

CHHATISGARH INVESTMENTS LIMITED

CIN: L67120MH1982PLC331831

Regd. Off: 73-A, Central Avenue, Nagpur (M.H.) 440018

Ph: 7773014301 Email: cil_rpr@rediffmail.com website: www.cginvest.co.in

NOTICE TO MEMBERS

NOTICE is hereby given that the 39th Annual General Meeting of the members of the Company will be held at the Registered Office of the Company at 73-A, Central Avenue, Nagpur (MH) – 440018, on Thursday, 30th September, 2021 at 3.00 p.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:-
 - A. The Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2021, the reports of the Board of Directors and Auditors thereon; and
 - B. The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2021.
2. To declare dividend on equity shares for the financial year ended 31st March, 2021.
3. To appoint a Director in place of Mr. Kamal Kishore Sarda (DIN: 00008170), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) (including any amendment, modification, variation or re-enactment thereto), consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board), to enter into new/ further contracts/ arrangements/ agreements/ transactions (including any modifications, alterations or amendments thereto), in the ordinary course of business and on an arm’s length basis with the following related parties on such terms and conditions as may be agreed between the Company and the said related parties:

(Estimated value of transaction per annum)

Sr. No.	Name of Related Party	Nature of Transaction	Amount of Transaction (Rs. In lakhs)
1.	Sarda Energy & Minerals Ltd.	To take loan	Rs.25000.00 (max. o/s at any given point of time)
2.	Sarda Agriculture & Properties Pvt. Ltd.	To take loan	Rs.10000.00 (max. o/s at any given point of time)
3.	Prachi Agriculture & Properties Pvt. Ltd.	To take loan	Rs.4000.00 (max. o/s at any given point of time)
4.	Sarda Dairy & Food Products Ltd.	To give loan	Rs.10000.00 (max. o/s at any given point of time)
5.	Kamal Kishore Sarda	To take Loan	Rs.2500.00 (max. o/s at any given point of time)
6.	Ghanshyam Sarda	To give loan	Rs.500.00 (max. o/s at any given point of time)

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RESOLVED FURTHER THAT the Board of directors of the company and/or the audit committee be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such agreement, documents and writings and to make such filings, as may be necessary or desirable for the purpose for giving effect to this resolution, in the best interest of the company."

5. 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 provisions of section 197 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder as amended from time to time and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for the F.Y. 2021-22 and for F.Y. thereafter, a sum not exceeding one percent per annum of the net profits of the Company calculated in accordance with the provisions of section 198 of the Act, be paid to and distributed amongst the non-executive directors of the Company or some or any of them (i.e. directors other than the Managing Director and /or the Whole-time Director(s)) as commission, in such amounts or proportions and in such manner and in all respects as may be approved by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors of the Company / Nomination and Remuneration Committee be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

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

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the draft clauses contained in the Memorandum of Association submitted to this meeting, be and are hereby approved and adopted in substitution, and to the entire exclusion of the clauses contained in the existing Memorandum of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution including to effect such changes in the Memorandum of Association as may be desired/instructed by the Registrar of Companies, Mumbai, Maharashtra."

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

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

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RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution including to effect such changes in the Articles of Association as may be desired/instructed by the Registrar of Companies, Mumbai, Maharashtra.”

By order of the Board of Directors
For, Chhatisgarh Investments Ltd.

Place: Raipur (C.G)
Date: 14th August, 2021

(Shalini Bhattacharya)
Company Secretary

Registered Office:
Chhatisgarh Investments Limited
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73-A, Central Avenue
Nagpur (MH) – 440018
E-mail : cil_rpr@rediffmail.com

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NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**
2. An Explanatory Statement pursuant to Section 102 of the Act which sets out details relating to the Special Business at the Meeting is annexed hereto and forms part of the Notice.
3. Details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) in respect of the Director seeking reappointment at the Annual General Meeting are provided in the Corporate Governance Report forming part of the Annual Report. The Director has furnished the requisite declarations for his re-appointment.
4. The Register of Members and the Share Transfer Books of the Company will be closed from Monday, 23rd August 2021 to Friday, 27th August 2021, both days inclusive for determining names of Members eligible for payment of dividend.
5. In line with the Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular, the Notice calling the AGM and Annual Report has been uploaded on the website of the Company at www.cginvest.co.in. The Notice can also be accessed from the website of the Stock Exchange i.e. the Calcutta Stock Exchange Limited ('CSE') at www.cse-india.com and is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
6. Procedure for obtaining the Annual Report, AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the depositories or with Registrar & Transfer Agent on physical folios:

On account of threat posed by COVID-19 and in terms of the MCA Circulars and SEBI Circular, the Company has sent the Annual Report, Notice of AGM and e-Voting instructions only in electronic form to the registered email addresses of the shareholders. Therefore, those shareholders who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

- a) Those shareholders who have registered an incorrect email address /contact detail, may please contact and validate/update their details with the Depository Participant in case of shares held in electronic form and with M/s Bigshare Services Private Limited, Registrar & Transfer Agent of the Company (“RTA”) in case the shares are held in physical form.
- b) Shareholders who have not registered their e-mail address/ contact details and in consequence the Annual Report, Notice of AGM and e-voting notice could not be serviced, may also temporarily get their email address / contact details by writing to Company's R&T Agent for sending the same.

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7. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. 1st April 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/RTA (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

It may be further noted that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from the shareholder, there would still be an option available with the shareholder to file the return of income and claim an appropriate refund, if eligible.

In view of the circular issued by SEBI, the Electronic Clearing Services (“ECS/NECS”) facility should mandatorily be used by the companies for the distribution of dividend to its Members. To avail the facility of ECS/ NECS, Members holding shares in physical form are requested to provide bank account details to the Company or its RTA. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.

8. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
9. Members holding shares in physical form may avail themselves of the facility of nomination in terms of Section 72 of the Act by nominating in the prescribed form a person to whom their shares in the Company shall vest in the event of their death. The prescribed form can be obtained from the R&T Agents of the Company.
10. In accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from 1st April 2019, transfers of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized to be able to freely transfer them and participate in various corporate actions.
11. As a measure of economy, copies of Annual report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring their copies at the meeting.

12. Procedure to raise questions/seek clarifications with respect to Annual Report:

- i. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP Id and Client Id/Folio No., PAN, mobile number at cil_rpr@rediffmail.com from Friday, 17th September, 2021 (9.00 a.m. IST) to Monday, 20th September, 2021 (5.00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask

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questions during the AGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.

- ii. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.
- 13.** Relevant documents referred to in the accompanying Notice and the Statements are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

14. The instructions for shareholders voting electronically are as under:-

Pursuant to 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 MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 39th AGM. The facility of casting votes by a member using remote e-voting system will be provided by National Securities Depository Limited (NSDL). Members who have voted through remote e-Voting will be eligible to attend the AGM but will not be eligible to vote thereat.

- a) The remote e-voting period commences on Monday, 27th September 2021 (9.00 a.m. IST) and ends on Wednesday, 29th September 2021 (5.00 p.m. IST). During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Thursday, 23rd September 2021, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present at the AGM and have not cast their vote on the Resolutions through remote e-voting, shall be eligible to vote through ballot paper at the AGM.
- b) Once the vote on a resolution is cast by the Member, such Member will not be allowed to change it subsequently.
- c) A person who is not a Member as on cut-off date should treat this Notice for information purpose only.
- d) A person, whose name is recorded in the register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date, viz., Thursday, 23rd September 2021 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM
- e) Mr. Brajesh Agrawal (FCS 5771, CP 5649), from M/s. B.R. Agrawal & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as voting at the AGM in a fair and transparent manner. The Scrutinizer will, after the conclusion of voting at the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman or a person authorized by him in writing, who shall countersign the same. The result of voting will be declared on 1st October, 2021 and the same, along with the consolidated Scrutinizer's Report, will be placed on the website of the Company www.cginvest.co.in. The result will simultaneously be communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results will also be displayed at the Notice board of the company at its Registered Office and will be placed on the website of NSDL i.e., www.evoting.nsdl.com.
- f) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the AGM i.e., 30th September 2021.
- g) The detailed steps on the process and manner for remote e-voting are as follows:

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Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting 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
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com/. Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

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

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

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B) Login Method for 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?**

- i. 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.
- ii. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder’ section.
- iii. 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.

- iv. Your User ID details are given below :

Manner of Holding shares Demat (NSDL or CDSL) or Physical	Your User ID is:
a) Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID. For example if your DPID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) Members who hold shares in demat account with CDSL.	16 Digits Beneficiary ID. For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- v. Your password details 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’.

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- (ii) If your email ID is not registered, please follow the process for those shareholders whose email ids are not registered
- vi. If you are unable to retrieve or have not received the “ Initial password” or you 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.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on 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 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.
- vii. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
- viii. Now, you will have to click on “Login” button.
- ix. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

- i. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on “e-voting”. Then, click on “Active Voting Cycles”.
 - ii. After clicking on “Active Voting Cycles”, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
 - iii. Select “EVEN” of “Chhatisgarh Investments Limited”.
 - iv. Now you are ready for e-Voting as the Voting page opens.
 - v. 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.
 - vi. Upon confirmation, the message “Vote cast successfully” will be displayed.
 - vii. You can also take the printout of the votes cast by you by clicking on the “print” option on the confirmation page.
 - viii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
15. Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice:
- a. 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 cil_rpr@rediffmail.com

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- b. 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 cil_rpr@rediffmail.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 for Individual shareholders holding securities in demat mode**.
 - c. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- 16.** The instructions for Members for voting at the AGM:
- a) Shareholders who have voted through remote e-voting will be eligible to attend the AGM and their presence shall be counted for the purpose of quorum, however such Shareholders shall not be entitled to cast their vote again at the AGM.
 - b) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
 - c) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- 17.** General Guidelines for shareholders
- a) 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 corporategovernance03@gmail.com with a copy marked to evoting@nsdl.co.in.
 - b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
 - c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

By order of the Board of Directors
For, Chhatisgarh Investments Ltd.

Place: Raipur (C.G)
Date: 14th August, 2021

(Shalini Bhattacharya)
Company Secretary

Registered Office:
Chhatisgarh Investments Limited
CIN : L67120MH1982PLC331831
73-A, Central Avenue
Nagpur (MH) – 440018
E-mail : cil_rpr@rediffmail.com

CHHATISGARH INVESTMENTS LIMITED

CIN: L67120MH1982PLC331831

Regd. Off: 73-A, Central Avenue, Nagpur (M.H.) 440018

Ph: 7773014301 Email: cil_rpr@rediffmail.com website: www.cginvest.co.in

Statement Pursuant to Section 102(1) of the Companies Act, 2013 (“Act”)

The following Statement sets out all material facts relating to Item Nos. 4 to 7 mentioned in the accompanying Notice.

Item No. 4

The Listing Regulations aims to ensure transparency in the transactions and dealings between the related parties of the company. The provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as notified and amended from time to time require that for entering into any contract or arrangement with related party prior approval of Audit Committee shall be obtained. Further if the value of such transaction (whether a single transaction or taken together with previous transactions during a financial year) exceeds 10% of the annual consolidated turnover of the Company, approval of the shareholders’ through resolution is required.

Accordingly, the Company has identified the Related parties with whom the Company may enter into material transactions. The details of the related parties along with nature of transaction which may be entered into and the maximum annual value of transactions is given in the resolution.

All the transactions with the given related parties are in ordinary course of business. These transactions are of continuous in nature and are not for a specific period. The respective transactions held between the aforesaid related parties are at arm’s length basis and all factors relevant to the respective contracts have been /will be considered and approved by the Audit Committee.

The members are further informed that no member(s) of the company being a related party or having any interest in the resolution as set out at item No. 4 shall be entitled to vote on this resolution.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Mr. K.K. Sarda and Mr. Saurabh Rathi, Directors are interested in the resolution Mr. K.K. Sarda is Chairman and Managing Director in Sarda Energy & Minerals Ltd. and holds 1.57%, 17.78%, 10.10% and 1.13% shares in Sarda Energy & Minerals Ltd., Sarda Agriculture & Properties Pvt. Ltd., Prachi Agriculture & Properties Pvt. Ltd. and Sarda Dairy & Food Products Ltd. respectively. Mr. Saurabh Rathi is Director on the Board of Sarda Agriculture & Properties Pvt. Ltd., Prachi Agriculture & Properties Pvt. Ltd. and Sarda Dairy & Food Products Ltd. and holds 0.03% shares in Sarda Dairy & Food Products Ltd.

ITEM No. 5

Considering the rich experience and enhanced level of participation brought in by the Non-executive Directors and keeping in view the enhanced role, responsibilities and duties of directors, it is considered appropriate that the remuneration payable to the Directors by the Company should be commensurate with their role, responsibilities and duties.

The Board of Directors of the Company have, subject to the approval of members of the Company, proposed to remunerate the non-executive directors (i.e. directors other than the Managing Director and the Whole-time Directors) through payment of commission not exceeding in aggregate one percent of the net profits of the Company for each financial year, as computed in the manner laid down in Section 198 of the Companies Act, 2013.

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The said remuneration to non-executive directors shall be in addition to the sitting fee payable to them for attending meetings of the Board and Committees thereof.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Save and except Mr. Kamal Kishore Sarada, Mr. Asit Kumar Basu and Mrs. Ritu Jain, the non-executive directors of the Company and their relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Item No. 6

The existing Memorandum of Association (MOA) of the Company was framed in terms of the provisions of the Companies Act, 1956. In terms of Section 4(1)(c) of the Companies Act, 2013, the MOA of a Company shall state the objects to be pursued by the Company on its incorporation and matters which are necessary for furtherance of the objects specified. Further in terms of provisions of the Companies Act, 2013, MOA shall not consist of other object clause.

It is proposed to amend the existing MOA of the Company in line with the requirements of Section 4 of the Companies Act, 2013. Thus, the Existing Clause III C of the MOA, i.e. "Other Objects" is proposed to be deleted and in line with the Companies Act, 2013, those activities which are appearing under the Other Objects Clause, which the Company took up at different times by passing Special Resolution under Section 149(2A) of the Companies Act, 1956, are proposed to be inserted under the objects to be pursued by the Company on its incorporation. The details of the said activities are as under:

Existing Sub Clause	Details	EGM date in which Special Resolution u/s 149(2A) of the Companies Act, 1956 was passed
33	To do agriculture and carry on business as dealers in and producers of dairy, poultry, farm and garden and vegetable products of all kinds and in particular milk, cream, butter, ghee, cheese, fruits and vegetables and grains of all kinds.	28.02.1986
50	To convert, treat or turn in account by any process or method of manufacture, chemical, synthetic or otherwise or in any other manner, timber, wood, droppings, fly cotton, or cotton waste, cotton seeds, bamboo, grass, straw, jute sticks, sisal fiber, flax, hemp, hessain, gunnies, sugarcane bagasse, asbestos, rags, waste paper, water hyacinth or any kind of pulp or other substances prepared from these or from other vegetables, minerals, chemicals or any other substances and prepare, manufacture such other things or by products as may be practicable or deemed expedient.	
52	To carry on the business of establishment, operation and maintenance of generating stations and the lines, substations and main transmission lines connected therewith which are owned by	07.01.1998

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	it or assigned to it by any government or any other person or taken by it on lease , hire purchase or on royalty basis or where it has any interest therein.	
53	To generate, acquire by purchase in bulk, develop and accumulate electrical and other power and to transmit, distribute, and supply such power throughout the area of supply and to generate, acquire by purchase in bulk, accumulate, distribute and supply electricity, and to light cities, towns, streets, docks, markets, theatre, buildings and places, both public and private.	
54	To carry on the business of an electric power, light and supply company in all its branches and in particular to construct , lay down , establish, fix and carry out all necessary power stations, cables, wires, lines, accumulators, lamps and works and to generate, acquire by purchase in bulk, accumulate, distribute, and supply electricity and to light cities, towns, streets, docks, markets, theatres, buildings and places both public and private.	
55	To carry on the business of electrician, mechanical engineers, suppliers of electricity for the purpose of light, heat, motive power, or otherwise and manufacturers of and dealers in apparatus and the things required for or capable of being used in connection with the generation, distribution, supply, accumulation and employment of electricity, galvanism, magnetism or otherwise.	14.02.2005
56	To carry on business of manufacturing, trading, importing, exporting, processing, or mining of ferrous and non-ferrous minerals, metals and alloys including iron and steel, ferro alloys, manganese, silico, zinc etc.	
57	To construct, develop, acquire, run, give or take on lease or hire or on royalty, the roads, bridges, dams, airports, traffic ways including rail water ways, electrical and other energy transmission or distribution systems, telecommunication information and data transmission systems or any rights or interest therein.	

The new MoA to be substituted in place of the existing MoA is based on Table 'A' of the Act.

The proposed new draft MoA shall be available on the Company's website from the date of circulation of this Notice till the date of AGM.

The Board commends the Special Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution except to the extent of their shareholding, if any, in the Company.

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Item No. 7

The Articles of Association ("AoA") of the Company as presently in force are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to sections of the Companies Act, 1956 which are no longer in conformity with the Companies Act, 2013.

With the coming into force of the Companies Act, 2013, several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to completely replace the existing AoA by a new set of Articles.

The new AoA to be substituted in place of the existing AoA are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares.

The articles have been streamlined and aligned with the Act. Provisions which are already part of statute in the Act have not been reproduced in the new set of Articles of Association as they would only lead to duplication. Their non-inclusion makes the new draft Articles of Association concise and clear and aids ease of reading and understanding.

The proposed new draft AoA shall be available on the Company's website from the date of circulation of this Notice till the date of AGM.

The Board commends the Special Resolution set out at Item No. 7 of the Notice for approval by the shareholders.

All the directors and Key Managerial Personnel (KMP), to the extent of clauses in the AoA relating to their appointment or remuneration or compensation, as chairman/director/wholetime director or KMP of the Company and their relatives may be deemed to be interested in the Special Resolution set out at Item No. 7 of the Notice.

By order of the Board of Directors
For, Chhatisgarh Investments Ltd.

Place: Raipur (C.G)
Date: 14th August, 2021

(Shalini Bhattacharya)
Company Secretary

Registered Office:
Chhatisgarh Investments Limited
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Form No. MGT-11**Proxy form****[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014, as amended]**

CIN: L67120MH1982PLC331831
 Name of the company: Chhatisgarh Investments Limited
 Registered office: 73-A, Central Avenue, Nagpur (M.H.) 440018

Name of Shareholder(s)	:	
Registered Address	:	
E-mail id	:	
Folio No. / Client ID	:	
DP ID	:	

I/We, being the member (s) of Chhatisgarh Investments Ltd., holding shares of the above named Company, hereby appoint:

- Name : _____
 Address : _____
 E-mail id : _____
 Signature : _____, or failing him
- Name : _____
 Address : _____
 E-mail id : _____
 Signature : _____, or failing him
- Name : _____
 Address : _____
 E-mail id : _____
 Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the Company, to be held on Thursday, the 30th day of September, 2021 at 3.00 p.m. at 73-A, Central Avenue, Nagpur (M.H.) and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolution	FOR	AGAINST
1	Adoption of audited standalone and consolidated financial statements of the Company including Report of Board of Directors and Auditors for the F.Y. 2020-21		
2	Declaration of dividend on Equity Shares for the F.Y. 2020-21		
3.	Re-appointment of Mr. Kamal Kishore Sarda as Director		
4.	Approval to enter into material related party transactions		
5.	Approval for Commission to Non Executive Directors of the Company		
6.	Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013		

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7.	Adoption of Articles of Association as per the provisions of the Companies Act, 2013:		
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Signed this day of 2021

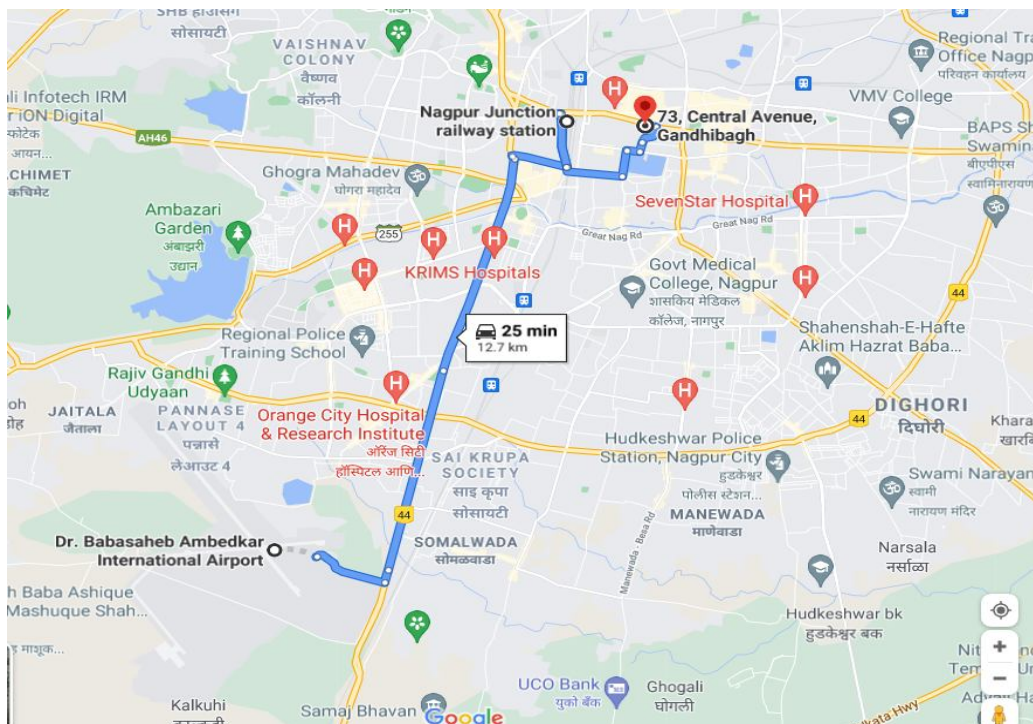
Affix
Revenue
Stamp

Signature of shareholder/ Signature of Proxy holder(s)

Notes

1. This form should be signed across the stamp as per specimen signature registered with the Company.
2. **This form of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.**
3. A proxy need not be a member of the Company.
4. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. Please put a (X) in the appropriate column against the resolutions indicated in the box.
6. Undated proxy form will not be considered valid.
7. If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.

Venue of 39th AGM



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ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting hall)

Registered Folio No. / DP ID-Client ID	
Name of Shareholder	
Address	

I certify that I am a registered Shareholder of the Company and hold _____ shares.

I hereby record my presence at the 39th ANNUAL GENERAL MEETING of the Company, at 73-A, Central Avenue, Nagpur (M.H.) - 440018 to be held on Thursday, 30th September, 2021 at 3.00 p.m. and at any adjournment thereof.

Member's/Proxy's signature

NOTES:

1. A member/proxy wishing to attend the meeting must complete this Attendance Slip and hand it over at the entrance duly signed.
2. If you intend to appoint a proxy, please complete the proxy form and deposit it at the Company's Registered Office at least 48 hours before the meeting.
3. If you are attending the meeting in person or by proxy please bring copy of notice and annual report for reference at the meeting.

-----Cut here-----

E-Voting Particulars

EVEN (E Voting Event Number)	USER ID	PASSWORD

CHHATISGARH INVESTMENTS LIMITED

CIN: L67120MH1982PLC331831

Regd. Off: 73-A, Central Avenue, Nagpur (M.H.) 440018

Ph: 7773014301 Email: cil_rpr@rediffmail.com website: www.cginvest.co.in

Bigshare Services Private Limited1st Floor, Bharat Tin Works Building

Opp. Vasant Oasis

Makwana Road Marol, Andheri East

Mumbai - 400059 (M.H.)

Dear Sirs,

UPDATION OF SHAREHOLDERS INFORMATION

Please fill-in the information in CAPITAL LETTERS in ENGLISH ONLY. Please TICK whichever is applicable.

General Information

Folio No. / DP ID-Client ID	:	
Name of first named shareholder	:	
Address#	:	
PAN*	:	
CIN/Registration No.* (for corporate shareholders only)	:	
Telephone No. (with STD Code)	:	
Mobile No.	:	
Email Id	:	

* Self attested copy of the document is enclosed

Self certified of address proof (Voter Id/ Telephone Bill/ Electricity Bill/ Bank Statement. Telephone bill/Bank Statement/Electricity should be of a latest date and in any even must not be older than 3 months)

Bank Details

Bank Name	:	
Branch Address	:	
Branch Code	:	
Account type (Savings/Current/Cash Credit)	:	
Account No.@	:	
MICR Code (9 digit)	:	
IFSC (11 digit)	:	

@ Please enclose a blank cancelled cheque to enable verification of bank details

I/We hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness or incorrectness of information supplied as above/any other reason beyond the control of the Company/R & T Agent, Chhatisgarh Investments Limited and/or Bigshare Services Private Limited will not be held responsible. I/We undertake to inform any subsequent changes in the above particulars as and when changes take place.

Place:

Date:

Signature of Sole/First shareholder