



SHARP INDIA LIMITED

Registered Office & Factory

Gat.no. 686/4, Koregaon Bhima, Tal. Shirur

Dist. : Pune : Pin : 412 216

Phones : (02137) 670000/01/02

Fax : (02137) 252453

Website: www.sharpindialimited.com

CIN : L36759MH1985PLC036759

Email ID: secretarial@sil.sharp-world.com

To,

17/12/2024

**Corporate Relationship Dept
Bombay Stock Exchange Limited
25 Floor, P J Towers, Dalal Street,
Mumbai 400001**

Company Script Code No. : 523449

Dear Madam/Sir,

Subject: Postal Ballot Notice and Intimation of Dispatch of Notice.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we enclose herewith the notice of Postal Ballot for considering following proposed special businesses by way of Postal Ballot remote e-voting.

1. APPOINTMENT OF MR. SHOKI TANO (DIN: 10865339) AS NON – EXECUTIVE NON INDEPENDENT DIRECTOR OF COMPANY – *ORDINARY RESOLUTION*:

2. APPOINTMENT OF MRS. ARCHANA GIRISH LAKHE (DIN: 07079209) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY - *SPECIAL RESOLUTION*:

Further, this is to inform you that, the Company has completed dispatch of said postal ballot notice vide e-mail on December 17, 2024.

The Postal Ballot Notice are sent by email to all the Members whose names appear in the Register of Members/ List of Beneficial Owners as on Friday, December 13, 2024 ("Cut-off date") to their registered email addresses in accordance with General Circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and such other provisions, law and regulations as may be applicable.

Pursuant to provisions of Section 110 read with Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the

Company is pleased to provide to the members e-voting facility through Link Intime India Private Limited (Insta Vote) to exercise the right to vote on Ordinary Resolution and Special Resolution to be considered through postal ballot remote e-voting.

The remote e-voting period commences on Wednesday, December 18, 2024 at 9:00 a.m (IST) and will end on Friday, January 17, 2025 at 5:00 p.m. (IST).

Detailed instructions for e-voting facility and registration of email facility are provided in the postal ballot notice.

You are requested to take the same on record.

For Sharp India Limited

Srirang Mahabagwat
Company Secretary
Membership No. A28750
PAN-AZOPM4141M

SHARP

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SHARP INDIA LIMITED CIN: L36759MH1985PLC036759

Registered Office: Gat No. 686/4, Koregaon Bhima, Shirur, Pune,
Maharashtra, India, Pin code: 412216
Tel No.: (02137) 670000/01/02
Fax: 02137-252453
Website: www.sharpindialimited.com
Email: secretarial@sil.sharp-world.com

POSTAL BALLOT NOTICE

NOTICE PURSUANT TO SECTIONS 108 AND 110 OF THE COMPANIES ACT, 2013 AND RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.

Dear Member(s)

Notice is hereby given that pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("**Companies Act**") read with Companies (Management and Administration) Rules, 2014 ("**Management Rules** ") (including any statutory modification or re-enactment thereof for the time being in force) Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"); the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), each as amended, and in accordance with the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular No. 20/2020 dated May 5, 2020 and subsequent Circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (MCA), and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIFR/2024/133 dated October 3, 2024 read with SEBI Master Circular No. No. 5EBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Circulars") to the members of Sharp India Limited ("Company"), to consider and if thought fit to pass the resolutions set-out herein below as Ordinary/special resolution through postal ballot by remote e-voting process ("e-voting").



The proposed resolution along with the explanatory statement, pursuant to Section 102, 110 of the Companies Act and other applicable laws, pertaining to the said resolutions, is annexed to this Postal Ballot Notice. The members of the Company as on 13th December 2024, (i.e., the cut-off date) are entitled to vote, and any other person who is not a member of the Company shall treat this Notice for information purposes only.

As permitted under the MCA Circular, the Company is sending the Notice in electronic form only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Section 110 read with Section 108 of the Companies Act read with the rules framed thereunder and the MCA Circular, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to the Notice. The members can vote on resolutions through remote e-voting facility only. Assent or dissent of the members on the resolution mentioned in the Notice would only be taken through the remote e-voting system as per the MCA Circular.

Pursuant Rule 22 (5) of the Management Rules, the Board of Directors of the Company ("**Board**") appointed, Mr. Sridhar G. Mudaliar (PCS - 6156) and failing him Mrs. Meenakshi R. Deshmukh (PCS 7364), partners of M/s. SVD & Associates, Practicing Company Secretaries, Pune as the scrutinizers for conducting the postal ballot/e-voting process in a fair and transparent manner. The voting will commence on (Wednesday) 18th December 2024 at 9:00 a.m. (1ST) and will end on (Friday) 17th January 2025 at 5:00 p.m. (1ST).

SPECIAL BUSINESS:

ITEM NO 1

APPOINTMENT OF MR. SHOKI TANO (DIN: 10865339) AS NON - EXECUTIVE NON INDEPENDENT DIRECTOR OF COMPANY.

To consider and, if thought fit, to pass the following Resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions if any, of the Companies Act, 2013 (**Act**) read with Companies (Appointment and Qualification of Directors) Rules, 2014 (**Rules**) and further amendments thereto from time to time (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**SEBI LODR**) and the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Shoki Tano (DIN:10865339) who was appointed as an Additional Director in the meeting of the Board of Directors held on 13th December 2024 under section 161 of the Act, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the Office of Director, be and is hereby appointed as a Non - Executive Non Independent Director of the Company, liable to retire by rotation."



ITEM NO 2

APPOINTMENT OF MRS. ARCHANA GIRISH LAKHE (DIN: 07079209) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and, if thought fit, to pass the following resolution as **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149,152, and other applicable provisions of the Companies Act, 2013 (“Act”) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mrs. Archana Girish Lakhe (DIN: 07079209 and IDDB Registration No. IDDB-DI-202001-002395), who was appointed as an Additional Director under section 161 of the Act, in the capacity of an Independent Director with effect from 1st November, 2024, who meets the criteria for independence under Section 149(6) of the Act and Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years effective from 1st November, 2024 till 3f October, 2029.”

**By order of the Board of Directors
For Sharp India Limited**




**Srirang Mahabagwat
Company Secretary
(Membership no.: A28750)**

Place: Pune

Date: 13/12/2024

Registered Office:

Gat No. 686/4, Koregaon Bhima, Shirur,
Pune, Maharashtra, India,
Pin code: 412216.



NOTES AND INSTRUCTIONS:

1. An explanatory statement pursuant to Section 102 read with section 110 of the Companies Act, 2013 for resolution number 1 and 2 is annexed hereto and forms part of this postal ballot notice.
2. In terms of the MCA Circulars, the Company is sending this Postal Ballot Notice in electronic form only. Accordingly, the communication of the assent or dissent of the Members would take place through the remote e-voting system only. Hard copy of the Postal Ballot Notice along with the Postal Ballot Form and postage pre-paid business reply envelope will not be sent to the Members.
3. The Postal Ballot Notice will also be available on website of Company www.sharpindialimited.com and website of BSE Limited www.bseindia.com.
4. In The Notice is being sent to all the members, whose names appear on the Register of Members / List of Beneficial Owners as on Friday, 13th December, 2024 ("Cut-off Date"), as received from Link Intime India Private Limited, Registrar and Transfer Agent (RTA), National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') (collectively referred to as 'Depositories'). In compliance with the applicable MCA and SEBI Circulars, the Notice is being sent to members only in electronic form to their e-mail addresses registered with RTA (in case of physical shareholding) / Depository Participants (in case of electronic shareholding). Physical copies of the Notice are not being sent to the members.
5. The Members who have not received any communication regarding this Postal Ballot remote e-voting for any reason whatsoever are requested to contact the Company at secretarial@sil.sharp-world.com or Link Intime India Private Limited at pune@linkintime.co.in.
6. Members, whose names appear in the Register of Members / list of Beneficial Owners received on the cut-off date i.e. 13th December 2024 (as on close of working hours) will be considered for the purpose of voting. The voting rights of members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date. In case of joint holders, any one of such holder(s) may vote.
7. A member cannot exercise his / her vote through proxy on Postal Ballot. However Corporate/Institutional Members (i.e. other than individuals, HUF, NRI etc.) are requested to upload scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter/power of attorney etc., together with attested specimen signature(s) of the duly authorised representative(s), on the e-Voting portal or may send it to the Scrutinize!" at email cs@svdandassociates.com with a copy marked to secretarial@sil.sharp-world.com."
8. The advertisement confirming dispatch of this Notice, by electronic mode, is also being published in newspaper viz. Financial Express (all editions) and Lok Satta (Pune edition). Requisite related filings made with the Stock Exchange(s), are/will be available on the website of the Company and can be accessed by the Members on the website: www.sharpindialimited.com.
9. Resolutions passed by the Members with requisite majority through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of Members.



10. In compliance with Section 110 read with Section 108 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the shareholders to exercise their votes electronically and vote on the resolutions through the e-voting service facility arranged by Link Intime India Private Limited (**Insta Vote**). The instructions for e-voting are provided as part of this Postal Ballot Notice.
11. The scrutinizer shall after conclusion of the remote e-voting unblock the vote cast through remote e-voting and shall make scrutineer's report within the prescribed time. The Scrutinizer will submit his report to any Managing Director or Company Secretary as authorised by the Company upon completion of the scrutiny of the votes cast through remote e-voting.
12. The result of the postal ballot shall be declared within two working days from conclusion of remote e-voting process. The date of declaration of the results by any Director or Company Secretary shall be deemed to be the date of approval of Ordinary/ special Resolution and as if General Meeting convened in that behalf. The results declared along with the Scrutinizer's report shall be placed on the Company's website www.sharpindialimited.com and communicated to the BSE Limited www.bseindia.com.
13. Relevant documents, if any, referred to in this Notice and the Explanatory Statement pursuant to Section 102 of the Act, will be available for inspection via electronic mode from the date of circulation of this Notice upto the last date of remote e-voting. Members can inspect the same by writing an e-mail to the Company at secretarial@sil.sharp-world.com.
14. Instructions and other information relating to voting by electronic means:

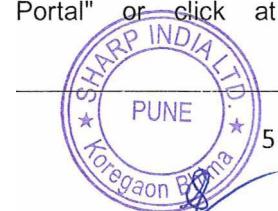
A. Remote e-Voting Instructions for Members:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

1. Individual Shareholders holding securities in demat mode with NSDL

- Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
- If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReq.isp>



3. 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.

2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

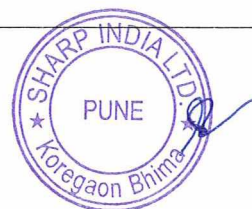
3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

3. 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. After Successful login, you will be able to see e-Voting option. Once you 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 the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:



Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **physical form but have not recorded 'C' and 'O', shall provide their Folio number in 'O' above*

Shareholders holding shares in **NSDL form, shall provide 'O' above*

^ Set the password of your choice (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).

Click "confirm" (Your password is now generated).

3. Click on 'Login' under 'SHARE HOLDER' tab.

4 Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.

2. E-voting page will appear

3. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

4. After selecting the desired option i.e. Favour / Against, 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.

Guidelines for Institutional shareholders'

Institutional shareholders (i.e. other than individuals, HUE, NRI etc.) and Custodians are required to log on the e-voting system of LliPL at <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. _



Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. 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.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovernmentioned depository/ depository participants website.

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

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

-During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".



EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No.1

Mr. Shoki Tano (DIN: 10865339), has been appointed as an Additional Non-Executive-Non-Independent Director of the Company with effect from 13 December 2024, pursuant to provision of Section 161(1) of the Companies Act, 2013 and pursuant to the provisions of Articles of Association of the company and as recommended by Nomination and Remuneration Committee. As per the provisions contained under Section 161 of the Companies Act, 2013, the Additional Director so appointed by the Board shall hold office upto the date of next Annual General Meeting of the Company. Howsoever, SEBI vide amendment dated August 03, 2021 to the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 (**SEBI LODR, 2015**) listed entities are now required to ensure that approval of shareholders for appointment of a person on the Board of Directors is to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received the following statutory disclosures /declarations:

- i. Form DIR-8 - intimating the Company that he stands free from any disqualification, under section 164(1) and 164(2) of the Act;
- ii. Declaration that he is not debarred from holding the office of director by virtue of any SEBI Order or any other such authority and given his consent to act as Director of the Company;
- iii. A notice in writing by a Member proposing his candidature under section 160(1) of the Act;
- iv. Form MBP-1 - disclosing his interests in other company(ies) in terms of section 184(1) of the Act.

The Board noted that Mr. Shoki Tano (DIN: 10865339) is Bachelor of Economics. He has the experience of 17th years in office work, Accounting and Finance. Accordingly, the Board on recommendation of Nomination and Remuneration Committee has determined that the appointment of Mr. Shoki Tano would bring significant value and professional expertise to the Company.

The Board has approved the appointment of Mr. Shoki Tano as Non-Executive Director of the Company liable to retire by rotation on the recommendation of the nomination and remuneration committee, subject to the approval of the shareholders. Further, a notice under Section 160(1) of the Act has been received signifying intention to propose Mr. Shoki Tano as a candidate for the office of Director of the Company.

Relevant documents in respect of the said item are available in Electronic Form for inspection by the Members upto the last date of voting.

The Board based on the recommendation of the Nomination and Remuneration Committee considers the appointment of Mr. Shoki Tano as an Non-Executive Director in the interest of the Company and recommends the Ordinary Resolution set out at Item No. 1 of the Notice, for approval by the Members of the Company.



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Information pursuant to regulation 36 (3) of the SEBI (listing Obligation and disclosure requirement) Regulation, 2015 and Secretarial Standard on General Meeting (SS-2):

Name of Director	Mr. Shoki Tano
DIN	10865339
Date & Age	11 th September 1984 & 40 years
Nationality	Japanese
Educational Qualification:	Bachelor of Economics
Category of Directorship	Non- Executive Director
Expertise in functional area	Accounting & Finance, office work and administration.
Date of first appointment on the Board	13 th December 2024
Number of Meetings of the Board attended during FY 2024-25	NIL
Disclosure of relationships between directors inter-se	N.A
List of other Listed Entities in which he holds Directorship	NIL
Listed entities from which the person has resigned in the past three years	NIL
Other Committee Membership	NA
Shareholding in Sharp India Limited (including shareholding as a beneficial owner)	NIL
Justification of choosing the appointee as a Director	The Board recommends the appointment of Mr. Shoki Tano considering his educational background, experience and extensive knowledge.
Terms and Conditions of Appointment	Appointed as Non-Executive Non-Independent Director with effect from 13 th December, 2024, liable to retire by rotation.
Remuneration last drawn from the Company	Not applicable
Details of remuneration to be given	Not applicable
Brief Resume and Nature of Expertise in Specific Functional Area	Mr. Shoki Tano is Japanese National, aged about 40 years, holds Bachelor of Economics, Japan. He has a wide experience in the field of Accounts and finance in Sharp Corporation. He has 17 years work experience with Sharp Corporation. He does not hold any shares in the company.

Except Mr. Shoki Tano, none of the Directors or Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out in this Notice.



Item No 2

Pursuant to Section 161 of the Companies Act, 2013, the Board of Directors of the Company in its meeting held on 29th October, 2024 has appointed Mrs. Archana Girish Lakhe (DIN: 07079209) as an Additional Director in the capacity of Independent Director of the Company for a term of five (5) consecutive years with effect from 1st November, 2024 till 31st October, 2029 (both days inclusive) subject to the approval of the shareholders by a Special Resolution.

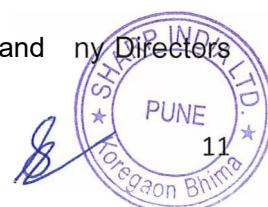
The Company has received following statutory disclosures/declarations:

- i. Form DIR-8 - intimating the Company that she stands free from any disqualification, under section 164(1) and 164(2) of the Act;
- ii. Declaration under section 149(7) of the Act and regulation 25(8) of LODR Regulations;
- iii. Declaration that she is not debarred from holding the office of director by virtue of any SEBI Order or any other such authority and given her consent to act as Director of the Company;
- iv. Confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge duties as an Independent Director of the Company;
- v. A notice in writing by a Member proposing her candidature under section 160(1) of the Act;
- vi. Confirmation that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs;
- vii. Form MBP-1 - disclosing her interests in other company (ies) in terms of section 184(1) of the Act.

The Nomination and Remuneration Committee ("NRC") in its meeting held on 29th October 2024, evaluated the profile, knowledge, diverse sectors experience and expertise of Mrs. Archana Girish Lakhe and the skill sets required, based on the skills as approved by the Board on 29th October 2024. The NRC recommended the candidature of Mrs. Archana Girish Lakhe to the Board of Directors for appointment as an Independent Director of the Company for a period of 5 years w.e.f. 1st November 2024 till 31st October 2029.

In the opinion of the Board, Mrs. Archana Girish Lakhe fulfils the conditions for independence specified in the Act and Rules made thereunder, Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company. The Board noted that Mrs. Archana Girish Lakhe's skills, background and experience are aligned to the role and capabilities identified by the NRC and that Mrs. Archana Girish Lakhe is eligible for appointment as an Independent Director of the Company. The Board of Directors of the Company is satisfied that the appointment of Mrs. Archana Girish Lakhe.

There is no inter-se relationship between Mrs. Archana Girish Lakhe and any Directors and Key Managerial Personnel of the Company.



Except Mrs. Archana Girish Lakhe being an appointee, none of the Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the above resolution, except to the extent of his shareholding, if any.

Additional information on director recommended for appointment/continuation as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable secretarial standards issued by the Institute of Company Secretaries of India

Name of Director	Mrs. Archana Girish Lakhe		
Director Identification number and IDDB number	07079209 and IDDB Registration No. IDDB-DI-202001-002395.		
Date & Age	30/05/1964 : Age : 60 years		
Nationality	Indian		
Educational Qualification:	Mrs. Archana Girish Lakhe is Fellow member of Institute of Company Secretaries of India, and Master of commerce.		
Category of Directorship	Non- Executive, Independent Director		
Expertise in functional area	Practising as Company Secretary for the last 30 years. Handling areas like Company Law, FEMA and allied laws. Also acting as mentor for Startup Companies Successfully, Guiding in capital structuring etc.		
Disclosure of relationships between directors inter-se	N.A		
List of other Listed Entities in which she holds Directorship	Mitcon Consultancy & Engineering Services Limited.		
Listed entities from which the person has resigned in the past three years	NA		
Other Committee Membership	Sr. No	Name of the Company	Name of the Committee
	1	Mitcon Consultancy & Engineering Services Limited	i) Audit Committee ii) Nomination and Remuneration Committee iii) Stakeholders' Committee
	2	MITCON Credentia Trusteeship Services Limited	i) Audit Committee ii) Nomination and Remuneration Committee
Shareholding in Sharp India Limited (including shareholding as a beneficial owner)	NIL		

Brief Resume and Nature of Expertise in Specific Functional Area	Mrs. Archana Girish Lakhe holds degree of Masters in Commerce and is fellow Member of Institute of Company Secretaries of India. She has vast experience of more than 25 years in Corporate Laws and FEMA. She has experience as Independent Director for a last ten years. She does not hold any shares in the company.
Terms and Conditions for appointment and re-appointment of director	Appointed for a period of five years, effective from 1st November 2024 till 31st October, 2029, and whose office shall not be liable to retire by rotation.
Details of Remuneration sought to be paid	Mrs. Archana Girish Lakhe will be entitled to receive remuneration by way of Sitting Fees for attending the Board and Committee Meetings.
Remuneration last drawn from the Company	Not Applicable
Date of first appointment on the Board	1 st November 2024
Number of Meetings of the Board attended during the year	Attended the meeting held on 13 th December 2024.
Justification for choosing the appointees	The Board recommends the appointment of Mrs. Archana Girish Lakhe considering experience of more than 30 years in the field of Corporate Law, FEMA and about 10 year experience an Independent Director.
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The experience of more than 30 years in the field of Corporate Law, FEMA and about 10 year experience an Independent Director.

**By order of the Board of Directors
For Sharp India Limited**



Srirang Mahabagwat
Company Secretary
(Membership no.:A28750.)

Place: Pune
Date: 13/12/2024

Registered Office:

Gat No. 686/4, Koregaon Bhima, Shirur,
Pune, Maharashtra, India,
Pin code: 412216



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