

SHREE GLOBAL TRADEFIN LIMITED

Regd. Off: 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid, Mumbai – 400 009.
Tel. 022 – 2348 0526 email : sgtl2008@gmail.com CIN : L27100MH1986PLC041252 Website : www.sgtl.in

Date: 04/08/2018

The Deputy General Manager
Department of Corporate Services
The Bombay Stock Exchange Limited
27th Floor, P.J. Towers, Dalal Street,
Mumbai - 400 001

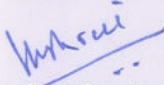
Dear Sir,

Sub: Notice of the 32nd Annual General Meeting of Shree Global Tradefin Limited

We wish to inform that the 32nd Annual General Meeting of the Company is scheduled to be held on Wednesday, 29th August, 2018 at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra at 11:00 A.M. The Notice convening the 32nd Annual General Meeting is enclosed herewith.

Kindly take the same on your records and oblige.

Thanking You,
Yours Faithfully,


Viresh Sohni
Chief Financial Officer



NOTICE

NOTICE is hereby given that the Thirty Second Annual General Meeting of the Members of **Shree Global Tradefin Limited** will be held on **Wednesday, 29th August, 2018 at 11.00 a.m.** at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial year ended 31st March, 2018, the reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial year ended 31st March, 2018 and Auditors Report thereon.
3. To appoint a Director in place of Mr. Ravindra Deshpande (DIN: 01003990), who retires by rotation and being eligible offers himself for re-appointment.
4. To Ratify the appointment of Statutory Auditor 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 resolution passed by the Members of the Company at the 30th Annual General Meeting held on 29th September, 2016 and pursuant to the provisions of Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded for ratification of the appointment of M/s Todarwal & Todarwal LLP, Chartered Accountants (ICAI Registration No: 111009W/W100231) as the Statutory Auditor of the Company, to hold office from the conclusion of Thirty second Annual General Meeting until the conclusion of Thirty third Annual General Meeting of the Company to be held in the year 2019, on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution."

SPECIAL BUSINESS:

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

RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time, Ms. Mohinder Anand (DIN: 08156946), who was appointed as an Additional Independent Director by the Board of Directors with effect from 26th June, 2018 and who holds office till the date of Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom

the Company has received notice in writing under section 160 of the Companies Act, 2013 from a Member proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of section 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Ms. Mohinder Anand, who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from 26th June, 2018 to 25th June, 2023, be and is hereby approved.

By Order of the Board of Directors

Date: 26th June, 2018
Place: Mumbai

Priyanka Agrawal
Company Secretary

NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.**
2. **The instrument appointing proxy, in order to be effective, must be received by the Company at the Registered Office not later than 48 hours before the commencement of the Meeting. Members / Proxies are requested to sign the attendance slip annexed to the proxy form and hand it over at the gate of the venue of the Meeting.**
3. A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. The proxy form should be in writing and be signed by the appointer or his/her attorney duly authorized in writing or, if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it.
5. 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.
6. The information regarding the Director who is proposed to be re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued, is annexed hereto. (Refer Note No. 20)

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7. An explanatory Statement setting out details relating to the special business to be transacted at the Annual General meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.
9. Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
10. The business set out in the Notice will be transacted through remote E-voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. The Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, 22nd August, 2018 to Wednesday, 29th August, 2018 (both days inclusive)** in terms of the provisions of Section 91 of the Companies Act, 2013.
13. In line with the Green Initiative of the Ministry of Corporate Affairs, hard copy of the Annual Report containing the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement etc. will be sent to those shareholders who have not registered their e-mail addresses. Shareholders who have registered their e-mail addresses will be sent the soft copies by e-mail. However, a shareholder continues to retain the right to request the Company for a hard copy of the Report.
14. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, the Statutory Registers, the Audited Standalone and Consolidated Financial Statements, the Directors' Report and the Auditor's Report, will remain open for inspection at the Registered Office of the Company on all working days between 09:00 a.m. to 5:00 p.m. excluding Saturdays, Sundays and public holidays upto the date of the AGM. The Audited Financial Statements, the Directors' Report and the Auditor's Report will be placed on the Company's website on www.sgtl.in
15. Members desiring any information as regards to Accounts are requested to write 7 days in advance to the Company before the date of the meeting to enable the Management to keep full information ready.
16. Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, M/s. Bigshare Services Pvt. Ltd., 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059.
17. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
18. **Information and other instructions relating to e-voting are as under:**
 - a. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting (**'Remote e-voting'**).
 - b. The facility for voting through ballot shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through **'Ballot'**.
 - c. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again. Please note that if a Member casts vote by both the modes, then votes cast through e-voting shall prevail and voting at the Meeting will be treated invalid.
 - d. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the Agency to provide E-Voting facility.
 - e. The Board of Directors of the Company has appointed K. C. Nevatia, Practicing Company Secretary (Membership No. FCS 3963, CP No. 2348), as the Scrutinizer, to scrutinize the voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
 - f. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. **Wednesday, 22nd August, 2018**.
 - g. 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, i.e. **22nd August, 2018** only shall be entitled to avail the facility of remote e-voting /Ballot.
 - h. The Scrutinizer, after scrutinizing the votes cast at the meeting (**Ballot**) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.sgtl.in. The results shall simultaneously be communicated to the Stock Exchange.
 - i. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. **29th August, 2018**.

- j. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

The instructions for shareholders voting electronically are as under:

- i) The voting period begins on **25th August, 2018** at 10.00 a.m. and ends on **28th August, 2018** at 5.00 p.m. During this period, Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **22nd August, 2018** 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 through remote e-voting would not be entitled to vote at the meeting venue.
- iii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- iv) Click on "Shareholders" tab.
- v) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.

Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the Member ID / folio number in the Dividend Bank details field as mentioned in instruction (v).
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- ix) After entering these details appropriately, click on "**SUBMIT**" tab.
- x) Members holding shares in physical form will then directly reach the Company selection screen. However, Members 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.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for "**SHREE GLOBAL TRADEFIN LIMITED**" on which you choose to vote.
- xiii) 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.
- xiv) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- xv) 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.
- xvi) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you by clicking on "**Click here to print**" option on the Voting page.
- xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) **Note for Non-Individual Shareholders and Custodians :**

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
19. The route map of the venue of the Annual General Meeting is given in this Annual Report.
20. Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the following

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information is furnished in respect of Director seeking re-appointment

Details of Director seeking re-appointment

Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 in respect of Director seeking re-appointment :-

Name of Director	Ravindra Deshpande
Date of Birth	26/09/1950
Age	67 Years
DIN	01003990
Date of first appointment on the Board	08/06/2015
A Brief Resume of the Director & Nature of his Expertise in Specific Functional Areas;	Mr. Ravindra Deshpande has done, B.E.(Civil) from Visvesvaraya National Institute of Technology, Nagpur. He is having vast experience of more than 35 years in construction industry. He has expertise in the area of project planning, project execution, liaisoning with Government and other authorities for project approval, drafting of tender documents, project implementation and co-ordination with respect to several commercial and residential construction projects. He has also worked with some of the major real estate companies such as CIDCO Ltd., Godrej Properties Limited, Unitech Ltd., V.M.Jog Constructions Ltd. at senior level. Apart from this, he is also having exposure in the areas of legal and management activities related to construction industry.
Qualification	B.E
Disclosure of Relationships Between Directors Inter-Se;	None
Names of Listed Entities in which the person also holds the Directorship and the Membership/ Chairmanship of Committees of the Board	<u>Directorship</u> 1. Shree Global Tradefin Limited <u>\$ Membership of Committees-</u> Shree Global Tradefin Limited- Member of Audit Committee & Stakeholders Relationship Committee <u>\$Chairmanship of Committees-</u> None
No. of Shares held in the Company	Nil
No. of Board meetings attended during last Financial Year	Seven
Terms and conditions of appointment	Non-Executive Director, liable to retire by rotation.

\$ Includes only Audit Committee and Shareholders' / Investors' Grievance Committee

By Order of the Board of Directors

**Date: 26th June, 2018
Place: Mumbai**

**Priyanka Agrawal
Company Secretary**

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 5

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, vide its resolutions dated 26th June, 2018 appointed Ms. Mohinder Anand as an Additional Independent Woman Director of the Company with effect from 26th June, 2018, who holds office upto the date of this AGM.

Ms. Mohinder Anand have given declaration to the Board of Directors of the Company that she meets the criteria of independence as required under section 149 of the Companies Act, 2013 along with consent to act as Director of the Company. In the opinion of the Board of Directors, she fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for her appointment as Independent Director of the Company and she is independent of the management.

The aforementioned Director is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013.

In terms of section 160 of the Companies Act, 2013, the Company has received notice in writing from a member proposing the candidature of Ms. Mohinder Anand to be re-appointed as Independent Director as per the relevant provisions of the Companies Act, 2013.

The Board of Directors recommends the passing of the ordinary resolution as set out in Item No. 5 of the Notice for your approval.

Except Ms. Mohinder Anand being appointee, and her relatives, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise, in the resolution.

Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2, issued by the Institute of Company Secretaries of India, please refer Note No. 20 of the Notice for the details of the above Independent Director.

By Order of the Board of Directors

**Date: 26th June, 2018
Place: Mumbai**

**Priyanka Agrawal
Company Secretary**

ROUTE MAP

The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra

