



Ref: D/BSE/2019-20/017

Date: 30.11.2019

To,
The BSE Limited
27th Floor, P.J. Towers
Dalal Street,
Mumbai-400001

SCRIP CODE: 542725

Sub: Notice of the Extra Ordinary General Meeting("EGM") of SBC Exports Limited

Dear Sir/Madam,

Pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other applicable provisions, please find enclosed herewith a copy of the Notice for convening the EGM of the shareholders of the Company to be held at shorter notice on Monday, December 02, 2019 at 9:30 a.m. at House No.-20, Lohiya Talab, Choti Basahi P.O.: Vindhyachal, Mirzapur – 231307, Uttar Pradesh.

This is for the information of the Exchange and the members

Thanking You

For **SBC Exports Limited**

FOR SBC EXPORTS LTD.

Company Secretary

(Hariom Sharma)
Company Secretary
M. No. A41738

Encl: a/a

CIN : U18100UP2011PLC043209

Corp. Office : 49/95, Site-IV, Sahibabad Industrial Area, Ghaziabad, Uttar Pradesh - 201010

Head Office : House No. 20, Lohiya Talab, Choti Basahi, P.O. Vindhyachal Mirzapur, Uttar Pradesh - 231307

Tel. : 0120-2895246, Customer Care : +8303-300-100, E-mail : info@sbceportslimited.com, Web. : www.sbceportslimited.com

SBC EXPORTS LIMITED

(CIN: U18100UP2011PLC043209)

Regd. Off: House No.-20, Lohiya Talab, Choti Basahi P.O.: Vindhyachal Mirzapur Up 231307 In

Email-Id: info@sbcel.com; **Website:** www.sbceportslimited.com

NOTICE

(PURSUANT TO THE SECTION 101 OF THE COMPANIES ACT, 2013)

NOTICE is hereby given that the Extra-Ordinary General Meeting of the Members of **M/s SBC EXPORTS LIMITED** will be held at shorter notice on Monday the 2nd day of December, 2019 at 9:30 a.m. at the Registered Office of the Company at House No.-20, Lohiya Talab, Choti Basahi P.O.: Vindhyachal, Mirzapur – 231307, Uttar Pradesh to transact the following business:

SPECIAL BUSINESS:

ITEM NO.1 APPOINTMENT OF STATUTORY AUDITORS TO FILL THE CASUAL VACANCY

To consider and if thought fit, to pass, with or without modification, the following resolution as an ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to appoint **M/s. S.T.R.G. & Associates, Chartered Accountants (FRN:014826N)** having its office at New Delhi, as Statutory Auditors of the Company, who shall hold office for (5)five years i.e. from the Financial year 2019-20 to 2023-24, to fill the casual vacancy caused by the resignation of M/s. R.N.K.A. & Co., Chartered Accountants, as applicable, at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.

RESOLVED ALSO THAT for the purpose of giving effect to this resolution, any Director or Company Secretary of the Company be and is hereby authorised to do all acts, deeds, matters and things as deem necessary.”

**For and on behalf of the Board
For SBC Exports Limited**

**Date: 29.11.2019
Place: Sahibabbad**

**Hariom Sharma
Company Secretary**

NOTES:

a) A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote instead of himself and a Proxy need not be the member of the Company.

- b) The instrument appointing the Proxy, if any, shall be delivered at the Registered Office of the company not later than forty eight hours before the time of commencement of the meeting and in default, the instrument of Proxy shall be treated as invalid.
- c) Members are requested to notify immediately any change in their address to the Company at its registered office.
- d) Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the Meeting, is annexed hereto.
- e) Members are requested to bring their copy of notice of the EGM. The Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the meeting.
- f) Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting. .
- g) Electronic Copy of Notice will be sent to the members whose email IDs are registered with the Company/Deposit Participant(s).
- h) Members may also note that Notice of an Extraordinary General Meeting will also available on the Company's website www.sbcexportslimited.com for being downloaded. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during the normal business hours on working days till the date of the meeting. Even after registering e-communication, members are entitled to received such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: info@sbccl.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

M/S. R. N. K. A. & Co., Chartered Accountants (FRN 021745N), who were appointed for a 2nd consecutive term as the Statutory Auditors of the Company in the 4th Annual General Meeting of the Company held on 30th September, 2015 to hold their office from the conclusion of the 4th Annual General Meeting till the conclusion of 8th Annual General Meeting (up to the Financial Year ending 2018-19).

It may be noted that the current statutory auditor has completed his two consecutive terms and pursuant to the provisions of section 139 (2) (b) of the Companies Act, 2013, your Company can not appoint him for another period as Statutory Auditor. However in accordance with the provisions of Sec 139(10) of the Companies Act, 2013, where at any annual general meeting, no auditor is appointed or re-appointed, the existing auditor shall continue to be the auditor of the company.

It may also be noted that as per the Regulation 33 (1) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, any limited review or audit reports as required to be submitted to the stock exchange(s) on a quarterly or annual basis shall only be given by an auditor who has subjected himself to the peer review process of Institute of Chartered Accountants of India and holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

And the current Statutory Auditors do not hold the Peer review Certificate and hence are unable to continue as statutory auditor of your company.

Accordingly, M/S. R. N. K. A. & Co., Chartered Accountants has tendered his resignations w.e.f. 27th November, 2018.

The Board of Directors of your Company has recommended to appoint **M/s. S.T.R.G. & Associates, Chartered Accountants (FRN:014826N)** having its office at New Delhi, as Statutory Auditors of the Company for (5) five years i.e. from the Financial year 2019-20 to 2023-24 to fill the Casual Vacancy.

M/s. S.T.R.G. & Associates, Chartered Accountants (FRN:014826N), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members,

None of the Directors, Key Managerial Persons of their relatives, in any way, concerned or interested in the said resolution.

**For and on behalf of the Board
For SBC Exports Limited**

**Date: 29.11.2019
Place: Sahibabab**

**Hariom Sharma
Company Secretary**

ROUTE MAP FOR EGM VENUE



SBC EXPORTS LIMITED

(CIN: U18100UP2011PLC043209)

Regd. Off: House No.-20, Lohiya Talab, Choti Basahi P.O.: Vindhyachal Mirzapur Up 231307 In

Email-Id: info@sbccl.com; **Website:** www.sbcexportslimited.com

ATTENDANCE SLIP

EXTRA ORDINARY GENERAL MEETING - 02/12/2019

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slip at the venue of the meeting.

Regd. Folio No./DP Id No.*/Client Id No.* (*Applicable for investor holding shares in electronic form.)	
No. of Shares held	
Name and Address of the First Shareholder (IN BLOCK LETTERS)	
Name of the Joint holder (if any)	

I/we hereby record my/our presence at the Extra-Ordinary General Meeting of the Members of **M/s SBC EXPORTS LIMITED** at House No.-20, Lohiya Talab, Choti Basahi P.O.: Vindhyachal, Mirzapur – 231307, Uttar Pradesh on Monday the 2nd day of December, 2019 at 9:30 a.m.

Member's/Proxy's Name in Block Letters

Member's/Proxy's Signature

Note:

Shareholders who come to attend the meeting are requested to bring their copies of Notice with them.

SBC EXPORTS LIMITED

(CIN: U18100UP2011PLC043209)

Regd. Off: House No.-20, Lohiya Talab, Choti Basahi P.O.: Vindhyachal Mirzapur Up 231307 In

Email-Id: info@sbccl.com; **Website:** www.sbcexportslimited.com

PROXY FORM

(Form No. MGT-11 - Pursuant to section 105(6) of the Companies Act, 2013 Rules made thereunder)

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No/Client Id	

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

- Name :
Address :.....;
- Signature....., or failing him;
- Name :
Address :.....;
- Signature....., or failing him;
- Name :
Address :.....;
- Signature....., or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Members of **M/s SBC EXPORTS LIMITED** to be held at shorter notice on Monday the 2nd day of December, 2019 at 9:30 a.m. at the Registered Office of the Company at House No.-20, Lohiya Talab, Choti Basahi P.O.: Vindhyachal, Mirzapur – 231307 or at any adjournment thereof in respect of such resolutions as are indicated below:

Resol. No.	Resolutions	Vote		
		For	Against	Abstain
1	Appointment of Statutory Auditors to fill the Casual vacancy			

Signed this _____ day of _____ 2019

Signature of Shareholder:

Signature of proxy holder(s)

Affix Revenue Stamp of Re. 1/-.
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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 Extra- Ordinary General meeting.
- It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.