

Sportking INDIA LTD.

(Govt. Recognised Three Star Export House)

Regd. & Corporate Office : Vill. Kanech, Near Sahnewal, G.T. Road, Ludhiana-141120 Ph. (0161) 2845456 to 60 Fax : 2845458
Admn. Office : 178, Col. Gurdial Singh Road, Civil Lines, Ludhiana-141001 Ph. (0161) 2770954 to 55 Fax : 2770953
E-mail : sportking@sportking.co.in CIN No. L17122PB1989PLC053162
Website : www.sportking.co.in GST No.: 03AAACS3037Q1ZA

SIL / 2021-22/BSE

16.08.2021

To
Listing Department
BSE Limited
Phiroze Jeeheebhoy Towers,
Dalal Street, Mumbai-400001

Sub: Notice of 32nd Annual General Meeting

Dear Sir,

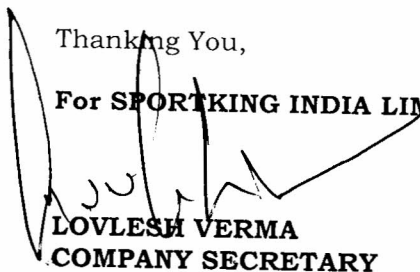
Pursuant to provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that 32nd Annual General Meeting of the Company is scheduled to be held on Friday, the 10th September 2021 at 11.00 A.M. at the Registered Office of the Company situated at Village Kanech, Near Sahnewal, G.T Road, Ludhiana. The Notice of 32nd Annual General Meeting is enclosed herewith for your information and record

Further Pursuant to the provisions of Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the company is providing the facility to its Members holding shares in physical or dematerialized form to exercise their right to vote by electronic means on all or any of the business specified in the Notice convening the AGM (Remote E-Voting). Accordingly, for the purpose of determining the shareholders eligible to cast their votes electronically/physically, the company has fixed Friday, 03rd September 2021 as the cut-off date. The Remote E-Voting period begins on Tuesday, 07th September 2021 at 09:00 a.m. [IST] and ends on Thursday, 09th September 2021 at 05.00 p.m. [IST]. The remote e-voting shall not be allowed beyond the above said dates and time. The company has engaged the services of Central Depository Services Limited (CDSL) to provide the Remote E-Voting facility to its member.

You are requested to take the above mentioned information/document on your record.

Thanking You,

For **SPORTKING INDIA LIMITED**


LOVLESH VERMA
COMPANY SECRETARY
(ACS: 34171)

NOTICE

NOTICE is hereby given that the **32nd Annual General Meeting** of the members of Sportking India Limited will be held on **Friday, the 10th September 2021 at 11.00 AM** at Registered Office of the company situated at **Village Kanech, Near Sahnewal GT Road, Ludhiana-141120 (Punjab)** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, including the Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit and Loss for the year ended on that date and the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Naresh Kumar Jain (DIN: 00254045), who retires by rotation and being eligible, offers himself for re- appointment.

SPECIAL BUSINESS**3. Ratification of the remuneration of the Cost Auditors for Financial Year 2021-22**

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 148 & other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 & the Companies (Cost Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s R.R. & Co, Cost Accountants, Ludhiana (Registration No. 00323) appointed by the board of directors as cost auditors of the company, to conduct the audit of the cost records of the company for the financial year ending 31st March, 2022, be paid remuneration of Rs. 1,10,000/- plus applicable taxes."

4. Increase in the Authorised Share Capital of the Company and consequent Alteration of the Capital Clause of the 'Memorandum of Association' of the Company

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 13,61 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any amendment (s) or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded

- a) For increase in the Authorised Share Capital of the Company from existing Rs. 25,00,00,000/- (Rupees Twenty Five crores Only) divided into 50,00,000 (Fifty Lacs only) Equity Shares of Rs. 10/- each and 2,00,00,000 (Two Crores only) Redeemable Preference Shares of Rs. 10/- each to Rs. 35,00,00,000/- (Rupees Thirty Five Crores Only) divided into 1,50,00,000 (One Crore Fifty Lakh only) Equity Shares of Rs. 10/- each and 2,00,00,000 (Two Crores only) Redeemable Preference Shares of Rs. 10/- each by creation of additional 1,00,00,000 (One Crore only) Equity Shares of Rs. 10/- each ranking pari-passu in all respects with existing Equity Shares of the Company.
- b) Alter the Memorandum of Association of the Company by substituting existing capital clause V with the following new clause

"V. The Authorized Capital of the Company is Rs. 35,00,00,000 /- (Rupees Thirty Five Crore only) divided into 1,50,00,000 (One Crore Fifty Lakh only) Equity Shares of Rs. 10/- each and 2,00,00,000 (Two Crores only) Redeemable Preference Shares of Rs. 10/- each."

RESOLVED FURTHER THAT any shares of the original or increased capital may, from time to time be issued with such terms, conditions, restrictions and guarantees, or any rights of preference whether in respect of dividend or of repayment of capital or both or any other special privileges or advantage over any shares previously issued or then about to be issued, or with deferred or qualified rights to any provisions or conditions and with any special rights or limited rights, or without any rights of voting and generally on such terms as the Company may from time to time determine. The rights of the holders of any class of shares, for the time being forming part of the capital of the Company, may be modified, affected, varied, extended or surrendered either with the consent in writing of the holders of three fourths of the issued shares of the class or with the sanction of a Special Resolution passed at a separate meeting of the holders of those shares.

RESOLVED FURTHER THAT the Board of Directors ('the Board', which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including delegation of any of the powers here in conferred to on any Director(s), Company Secretary or any other officer of the Company."

5. Approval for Issue of Bonus Shares

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 63 and all other applicable provisions of the Companies Act, 2013 and rules made thereunder, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable provisions/ regulations/ guidelines issued from time to time, (including any statutory modification(s) or re-enactment thereof for the time being in force), and in accordance with the provisions contained in the Memorandum of Association and Articles of Association of the Company and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include a Committee of Directors or officer(s) of the Company duly authorized in this behalf), and subject to such other approvals, consents, permissions, conditions and sanctions, as may be necessary, consent of the members of the Company be and is hereby accorded to the Board for capitalization of sum(s) of Rs. 9,96,54,000/- (Rupees Nine Crore Ninety Six Lakhs Fifty Four Thousands only) out of free reserves and/or the securities premium account and/or the capital redemption reserve account and/or retained earnings of the Company, as may be considered necessary by the Board, for the purpose of the issuance of fully paid up bonus equity shares of Rs. 10/- each, to the holders of the existing equity shares of the Company whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Registrar and Share Transfer Agents/ National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date as may be fixed in this regard by the Board ("Record Date"), in the ratio/proportion of 3:1 i.e. 3 fully paid equity shares of Rs. 10/- each for every 1 existing fully paid equity share of Rs. 10/- each held by the Members.

RESOLVED FURTHER THAT the bonus equity shares so issued and allotted shall be treated for all purposes as an increase in the paid up equity share capital of the Company held by each such member and not as an income or distribution in lieu of Dividend and all such bonus equity shares so issued shall be subject to the provisions of Articles of Association of the Company and shall rank pari-passu and carry same rights with the existing equity shares of the Company in all respects on the record date.

RESOLVED FURTHER THAT in case of members who hold equity shares in dematerialization form, the bonus equity shares shall be credited to the respective beneficiary account of the members with their respective Depository Participant(s) and in case of the members who hold equity shares in physical form, the share certificate(s) in respect of the bonus equity shares shall be dispatched, within such times as prescribed under the law by the relevant authorities.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take necessary steps for listing and trading of the Equity Shares so allotted at the Stock Exchanges where the existing equity shares of the Company are listed as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable Laws, Rules and Regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things whatsoever, including settling any questions, doubts or difficulties that may arise with regard to or in relation to the issue or allotment of the bonus equity shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory authority (ies) and which the Board in its discretion thinks fit and proper.

RESOLVED FURTHER THAT the Board be and is hereby further authorized to delegate all or any of the powers conferred by this resolution on it, to any committee or sub-committee of Board of Directors or any other Director(s), Company Secretary or any other Officer(s) of the Company to give effect to this resolution, with the power to such committee/ sub- committee of the Board to further delegate all or any of its powers/ duties to any of its members."

6. Approval for entering into Related Party Transactions

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 188 and other applicable provisions, if any of the Companies Act, 2013 read with Companies(Meeting of Board and its Powers) Rules, 2014 and provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirement), 2015 (including statutory modification(s) or re- enactment thereof for the time being in force) and subject to such other approvals- ,consents, permissions and sanctions of other authorities as may be necessary, 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 contracts/ arrangements/agreements/ transactions(including any modifications, alterations or amendments thereof) with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such related party to any office or place of profit in the company, or its subsidiary or associate company or any other transactions in ordinary course of business whatsoever nature and on arm's length basis with related parties within the meaning of the Act and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for an aggregate value of Rs.1000 Crores over a period of five years commencing from 1st October 2021.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and execute all such deeds, documents and writings, on an ongoing basis, as may be necessary, proper or expedient for the purpose of giving effect to the above resolution."

**By Order of the Board
For Sportking India Limited**

**(Raj Kumar Avasthi)
Chairman
DIN: 01041890**

**Place: Ludhiana
Date : 14.08.2021**

**Regd. Office:
Village Kanech, Near Sahnewal
G.T. Road, Ludhiana-141120 (Punjab)**

NOTES:

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of the business under Item No (s.) 3 to 6 set out above and the details under Regulation 36 (3) of SEBI (LODR) Regulations, 2015 in respect of Directors proposed to be re-appointed at the Annual General Meeting, is annexed hereto as Annexure 1 and Annexure 2 respectively.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY**
The instrument(s) appointing the proxy, if any, shall be deposited at the Registered Office of the Company at Village Kanech, Near Sahnewal, G.T. Road, Ludhiana-141120 not less than Forty Eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies shall not have right to speak at 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.
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members holding share certificates under different folio numbers but in the same order of name are requested to apply for consolidation of such folios and send relevant share certificates to the Registrars and the Share Transfer Agent of the Company.
5. The copy of relevant documents can be inspected at the registered office of the company on any working day between 11:00 A.M. To 01:00 P.M.
6. Electronic copy of the Annual Report for the financial year 2020-21 is being sent to all the members whose Email IDs are registered with the Company / Depository Participant for communication purposes unless any

member has requested for a hard copy of the same. For members who have not registered the Email address, physical copy of the Annual Report is being sent separately

7. Members are requested to bring their copies of the Annual Report at the Meeting. Members seeking any information with regard to the accounts of the company are requested to write to the company at least 15 days before the date of the meeting so as to enable the management to keep the information ready.
8. Members are requested to notify change in address, if any, to the company at its registered Office quoting their folio number.
9. Members/Proxies should bring the attendance slip sent herewith, duly filled in and signed and handover the same at the entrance of the meeting place.
10. The company's Registrar and Share Transfer Agents M/s. Beetal Financial & Computer Services (P) Ltd., are situated at Beetal House, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukh Dass Mandir, New Delhi and has maintained connectivity with both NSDL/CDSL.
11. The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies. Your company has joined the MCA in its environmental friendly initiative. The company would send documents such as Notice of the General Meetings, Annual Report and other communication to its shareholders via electronic mode to the registered e-mail addresses of shareholders. To support this green initiative of the Government in full measure, shareholders are requested to register / update their latest e-mail addresses with the Depository Participants (D.P.) with whom they are having Demat Account or send the same to the Company via e-mail at: cs@sportking.co.in We solicit your valuable co-operation and support in our endeavor to contribute our bit to the environment.
12. SEBI has mandated the submission of Permanent Account Number (PAN) by every securities market participant. Members holding shares in electronic form are therefore requested to submit their PAN to the DP with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to M/s. Beetal Financial & Computer Services (P) Ltd /Company.
13. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) rules, 2014 as amended from time to time and Regulation 44 of Listing Regulations, Members have been provided with the facility of "remote e- voting" (e-voting from a venue other than place of Annual General Meeting) on resolutions proposed to be considered at the ensuing Annual General Meeting. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL). The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 07th day of September 2021 at 09.00 a.m (IST) and ends on 09th Day of September 2021 at 05.00 p.m (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 03rd Day of September 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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 company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. CDSL and NSDL

Login type	Helpdesk details
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 and 22-23058542-43.
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

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN < 210816015> for **Sportking India Limited** on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporate" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address i.e. **cs@sportking.co.in**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- (xvii) The Company has appointed Mr. Sunny Kakkar, Practicing Company Secretary (M. No. FCS 10111 & C.P. No. 12712) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xviii) 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"/ "Polling Paper" for all those member who are present at the AGM but have not cast their votes by availing the remote e- voting facility.

**By Order of the Board
For Sportking India Limited**

**(Raj Kumar Avasthi)
Chairman
DIN: 01041890**

**Place: Ludhiana
Date : 14.08.2021**

**Regd. Office:
Village Kanech, Near Sahnewal
G.T. Road, Ludhiana-141120 (Punjab)**

ANNEXURE 1 TO THE NOTICE**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****Item No. 3**

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment of M/s. R.R. & Co, Cost Accountants, Ludhiana to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2022 at a fixed remuneration of Rs. 1,10,000/- plus applicable taxes in their meeting held on 24th July 2021.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditor is required to be ratified by the Shareholders of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 for approval by the members.

Item(s) No. 4 and 5

The equity shares of the Company are listed and traded on BSE Limited. The Company has grown multifold and performed well during the last 25 years. With a view to reward existing shareholders and to encourage the participation of Small Investors by increasing the liquidity of the equity shares by making it affordable and subject to the consent of the members of the Company, the Board in its meeting held on 14th August 2021, approved and recommended issue of Bonus Equity Shares of Rs. 10/- (Rupees ten only) each credited as fully paid up to eligible equity shareholder/members of the Company on the record date in the ratio/proportion of 3 new fully paid-up equity shares of Rs. 10/- (Rupees ten only) each for every 1(One) existing fully paid-up equity share of Rs. 10/- (Rupees ten only) each by capitalization of sums of Rs. 9,96,54,000/- (Rupees Nine Crore Ninety Six Lakhs Fifty Four Thousands only) standing to the credit of the free reserves and/or the securities premium account and/or the capital redemption reserve account and/or retained earnings of the Company, as may be considered necessary by the Board, to the holders of the existing equity shares of the Company in consideration of their said holding and whose names appear in the Register of Members/ list of Beneficial Owners maintained by RTA/NSDL/CDSL on record date.

Presently, the authorized share capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five crore only) divided into 50,00,000 (Fifty Lacs only) Equity Shares of Rs. 10/- each and 2,00,00,000 (Two Crores only) Redeemable Preference Shares of Rs. 10/- each. In order to facilitate issue of bonus equity shares and for future requirements, if any, it is proposed to increase the Authorised Share Capital to Rs. 35,00,00,000/- (Rupees Thirty Five Crore only) divided into 1,50,00,000 (one crore fifty lakh only) Equity Shares of Rs. 10/- each and 2,00,00,000 (Two Crores only) Redeemable Preference Shares of Rs. 10/- . The increase in the Authorised Share Capital as aforesaid would entail consequential alteration of the existing capital Clause V of the Memorandum of Association of the Company.

The issue of bonus equity shares by capitalization of free reserves and/or the securities premium account and/or the capital redemption reserve and/or retained earnings account already authorized by Article of Association of the Company. Increase in authorized capital and alteration of relevant clauses of the Memorandum of Association of the Company are subject to members' approval in terms of Sections 13, 61 and 63 of the Companies Act, 2013 and other applicable statutory and regulatory approvals..

None of the Director(s)/Key Managerial Personnel/their relatives are in anyway concerned or interested, financially or otherwise, in the resolutions except to the extent of shares held by them or by any concern or company controlled by them, in the Company.

The Board recommends the ordinary resolution(s) set forth at Item(s) no 4 and 5 for the approval by the members.

Item No. 6

Pursuant to provisions of Section 188 of the Companies Act, 2013, and the applicable Rules framed thereunder any Related Party Transaction will require prior approval of shareholders through ordinary resolution, if the aggregate value

of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

As per regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, ("SEBI LODR") all Related Party Transactions shall require approval of the Audit Committee and all Material Related Party Transactions require approval of the shareholders through Ordinary Resolution. A transaction with a related party shall be considered material, if the, transaction/ transactions to be entered into individually or taken together with previous transactions during a financial year exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

In light of the above provisions of the Companies Act, 2013 and rules made thereunder and SEBI (LODR) Regulations, 2015, the Audit Committee and Board of Directors of the company have approved the transactions in respect of sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such related party to any office or place of profit in the company, or its subsidiary or associate company or any other transactions whatsoever nature with related parties for an aggregate value of Rs.1000 Crores over a period of five years commencing from 1st October 2021 that company may enter with its related parties. Members are hereby informed that pursuant to the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015, no member of the company shall vote on such ordinary resolution to approve any contractor arrangement, if such member is a related party.

None of the Directors except Mr. Munish Avasthi and Raj Kumar Avasthi and key managerial personnel and their relatives are concerned or interested, financially or otherwise in the resolution.

The Board recommends the Ordinary Resolution set out at item no. 6 for approval by the Members.

**By Order of the Board
For Sportking India Limited**

**(Raj Kumar Avasthi)
Chairman
DIN: 01041890**

**Place: Ludhiana
Date : 14.08.2021**

**Regd. Office:
Village Kanech, Near Sahnewal
G.T. Road, Ludhiana-141120 (Punjab)**

ANNEXURE 2 TO THE NOTICE**Details of Directors seeking appointment/ re-appointment at the Annual General Meeting (Pursuant to Regulation 36 (3) of the Listing Regulations)**

Name of the Director	Mr. Naresh Kumar Jain
DIN	00254045
Age	67 Years
Date of Appointment	30.07.2009
Qualification	Graduate
Nature of his expertise in specific functional areas	Vast Experience in Managing Textile and Garments Business
Names of the listed entities in which the person also holds the Directorship	NA
The membership of the committees of the board of Listed Entities	Nil
Disclosure of Relationship between Directors	NA
Shareholding of Non-Executive Director	1300

SPORTKING INDIA LIMITED
CIN :L17122PB1989053150
Registered Office: Village kanech, Near Sahnewal, G.T Road, Ludhiana-141120
E-mail: cs@sporking.co.in, Website: www.sporking.co.in
ATTENDANCE SLIP

Ref. Folio/DP/ & Client No. _____

No. of shares held _____

Member's/Proxy's Name in Block Letter _____

I/We certify that I am a registered shareholder/proxy for the registered shareholder of the company. I hereby record my presence at the 32nd Annual General Meeting of the company held on Friday, 10th day of September, 2021 at 11.00 A.M. at its Registered Office at Village Kanech, Near Sahnewal, G.T Road, Ludhiana-141120.

Name of the Shareholder/Proxy
(In Block Letter)

Signature of the Shareholder/Proxy

Note: 1) Please fill the attendance slip and hand it over at the entrance of meeting venue. Joint shareholders may obtain additional attendance slip on request.

2) Please read instructions given at Note No. 13 of the Notice of 32nd Annual General Meeting, carefully before voting electronically.

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Form No. MGT-11
SPORTKING INDIA LIMITED
CIN :L17122PB1989053150
Registered Office: Village kanech, Near Sahnewal, G.T Road, Ludhiana-141120
E-mail: cs@sporking.co.in, Website: www.sporking.co.in

PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and rules 19(3) of the Companies (Management and Administration) Rules, 2014

Name of the member (s) : _____

Registered Address: _____

Folio No./DP & Client Id: _____

I/We, being the member (s) holding _____ shares of the above named company, hereby appoint:

1. Name & Address _____ Signature _____ or failing him/her

2. Name & Address _____ Signature _____ or failing him/her

3. Name & Address _____ Signature _____ or failing him/her as

my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the company held on Friday, 10th day of September, 2021 at 11.00 A.M. at its Registered Office at Village Kanech, Near Sahnewal, G.T Road, Ludhiana-141120 and at any adjournment thereof in respect of the following resolutions as are indicated below:-

S. No	Resolution
	ORDINARY BUSINESS
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, including the Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit and Loss for the year ended on that date and the Reports of Directors and Auditors thereon
2.	To appoint a Director in place of Mr. Naresh Kumar Jain (DIN: 00254045), who retires by rotation and being eligible, offers himself for re- appointment
	SPECIAL BUSINESS
3.	Ratification of the remuneration of the Cost Auditors for Financial Year 2021-22.
4.	Increase in the Authorised Share Capital of the Company and consequent Alteration of the Capital Clause of the 'Memorandum of Association' of the Company
5.	Approval for Issue of Bonus Shares
6.	Approval for entering into Related Party Transactions

Note: 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. Incomplete Proxy form will not be accepted.

Signed this ____ day of _____ 2021

Signature of the proxy holder

Signature of shareholder

Affix
Revenue
Stamp of
Rs. 1/-

Venue of Annual General Meeting
Sportking India Limited
Village Kanech, Near Sahnewal,
G.T. Road, Ludhiana-141120

