



# 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

CIN: L52110DL1985PLC019893

## NOTICE

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the Members of the Company will be held on Friday, the 09<sup>th</sup> September, 2016 at 10:00 A.M. at the Registered Office of the Company, Ground Floor, Block- P-7, Green Park Extension, New Delhi - 110016 to transact the following business:

### ORDINARY BUSINESS

1. To consider and adopt the Directors' Report, the Audited Financial Statements including the Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2016 and the Balance Sheet as at that date and the Auditors' Report thereon.
2. To appoint a Director in place of Mr. Sukan Chand Jain (holding DIN: 00242408) who retires by rotation, and being eligible, offers himself for re- appointment.
3. 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 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under and the resolution passed by the members in their 30<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2015, the appointment of M/s Multi Associates, Chartered Accountants, New Delhi (Registration No. 509955C), as the Statutory Auditors of the Company to hold office until the conclusion of the 32<sup>nd</sup> Annual General Meeting be and is hereby ratified.

**RESOLVED FURTHER** that the Board of Directors of the Company be and is hereby authorised to fix the remuneration payable to Statutory Auditors for the Financial Year ending 31<sup>st</sup> March, 2017.”

By Order of the Board  
For **SHIV KAMAL IMPEX LIMITED**

Place: New Delhi  
Date: 30<sup>th</sup> May, 2016

Anu Jain  
Managing Director &  
Company Secretary

## NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT 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.**

Proxies in order to be effective must be received by the company not less than 48 hours before the scheduled time of the meeting. A blank proxy form is enclosed.

**A person can act as the Proxy on behalf of the member, not exceeding fifty and holding in the aggregate not more than 10% of the total Share Capital of the Company, carrying voting rights. However, a member holding more than 10% of the total Share Capital, carrying voting rights, may appoint a single person as the Proxy and such person shall not act as the Proxy of any other person or Shareholder.**



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2. Corporate Member(s) intending to send their Authorized Representative(s) are requested to send a duly certified copy of the Board Resolution authorizing such representative(s) to attend and vote at the Annual General Meeting.
3. The Register of Members and Share Transfer Books will remain closed from Saturday, the 03<sup>rd</sup> September, 2016 to Friday, 09<sup>th</sup> September, 2016 (both days inclusive) for the purpose of Annual General Meeting.
4. All documents referred to the Notice and accompanying Statements are open for inspection at the Registered Office of the Company on all working days, except Sundays and other holidays between 11:00 AM and 1:00 PM up to the date of Annual General Meeting.
5. Members who are holding Shares in Physical Form are requested to notify the change, if any, in their addresses or Bank details to the Company's Registrar and Transfer Agent (RTA) and always quote their Folio Numbers in all correspondences with the Company and RTA. In respect of holding Shares in Electronic Form, members are requested to notify any change in addresses or Bank details to their respective Depository Participants.
6. Members who are still holding Shares in Physical Form are advised to dematerialize their shareholdings to avail the benefits of dematerialization which beside others include easy liquidity, electronic transfer, savings in stamp duty, prevention of forgery etc.
7. 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 is sending Annual Report electronically to the registered e-mail addresses of members, unless specifically requested to be sent in Physical Form. The members, who have not registered/ updated their e-mail addresses so far, are requested to register/update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participant. Members who hold their Shares in Physical Form shall be sent hard copies of Annual Report and who are desirous of receiving the communications/ documents in Electronic Form are requested to promptly register their e-mail addresses with the Company.
8. **VOTING THROUGH ELECTRONIC MEANS**
  - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. 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).
  - II. 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.
  - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.



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- IV. The remote e-voting period commences on Tuesday, 06<sup>th</sup> September, 2016 (9:00 am) and ends on Thursday, 08<sup>th</sup> September, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 02<sup>nd</sup> September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
- (i) Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. As password. The said PDF file contains your user ID and password/PIN for remote e- voting. Please note that the password is an initial password.
  - (ii) Launch internet browser by typing the following URL:  
<https://www.evoting.nsdl.com/>
  - (iii) Click on Shareholder – Login
  - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
  - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - (vii) Select “EVEN” of “**SHIV KAMAL IMPEX LIMITED**”
  - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
  - (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [primekoss@hotmail.com](mailto:primekoss@hotmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :



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- (i) Initial password is provided at the bottom of the Attendance Slip for the AGM:

<u>PASSWORD/PIN</u>	<u>EVEN (Remote e-voting Event Number)</u>	<u>USER ID</u>
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- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. 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 Friday, 02<sup>nd</sup> September, 2016.
- X. 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. Friday, 02<sup>nd</sup> September, 2016, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

- XI. 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.
- XII. 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.
- XIII. Mr. Khalid Omar Siddiqui, Practicing Company Secretary (Membership No. 2229) of M/s. Siddiqui & Associates, Company Secretaries has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. 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 “remote e-voting” or “Poling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. 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 three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favor or against, if any, to the Chairman or a person



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authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.shivkamalimpex.com](http://www.shivkamalimpex.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the Stock Exchange(s), if any, where the shares are listed.

By Order of the Board  
For **SHIV KAMAL IMPEX LIMITED**

Place: New Delhi  
Date: 30<sup>th</sup> May, 2016

Anu Jain  
Managing Director &  
Company Secretary



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## 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: SHIV KAMAL IMPEX LIMITED

Registered Office: Ground Floor, Block- P-7, Green Park Extension, New Delhi - 110016

<b>Name of the Member(s):</b> _____
<b>Registered Address:</b> _____
<b>e- Mail ID:</b> _____
<b>Folio No./ Client ID &amp; DP ID:</b> _____

I/ We, being the Member(s) holding ..... shares 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: ..... or failing him/ her

as my/our proxy to attend and vote for me/ us and my/ our behalf at the 31<sup>st</sup> Annual General Meeting of the Company, to be held on Friday, 09<sup>th</sup> September 2016 at 10: 00 A.M. at Ground Floor, Block- P-7, Green Park Extension, New Delhi - 110016 and at any adjournment thereof in respect of such resolutions as are indicated below:

#### Resolution No (s)

- Adoption of the Directors' Report, Audited Financial Statements including Statement of Profit and Loss for the year ended March 31, 2016 and Balance Sheet as at that date and the Auditors' Report thereon.
- Appointment of a Director in place of Mr. Sugan Chand Jain (holding DIN: 00242408) who retires by rotation, and being eligible, offers himself for re- appointment.
- Ratification of appointment of the Statutory Auditors and fixing their remuneration

Affix Revenue Stamp
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Signed this..... day of ..... 2016

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 earlier than 48 hours before the commencement of the Meeting.

2. For the Resolutions and Notes, please refer to the Notice of the 31<sup>st</sup> Annual General Meeting.



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31<sup>ST</sup> 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 31<sup>st</sup> Annual General Meeting of the Company being held on Friday, 09<sup>th</sup> September 2016 at 10: 00 A.M. at Ground Floor, Block- P-7, Green Park Extension, New Delhi - 110016

.....  
Name of Shareholder/ Proxy (in BLOCK LETTERS) Shareholder's/ Proxy's Signature

**Note: Please cut here and bring the above Attendance Slip to the Meeting.**

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**ELECTRONIC VOTING PARTICULARS**

<b>EVEN (Remote e- voting Event Number)</b>	<b>USER ID</b>	<b>PASSWORD/ PIN</b>

Note: The remote e- Voting period commences on Tuesday, 06<sup>th</sup> September 2016 at 09:00 AM and ends on Thursday, 08<sup>th</sup> September 2016 at 05: 00 PM.  
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## ROUTE MAP FOR THE VENUE OF 31<sup>ST</sup> ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 09<sup>TH</sup> SEPTEMBER 2016 AT GROUND FLOOR, BLOCK- P-7, GREEN PARK EXTENSION, NEW DELHI - 110016

