuneration proposed  | These Details form part of explanatory statement  |
| 6.  | Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin) | The exact figures are not readily available. However, the proposed remuneration is reasonably justified in comparison with the general market trends and remuneration package of top-level managerial persons having comparative qualifications and experience. |
| 7.  | Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any  | Mr. Bhatia is the Promoter and Managing Director. Save as the managerial remuneration he does not have any other material pecuniary relationship with the Company.  |
| 8.  | Nature of Industry   | Lighting  |
| 9.  | Date of commencement of commercial operation   | 24 <sup>th</sup> September, 2004  |
| 10. | In case In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus  | Not Applicable  |
| 11. | Financial Performance based on given indicators  | Total Income : Rs. 88,90,09,855/-<br>Total Expenditure: Rs. 874,464,859<br>Profit before exceptional items and tax: Rs. 14,544,996  |
| 12. | Foreign investments or collaborations, if any  | None  |

The aforesaid should also be deemed to be notice of the abstract for terms of appointment and payment of remuneration the Managing Director.

In term of the provision of Schedule V of the Companies Act, 2013, additional disclosure is also given under appropriate head(s) in the Corporate Governance report which forms an integral part of this report.

FOR AND ON BEHALF OF  
SERVOTECH POWER SYSTEMS LIMITED

PRIYA PANDEY  
COMPANY SECRETARY  
ICSI MEMBERSHIP NO.: A35815

Date: New Delhi  
Place: 27<sup>th</sup> August, 2021

Registered Office:  
Add.: 806, 8<sup>th</sup> Floor, Crown Heights,  
Hotel Crown Plaza, Sector-10, Rohini,  
New Delhi-110085