



SHIVKAMAL IMPEX LIMITED

Regd. Office: Ground Floor, Block-P-7, Green Park (Extn.) New Delhi-110016
Tel: 011-26192964, e-mail: siv_kamal@yahoo.com, info@shivkamalimpex.com
CIN: L52110DL1985PLC019893, Website-www.shivkamalimpex.com

NOTICE

Notice is hereby given that the 37th Annual General Meeting of the Members of Shivkamal Impex Limited will be held on Monday, 26th September, 2022 at 10:30 AM at the Registered Office of the Company at Ground Floor, Block-P- 7, Green Park (Extn.), New Delhi - 110016 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 March 31, 2022 together with the Report of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Lav Kush Mishra (DIN: 02241380) who retires by rotation, and being eligible, offers himself for re- appointment.
3. **Appointment of Statutory Auditors**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force), and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s Multi Associates, Chartered Accountants (Firm Registration No. 509955C), be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a period of five years from the conclusion of this Annual General Meeting until the conclusion of the 42nd Annual General Meeting of the Company and on such remuneration as agreed upon by the Board of Directors and the Auditors."

"RESOLVED FURTHER THAT the Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things necessary to give effect to this resolution."

Special Business

4. **Appointment of Ms. Heena Jain as a Non-Executive, Independent Director of the Company**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, and the applicable provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Heena Jain (DIN: 09494803), who was appointed by the Board of Directors as an Additional Director to hold office of Non-Executive, Independent Director of the Company with effect from February 12, 2022, in terms of Section 161(1) of the Act upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member proposing her candidature for the office of Director and in accordance with the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed



SHIVKAMAL IMPEX LIMITED

as an Independent Director of the Company for a term of 5 (five) consecutive years commencing from February 12, 2022 and ending on February 11, 2027.”

“RESOLVED FURTHER THAT the Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things necessary to give effect to this resolution.”

By Order of the Board
SHIVKAMAL IMPEX LIMITED

Place: New Delhi
Date: 20-08-2022

Manu Jain
Director

Notes

1. The relevant details as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting (SS-2) issued by ICSI in respect of the Directors seeking re-appointment are annexed to this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL 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.**
Proxies in order to be effective must be received by the Company, duly completed, stamped and signed, at its registered office not less than 48 hours before the scheduled time of the Annual General Meeting (AGM). A blank proxy form is enclosed.
A person can act as Proxy on behalf of the Members, not exceeding fifty (50) and holding in aggregate not more than ten percent (10%) of the total Share Capital of the Company. However, a Member holding more than 10% of the total Share Capital may appoint a single person as the Proxy and such person shall not act as the Proxy of any other person or Shareholder.
3. The Proxy holder shall prove his/her identity at the time of attending the Meeting.
4. Requisition for inspection of Proxies shall be received from the Members entitled to vote on any resolution at least three days before the commencement of the AGM. Proxies shall be made available for inspection during the period beginning twenty four hours before the time fixed for the commencement of the AGM and ending with the conclusion of the Meeting.
5. Corporate Member(s) intending to send their Authorized Representative(s) to attend the AGM are requested to send, to the Company, a certified copy of the Board Resolution pursuant to Section 113 of the Act, 2013 authorizing such representative(s) to attend and vote at the AGM.
6. The Register of Members and Share Transfer Books will remain closed from **Tuesday, September 20, 2022 to Monday, September 26, 2022 (both days inclusive)** for the purpose of Annual General Meeting of the Company.
7. Members, Proxies and Authorized Representatives of the Corporate Member(s) are requested to bring to the Meeting, the Attendance Slip, duly completed and signed and their copy of Annual Report as the practice of handing out copies of the Annual General Meeting has been discontinued in view of the high cost of paper and printing.
8. Members who are holding Shares in physical form are requested to notify the change(s), if any, in their addresses or Bank details to the Company's Registrar and Transfer Agent (RTA), **Beetal Financial & Computer Services (P) Limited**. Members holding Shares in dematerialized form are requested to notify any change in their address or Bank details to their respective Depository Participants.



SHIVKAMAL IMPEX LIMITED

9. In case of joint holders attending the AGM, the Member whose name appears first, in the order of the names as per the Register of Members of the Company, shall only be entitled to vote at the AGM.
10. SEBI vide circular dated 3rd November 2021 has mandated the listed companies to have PAN, KYC, bank details and Nomination of all shareholders holding shares in physical form. Folios wherein any one of the cited details / documents are not available with the Company/ R&T Agent, on or after 1st April 2023, shall be frozen as per the aforesaid SEBI circular. The investor service requests forms for updation of PAN, KYC, Signature, Bank details and Nomination or changes therein viz., Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 are available on our website www.shivkamalimpex.com and on the website of RTA at www.beetalfinancial.in. Further Members are requested to download the form and send the hard copies of the form along with supporting documents to the RTA, Beetal House, 3rd Floor 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062. In view of the above, we urge the shareholders to submit the Investor Service Request form along with the supporting documents at the earliest.
11. SEBI vide its circular No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, amended Regulation 40 of Listing Regulations pursuant to which from 1st April, 2019, onwards securities can be transferred only in dematerialized form. However, it is clarified that, members can continue holding shares in physical form. Transfer of securities in demat form will facilitate convenience and ensure safety of transactions for investors.
12. Members holding Shares in physical form are advised to convert their holding to dematerialize form to eliminate all risk associated with physical shares and to avail the benefits of dematerialization which beside others include easy liquidity, electronic transfer, savings in stamp duty, etc
13. The Ministry of Corporate Affairs has taken "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be effected through e-mail to its members. To support this green initiative of the Government in full measure, the Company will send Annual Report electronically to those Members whose e-mail IDs are registered with the Company/Depositories, unless the Member has specifically requested the Company to send such Annual Report in physical form. For Members who have not registered their e-mail IDs, physical copy of the Annual Report for financial year 2021-22 will be sent. The Notice of the AGM along with requisite documents and the Annual Report for the year ended March 31, 2022 shall also be available on the Company's website www.shivkamalimpex.com. The Notice can also be accessed from the website of the Stock Exchange where the shares are listed and traded, viz, www.bseindia.com.
14. The Members who hold shares in dematerialized form and who have not registered/ updated their e-mail addresses so far, are requested to register/update their e-mail addresses with the Depository through their concerned Depository Participant. Members who hold their Shares in physical form and who are desirous of receiving the communications/ documents in electronic form are requested to promptly register their e-mail addresses with the Company. The registered e-mail address will be used for sending all future communications.
15. Route-map to the venue of the Meeting is annexed to this Notice.
16. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available for inspection at the commencement of the Meeting and shall remain open and accessible to the Members during the continuance of the Meeting.
17. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to write to the Company at least seven days before the date of the



SHIVKAMAL IMPEX LIMITED

meeting in order to enable the management to make the information available at the meeting, if the Chairman so permits.

18. All documents referred to in the Notice and other relevant papers shall be available for inspection at the registered office of the Company on all working days, except Sunday and other national holidays between 11.00 A.M. and 1.00 P.M. up to the date of AGM.

Voting through Electronic means-

19. 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, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide to its Members, the facility to cast their vote electronically on all the resolutions proposed to be considered at the AGM. 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 National Securities Depository Limited (NSDL).
20. **The e-voting period commences on September 23, 2022 (9:00 A.M.) and ends on September 25, 2022. (5:00 PM).** During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
21. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of September 19, 2022**. Any person, who acquires shares of the Company and become member, of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 19, 2022, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or beetalrta@gmail.com.
22. The facility for voting through ballot paper or polling 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 or polling paper. The facility for voting by electronic voting system shall not be made available at the AGM of the Company.
23. The Board of Directors has appointed Mr. K.O. Siddiqui, Practicing Company Secretary (ICSI Membership No. 2229) as the Scrutinizer to scrutinize the e- voting process and the voting at the Meeting in a fair and transparent manner.
24. The process and manner of e-voting are provided herein below. Resolutions passed by the Members through e-voting shall be deemed to have been passed at the AGM.
25. Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.
26. The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting 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"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on





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	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at 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



B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.



SHIVKAMAL IMPEX LIMITED

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - 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.
 7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

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

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to primekoss@hotmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board Resolution / Authority Letter**” displayed under “**e-Voting**” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event,



SHIVKAMAL IMPEX LIMITED

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.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@shivkamalimpex.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to info@shivkamalimpex.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.](#)
3. 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.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Please note the following:

1. In view of the massive outbreak of the COVID-19 pandemic, the Members attending the meeting will be required to maintain social distancing and wear a face mask at the meeting.
2. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
3. 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.
4. 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.
5. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
6. The results of the electronic voting shall be declared to the Stock Exchanges after the AGM. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company.
7. Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.



SHIVKAMAL IMPEX LIMITED

Statement pursuant to Section 102(1) of the Companies Act, 2013

Item No. 3 Appointment of M/s Multi Associates, Chartered Accountants, New Delhi (Firm Registration No. 509955C) as Statutory Auditor of the Company

M/s. Jain Arun & Co., Chartered Accountant (Firm Registration No. 011158N), present Statutory Auditors of the Company will complete their current term on conclusion of this AGM in terms of Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors of the Company ('the Board'), has based on the recommendation of the Audit Committee, at its meeting held on August 20, 2022, proposed the appointment of M/s. Multi Associates, Chartered Accountants (Firm Registration No. 509955C) as the Statutory Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 42nd AGM subject to the consent of the members and on such remuneration as agreed upon by the Board of Directors and the Auditors.

M/s Multi Associates., Chartered Accountants, have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act and applicable rules and RBI Guidelines.

M/s Multi Associates is a practicing Chartered Accountants firm with its lead partner having an experience of more than 25 years. The remuneration to be paid to the Statutory Auditors shall be as agreed upon by the Board of Directors and the Auditors.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for the approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the proposed Ordinary Resolution as set out in Item No. 3 of the accompanying Notice.

Item No. 4 Appointment of Ms. Heena Jain as Independent Director.

Pursuant to recommendation of the Nomination and Remuneration Committee, Ms. Heena Jain (DIN: 09494803) was appointed as an Additional and Independent Director by the Board of Directors on February 12, 2022 under the Articles of Association of the Company and Section 161(1) of the Companies Act, 2013. Under the said section 161(1), she will hold office as an Additional Director up to this Annual General Meeting. As required under section 160 of the Companies Act, 2013, notice has been received from Member of the Company proposing the candidature of Ms. Heena Jain as an Independent Director of the Company. Accordingly, it is proposed to appoint Ms. Heena Jain as an Independent Director for a term of five consecutive years commencing from February 12, 2022 and ending on February 11, 2027.

Ms. Heena Jain has consented to her appointment and confirmed that she does not suffer from any disqualifications for her appointment as a Director. She has not been debarred from holding the office of Director by virtue of any SEBI order or any other such Authority. The Company has received declaration from Ms. Heena Jain confirming that she meets the criteria of independence as prescribed



SHIVKAMAL IMPEX LIMITED

under Section 149 of the Companies Act, 2013 read with rules made thereunder and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Ms. Jain fulfils all the conditions specified in the Companies Act, 2013 read with the Rules made thereunder and the relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for her appointment as an Independent Director of the Company and is independent of the management of the Company. Her brief profile and other relevant details are given in the annexure which forms part of this Notice.

A copy of the letter of appointment issued to Ms. Heena Jain as an Independent Director of the Company, subject to approval of shareholders, setting out the terms and conditions of appointment, would be available for inspection. Members seeking to inspect such document can send an email to info@shivkamalimpex.com.

Having regard to the qualifications, knowledge and experience of Ms. Jain, the Board is of view that her appointment as an Independent Director is in the interest of the Company and accordingly, the Board of Directors recommends passing of Special Resolution at Item No. 4 of the Notice.

None of the Directors, Key Managerial Personnel or their relatives, except Ms. Heena Jain and her relatives, are concerned or interested, financially or otherwise in the Resolution.

By Order of the Board
SHIVKAMAL IMPEX LIMITED

Place: New Delhi
Date: 20-08-2022

Manu Jain
Director

Registered office:

Shivkamal Impex Limited (CIN L52110DL1985PLC019893),
Ground Floor, Block-P-7, Green Park (Extn.) New Delhi-110016
Tel: 011-26192964, e-mail: siv_kamal@yahoo.com, info@shivkamalimpex.com
Website: www.shivkamalimpex.com



SHIVKAMAL IMPEX LIMITED

Annexure to the Notice

A. Particulars of the Director seeking appointment/re- appointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards – 2 (SS-2).

Item No. 2 & 4

NAME	LAV KUSH MISHRA	HEENA JAIN
Age	39 years	30 years
Date of Appointment	20-06-2008	12-02-2022
DIN	02241380	009494803
Nature of Expertise in specific functional areas	Mr. Lavkush Mishra has been serving the Company since 2008 as a Director. His experience, dedication and knowledge in management has helped the Board.	Ms Heena Jain is an Associate member of Institute of Company Secretaries of India and also a law graduate. She has around 3 years working experience and expertise in the field of corporate law and legal and statutory compliances.
Brief Resume/Qualification	M.com	Company Secretary and LL.B
Names of the other Listed Companies in which he/she holds Directorships	Nil	Nil
Names of the other Listed Companies in which he/she holds membership/ Chairmanship of Committees	Nil	Nil
Names of the other Listed Companies from which the person has resigned in the past three years	Nil	Nil
Remuneration last drawn, if applicable (As per last audited Balance Sheet as on 31 st March,2022)	Nil	Nil
No. of Board Meeting attended during the financial year 2021-22	6	1
Relationship between Directors inter-se	Nil	Nil
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	Nil	Nil



SHIVKAMAL IMPEX LIMITED

NAME	LAV KUSH MISHRA	HEENA JAIN
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	N.A.	Her qualification, skills and expertise in the field of corporate laws, legal and statutory compliances etc. will benefit the Company.

By Order of the Board
SHIVKAMAL IMPEX LIMITED

Place: New Delhi

Date: 20-08-2022

Manu Jain
Director

Registered office:

Shivkamal Impex Limited (CIN L52110DL1985PLC019893),

Ground Floor, Block-P-7, Green Park (Extn.) New Delhi-110016

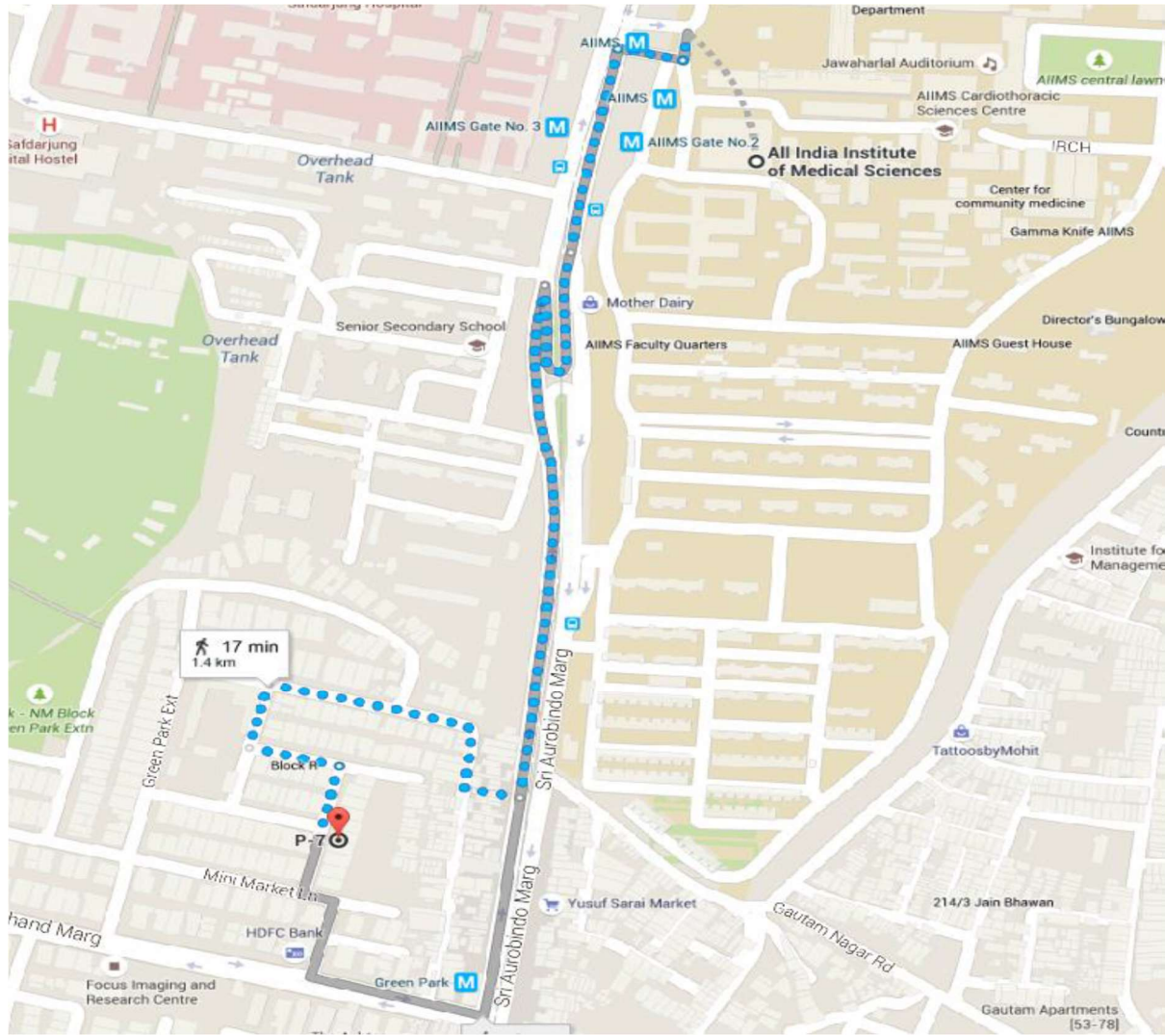
Tel: 011-26192964, e-mail: siv_kamal@yahoo.com, info@shivkamalimpex.com

Website: www.shivkamalimpex.com



SHIVKAMAL IMPEX LIMITED

Route map to the venue of 37th annual general meeting to be held on Monday, September 26, 2022 at the registered office of the company at Ground floor, Block-P-7, Green Park (Extn.), New Delhi-110016



**PROXY FORM
FORM NO. MGT- 11**

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

CIN: L52110DL1985PLC019893

Name of the Company: SHIVKAMAL IMPEX LIMITED

Registered Office: Ground Floor, Block-P-7, Green Park (Extn.) New Delhi-110016

Tel: 011-26192964, e-mail: siv_kamal@yahoo.com, info@shivkamalimpex.com

Website: www.shivkamalimpex.com

Name of the Member(s): _____
Registered Address: _____
E- Mail ID: _____
Folio No./ Client ID: _____
DP ID: _____

I/ We, being the Member(s) holdingshares of the above named Company, hereby appoint:

- Name:
Address:
e- Mail ID: Signature:or failing him/ her
- Name:.....
Address:
e- Mail ID: Signature: or failing him/ her
- Name:
Address:
e- Mail ID: Signature:

as my/our proxy to attend and vote for me/ us and my/ our behalf at the 37th Annual General Meeting of the Company, to be held on Monday, September 26, 2022 at 10:30 A.M. at Ground Floor, Block-P- 7, Green Park (Extn.), New Delhi - 110016 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution matter in brief	FOR	AGAINST
Ordinary Business			
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Report of the Board of Directors and the Auditors thereon.		
2.	Appointment of a Director in place of Mr. Lav Kush Mishra (DIN: 02241380) who retires by rotation, and being eligible, offers himself for re- appointment.		
3.	Appointment of M/s Multi Associates, Chartered Accountants (Firm Registration No. 509955C) as Statutory Auditor of the Company		
Special Business			
4.	Appointment of Ms. Heena Jain as Independent Director of the Company		

Signed this..... day of 2022

Signature of Shareholder.....

Signature of Proxy holder(s)

Note: 1. 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.

2. For the Resolutions and Notes, please refer to the Notice of the 37th Annual General Meeting.

SHIVKAMAL IMPEX LIMITED

CIN: L52110DL1985PLC019893

Regd. Office: Ground Floor, Block-P-7, Green Park (Extn.) New Delhi-110016
Tel: 011-26192964, e-mail: siv_kamal@yahoo.com, info@shivkamalimpex.com
Website: www.shivkamalimpex.com

37th ANNUAL GENERAL MEETING
ATTENDANCE SLIP

Attendance by
(Please tick the appropriate box)

- Member
- Proxy
- Authorised Representative

Name(s) of the Member(s) (including joint holders, if any):

Registered Address: _____

No. of Shares held: _____

Folio No. / Client ID & DP ID:

I hereby record my presence at the 37th Annual General Meeting of the Company being held on Monday, September 26, 2022 at 10:30 A.M. at its Registered Office at Ground Floor, Block-P-7, Green Park (Extn.) New Delhi-110016

.....
Name of Shareholder/ Proxy (in BLOCK LETTERS)

.....
Shareholder's/ Proxy's Signature

Note: Please bring the above Attendance Slip to the Meeting.