

**Corp. Office**  
392, 'E' Shahupuri,  
Post Box No. 201,  
Kolhapur 416 001, India

**Works**  
Plot No. C 18,  
Five Star MIDC, Kagal,  
Kolhapur 416 216 India

**T** 0231 2658375  
**W** [www.synergygreenind.com](http://www.synergygreenind.com)

U27100PN2010PLC137493



The Department of Corporate Services,  
BSE Limited, P J Towers,  
Dalal Street, Mumbai -400001  
India.

7<sup>th</sup> February, 2020

**Scrip Code : 541929**  
**Security ID : SGIL**

**Subject : Postal Ballot Notice and Form – Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and in continuation of our letter dated 5<sup>th</sup> February 2020, we are enclosing herewith the Postal Ballot Notice together with Explanatory Statement and Postal Ballot form, seeking approval of the Members for the special resolutions as mentioned in the Postal Ballot Notice dated 5<sup>th</sup> February, 2020.

The Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form, is being sent to the Members whose names have appeared in the Register of Members or in the Register of Beneficial Owners received from Link Intime India Pvt. Ltd., Registrar & Transfer Agent of the Company and the Depositories as on Friday, 31<sup>st</sup> January, 2020 (Cut-off date).

The Company has engaged the services of Link Intime India Pvt. Ltd. for providing e-voting facility to the Members. The e-voting facility will be available from 9.00 a.m. on Friday, 7<sup>th</sup> February 2020 to 5.00 p.m. on Saturday, 7<sup>th</sup> March, 2020. The consolidated voting results of the postal ballot and e-voting will be declared on or before Monday, 9<sup>th</sup> March, 2020.

The Notice of Postal Ballot is also made available on the website of the Company, viz. [www.synergygreenind.com](http://www.synergygreenind.com).

Kindly take the same on record.

Yours Faithfully,  
For Synergy Green Industries Limited

**Nilesh M. Mankar**  
**Company Secretary and Compliance Officer**  
**Membership No. A39928**



Encl: As above.



**SYNERGY GREEN INDUSTRIES LIMITED**

**CIN : L27100PN2010PLC137493**

Regd. office :E Ward, Shahupuri, Assembly Road,  
Kolhapur-416001  
Tel: 91-0231-2658375

[nmm@synergygreenind.com](mailto:nmm@synergygreenind.com)  
[www.synergygreenind.com](http://www.synergygreenind.com)

**POSTAL BALLOT NOTICE**

Dear Members,

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with the Companies ( Management and Administration ) Rules, 2014 ( including any statutory modification or re-enactment(s) thereof for the time being in force), that the resolution appended below is proposed to be passed by the Members through postal ballot/electronic voting (e-voting). The explanatory statement pertaining to the aforesaid resolution setting out the material facts and reasons thereof is annexed hereto with the Postal Ballot Form for your consideration.

The Board of Directors of the Company (Board) has appointed Ms. Shruti Kanhere, Practicing Company Secretary, or Shri C. S. Kelkar, Practicing Company Secretary as the Scrutinizer for conducting the postal ballot/e-voting process in a fair and transparent manner.

Members are requested to carefully read the instructions printed in the postal Ballot Form and return the same duly completed in the enclosed self-addressed reply envelope so as to reach the company not later than 17.00 Hours IST on 7<sup>th</sup> March, 2020. Postage will be borne and paid by the Company. Postal Ballot Forms if sent at the expense of the Members, will also be accepted. The Postal Ballot Forms may also be deposited personally at the address given on the Reply Envelope. Please note that, Postal Ballot Forms received after 17.00 Hrs. IST on 7<sup>th</sup> March, 2020 shall be deemed invalid.

Members desiring to opt for e-voting as per the facilities arranged by the Company are requested to read the instructions in the Notes under the section 'Voting through Electronic Means'. References to postal ballot(s) in this Postal Ballot Notice include vote received electronically.

The Scrutinizer will submit to the Chairman or any other authorized person of the Company after the completion of the scrutiny of the postal ballots (including e-voting). The result of the postal ballots shall be declared by the Managing Director or any other authorized person of the Company on or before 9<sup>th</sup> March, 2020 and communicated on the same day to the stock exchanges, depository, registrar and share transfer agents and shall also be displayed on the Company official website.

**By Order of the Board of Directors  
For Synergy Green Industries Limited**

Sd/-

**Nilesh Mankar  
Company Secretary & Compliance Officer  
Memb. No.A39928**

**Date: 5<sup>th</sup> February, 2020  
Place: Kolhapur**

## 1. Alteration of Capital Clause of Memorandum of Association of the Company

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

**"RESOLVED THAT** pursuant to the provisions of Section 13 & 61 and such other applicable provisions of the Companies Act, 2013 and rules made there under or any modification(s) or re-enactment thereof, Clause 5th of the Memorandum of Association of the Company be altered by substituting the following new Clause in place of the existing one:

**5<sup>th</sup>** The Authorized Share Capital of the Company is Rs. 28,00,00,000/- (Rupees Twenty-Eight Crores) divided into 1,50,00,000 (One Crore Fifty Lakhs) equity shares of Rs. 10/- (Rupees Ten Only) each and 13,00,000 (Thirteen Lakhs) 10% Cumulative Redeemable Preference Shares of Rs 100/- (Rupees Hundred) each

### NOTES:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 stating all material facts and the reasons for the proposal is annexed herewith.
2. The Postal Ballot Notice is being send to the Members whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 31<sup>st</sup> January, 2020.
3. The Postal Ballot Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding)/the Company's registrar and share transfer agents (in case of physical shareholding). For Members whose email IDs are not registered physical copies of the Postal Ballot Notice are being sent by permitted mode along with a postage-prepaid self- addressed business Reply Envelope.
4. Members whose names appear on the Register of Members/List of Beneficial Owners as on 31<sup>st</sup> January, 2020 will be considered for the purpose of voting. A person who is not a Member as on the relevant date should treat this notice for information purposes only.
5. The Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.
6. In case of Member wishes to obtain a printed Postal Ballot Form or a duplicate, the same can be downloaded from the Company's website [www.synergygreenind.com](http://www.synergygreenind.com) and on the website of LIPL <https://instavote.linkintime.co.in>. The registrar and transfer agent/Company shall forward the same along with postage prepaid self-addressed Business Reply Envelop to the Member.
7. A Member cannot exercise his / her / its vote by proxy on Postal Ballot.
8. Corporate / Institutional Member(s) (i.e., other than individuals, Hindu Undivided Families / Non-resident Indians etc.) opting for Postal Ballot are required to send Certified True copy of Board Resolution / Power of Attorney / Authority letter etc., to the Scrutinizer along with the Form.
9. There will be only 1 (one) Postal Ballot Form for every Client ID / Folio No., irrespective of the number of Joint Shareholder(s).
10. Postal Ballot Form should be completed and signed by the Member(s) as per the specimen signature registered with the Company / Depository Participants. In case of joint holding, this Form should be completed and signed by the first named Member and in his / her absence, by the next

named Member.

11. In case a Member is desirous of obtaining a printed Postal Ballot Form or duplicate, he or she may send an email on [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in). The Registrar and Share Transfer Agent ('RTA') shall forward the same along with postage-prepaid self-addressed Business Reply Envelope to the Member.
12. In compliance with the provisions of Sections 108 and 110 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI Listing Regulations, the Company provides the Members the facility to exercise their right to vote by electronic means through e-Voting services provided by Link Intime India Private Limited and the business may be transacted through such voting. The instructions for e-Voting form part of this Notice. The e-Voting period shall commence on 7<sup>th</sup> day, February, 2020, from 9.00 a.m. (IST) and shall end on 7<sup>th</sup> day, March, 2020 at 5.00 p.m. (IST). E-Voting shall not be allowed beyond the said date and time.
13. The Board of Directors of the Company has appointed Ms. Shruti Kanhere Or Mr. C.S.Kelkar, - Partners of C.S.Kelkar & Associates, Practicing Company Secretaries, as the Scrutinizer ("Scrutinizer") for conducting the Postal Ballot / e-Voting process, in accordance with the law and in a fair and transparent manner and the Postal Ballot Form can be downloaded from the Company's website [www.synergygreenind.com](http://www.synergygreenind.com) and on the website of <https://instavote.linkintime.co.in>.
14. Member(s) desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed and signed in the enclosed postage prepaid self-addressed Business Reply Envelope to the Scrutinizer so that it reached the Scrutinizer not later than 5.00 p.m. (IST) on 7<sup>th</sup> day, March 2020. Postage of such envelope will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if deposited in person or sent by registered post / speed post at the expense of the Member(s) will also be accepted. If any Postal Ballot is received after 5.00 p.m. (IST) on 7<sup>th</sup> day, March, 2020, it will be strictly considered that no reply has been received from the Member.
15. The Scrutinizer will submit his report to the Managing Director or any other person authorised by the Board after the completion of scrutiny of the Postal Ballots and e-Voting. Results of voting by Postal Ballot (including voting through electronic means) along with the Scrutinizer's Report shall be announced on 9<sup>th</sup> day, March, 2020 by 5.00 p.m. at the Registered Office of the Company located at 392, E Ward, Shahupuri, Kolhapur and shall be communicated to the Stock Exchanges where securities of the Company are listed and will be hosted on the Company's website [www.synergygreenind.com](http://www.synergygreenind.com), on the Notice Board of the Company at its Registered Office and on the website of Link Intime India Private Limited, Registrar and Share Transfer Agent, after the declaration of the results
16. The Resolutions, if passed by the requisite majority of the Members through Postal Ballot including voting by electronic means shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed Postal Ballot Forms or e-Voting.
17. Relevant documents referred to in the Postal Ballot Notice and the Explanatory Statement will be available for inspection at the Registered Office of the Company during 11 A.M. to 5 P.M. on all working days (Tuesday to Sunday) from the date of dispatch of this Notice till the last date for receipt of votes by Postal Ballot / e-Voting i.e., 7<sup>th</sup> day, March, 2020.
18. In case any Member has queries, grievances or issues relating to Postal Ballot, members are requested to write an email to

enotices@linkintime.co.in for any queries, grievances or issues related to e-Voting, please refer the Frequently Asked Questions (“FAQs”) and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in.

**Instructions for shareholders to vote electronically:**

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

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

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

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

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

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

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



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

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

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

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

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

❖ **Cast your vote electronically**

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

❖ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'.  
They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.
- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or Call us :- Tel : 022 - 49186000.

**EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

**For Item 1:**

The Board of Directors in its meeting held on 5<sup>th</sup> February, 2020, had proposed to change the nomenclature of existing 10% Non- Cumulative Redeemable Preference Share Capital to 10% Cumulative Redeemable Preference Share Capital with effect from w.e.f. 1<sup>st</sup> April, 2019. The Company had obtained approval of Preference Shareholders for such change in nomenclature and as such consents in writing from all the Preference Shareholders was received on 12.12.2019.

In order to give effect to such change in the existing Authorized Capital Clause No. 5<sup>th</sup> of the Memorandum of Association of the Company, it is proposed to alter the said clause in the manner as stated in the resolution of this Notice.

The Board of Directors have put up the resolution for approval of members as Special Resolution.

None of the Directors or KMP's, or their relatives are interested or concerned in the above resolution except to the extent of their respective shareholdings in the Company, if any.

**BY ORDER OF THE BOARD OF DIRECTORS  
For SYNERGY GREEN INDUSTRIES LIMITED**

Sd/-

**NILESH MANKAR  
COMPANY SECRETARY  
& COMPLIANCE OFFICE  
Memb. No.A39928**



**SYNERGY GREEN INDUSTRIES LIMITED**  
Registered Office: 392, E Ward, Shahupuri,  
Kolhapur, Maharashtra 416001

Website: [www.synergygreenind.com](http://www.synergygreenind.com) CIN: L27100PN2010PLC137493  
Tel.: (0231) 2658375, Email : [nmm@synergygreenind.com](mailto:nmm@synergygreenind.com)

**POSTAL BALLOT FORM**  
(Pursuant to Section 110 of the Companies Act, 2013)

1.	Name and address of the Sole/First named Member	
2.	Name(s) of the Joint Member(s), if any	
3.	Registered folio No./DP ID No. /Client ID No.* (* Applicable to investors holding shares in dematerialized form)	
4.	Number of Shares held	

5. I/We hereby exercise my/our vote in respect of the special resolutions to be passed through postal ballot for the special business stated in the notice of the postal ballot dated 5<sup>th</sup> February 2020 of the Company, by giving my/our assent or dissent to the said resolutions by placing the tick (√) mark at the appropriate box below.

Sl. No.	Description	No. of shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Alteration of Capital clause of Memorandum of Association of the company for change in nomenclature of Preference Shares from "10% Non-Cumulative Redeemable Preference Shares" to " <b>10% Cumulative Redeemable Preference Shares</b> ".			

Place:

Date:

(Signature of the Member)

**Notes:**

1. Please read the instructions printed overleaf carefully before exercising the vote.
2. Last date for receipt of the Postal Ballot Form by the Scrutinizer is 7<sup>th</sup> March 2020.

**Electronic Voting Particulars**

Event No.	User ID	PAN / Sequence Number
200007		

**Notes:**

1. The E-voting facility will be available from 7 February 2020 (9:00 a.m.) to 7 March 2020 (5:00 p.m.)
2. For e-voting refer to the instructions for voting provided in the Postal Ballot Notice at Note no.18.



## INSTRUCTIONS

1. Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions mentioned herein and those mentioned in the Postal Ballot Notice and return the same duly completed in the enclosed Self-addressed Postage Pre-paid Reply Envelope to the Scrutinizer. Postage on Self-addressed Pre-paid Reply Envelope will be borne by the Company. However, envelopes containing Postal Ballot Form, if deposited in person or sent by Courier or by Registered Post at the expense of the Registered Member will also be accepted by Scrutinizer at C. S. Kelkar & Associates, 102, Manikprabhu, Apart, 40/3 Bhonde Colony, Off Karve Road, Erandawane, Pune 411004.
2. The envelopes containing the Postal Ballot Form should reach the Scrutinizer not later than the close of business hours i.e.5:00 p.m. on 7 March 2020. Postal Ballot Form(s) received after this date and time will be treated as if the reply from the Member has not been received.
3. The Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company / Depository) by the Member. Any unsigned or incomplete Postal Ballot Form will be liable to be rejected.
4. In case of joint holding, the Postal Ballot Form should be completed and signed by the first named Member and in the absence of such Member, by the next named joint-holder. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).
5. In case of shares held by Companies, Trusts, Societies etc., a duly completed Postal Ballot Form should be signed by its authorized signatory. In such cases the Postal Ballot Form shall be accepted only if the same is accompanied by a Certified True Copy of the Board Resolution / Authorisation together with the specimen signature(s) of the duly Authorised Signatory(ies).
6. Assent or dissent to the proposed resolutions may be recorded by placing a tick mark (√) in the appropriate column. Postal ballot form bearing tick mark (√) in both the column will render the form invalid. This Postal Ballot Form should be used for voting; no other form shall be accepted.
7. Any incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over-written, wrongly signed Postal Ballot Form will liable to be rejected. The Postal Ballot shall not be exercised by a Proxy.
8. Voting Rights shall be reckoned on the Paid up Value of shares registered in the name of the Member as on 31 January 2020.
9. Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.
10. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date and time specified above.
11. Members are requested not to send any other paper(s) along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope as all postal ballot(s) will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. The Scrutinizer's decision on the validity of Postal Ballot Form shall be final.
13. The Resolutions, if assented by requisite majority, shall be considered as passed on 7 March 2020 (i.e. last date specified by the Company for receipt of duly completed Postal Ballot Forms or e-voting by 7 March 2020).