



प्रभाग

DIVISION C/BS&P/BS/10082/2017/STEX



दि स्टेट ट्रेडिंग कार्पोरेशन ऑफ इंडिया लिमिटेड
(भारत सरकार का उद्यम)

THE STATE TRADING CORPORATION OF INDIA LTD.
(A Govt. of India Enterprise)

SEPTEMBER 03, 2018

Manager –Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra –Kurla Complex,
Bandra (East),
Mumbai-400051
Scrip Code : **STCINDIA-EQ**

Manager- Listing Compliance Department
BSE Limited
1st Floor, P.J. Towers,
Dalal Street,
Mumbai-400001
Scrip Code : **512531**

Sub: Intimation regarding 62nd Annual General Meeting of STC.

Dear Sir,

Pursuant to Regulation 30 of SEBI (LODR), 2015, we wish to inform you that the 62nd Annual General Meeting of the Members of the Company will be held on **Wednesday, the 26th September, 2018 at 4:00 P.M. at the Registered Office of the Corporation at Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110001,**

The following information with regard to Book -Closure and E-voting details are also submitted for your kind information: -

Pursuant to the provision of Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI(Listing Obligations and Disclosure Requirements) Regulation, 2015, Register of Members and Share Transfer Books of the Company will remain closed from, Wednesday 19th September 2018 to Wednesday, 26th September 2018 (Both Days inclusive) for the purpose of Annual General Meeting.

Further, in compliance with provision of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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, the Company is providing Remote E-voting facility to all shareholders of the Company in respect of all the items to be transacted at the said AGM. The cut- off date for the purpose of determining the voting rights of shareholders of the Company, holding share either in physical form or in dematerialized form is 19th September 2018. The remote e-voting period will commence on Sunday, 23rd September, 2018 (09:00 A.M.) and end on Tuesday, 25th September, 2018 (05:00 P.M.).

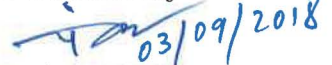
| S.No. | Activities | DATE/Date time |
|-------|---------------------------------------|---|
| 1 | Date & Time of AGM | 26 th September 2018 at 04:00 PM |
| 2 | Book Closure Start Date | 19 th September 2018 |
| 3 | Book Closure End Date | 26 th September 2018 |
| 4 | Cut-off Date for Casting for E-voting | 19 th September 2018 |
| 5 | E-Voting Start Date & Time | 23 rd September 2018 at 09:00AM |
| 6 | E-Voting End Date & Time | 25 th September 2018 at 05:00 PM |

We are hereby forwarding the copy of Notice of the 62nd Annual General Meeting of the Members of the Company for your reference and record.

Kindly take the above information on record.

Thanking You,

Yours faithfully


(Pankaj Kumar)

Company Secretary

पंजीकृत कार्यालय : जवाहर व्यापार भवन, टॉलस्टॉय मार्ग, नई दिल्ली-110001 / Regd. Office : Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110001

कॉर्पोरेट पहचान संख्या/Corporate Identity No. : L74899DL1956GOI002674

दूरभाष/Telephone : 011-23313177 फैक्स/Fax : 011-23701123, 23701191 ई-मेल/E-mail : co@stclimited.co.in वेबसाइट/Website : www.stclimited.co.in

“हिन्दी में प्राप्त पत्रों का स्वागत है।”



THE STATE TRADING CORPORATION OF INDIA LIMITED

CIN: L74899DL1956GOI002674

Regd. Office: Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110001

Website: www.stclimited.co.in, email : co@stclimited.co.in

Telephone : 011-23313177, Fax : 011- 23701123/23701191

NOTICE

Notice is hereby given that the 62nd Annual General Meeting of The State Trading Corporation of India Limited will be held on Wednesday, the 26th September, 2018 at 4:00 P.M. at the Registered Office of the Corporation at Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110001, to transact the following business:

Ordinary Businesses:

1. To receive, consider and adopt the Standalone & Consolidated Audited Financial Statement, containing Balance Sheet as at March 31, 2018, Profit & Loss Account and Cash Flow Statement of the Corporation, for the year ended March 31, 2018 together with the Report of the Board, Reports & Comments of the Auditors and Comptroller & Auditor General of India thereon and reply of the management thereto.
2. To appoint a Director in place of Shri S.K. Sharma (holding DIN 06942536), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri P. K. Das (holding DIN 03145622), who retires by rotation and being eligible, offers himself for re-appointment.
4. To authorize Board of Directors of the Company to fix the remuneration of the Statutory / Branch Auditor(s) of the Company and to pass the following resolution, with or without modification(s), as an Ordinary Resolution :
"RESOLVED THAT in terms of the provisions of Section 139(5) read with Section 142(1) of the Companies Act, 2013 and rules made thereunder, the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration of the Statutory/Branch Auditors of the Company appointed by Comptroller and Auditor General of India for the financial year 2018-19, as may be deemed fit by the Board."

Special Businesses:

5. To consider and pass the following resolution as an Ordinary Resolution:
"RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions if any of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article 79 of Articles of Association of the Company; Shri Sunil Kumar, (holding DIN: 07592258) who was appointed by the Government of India vide its Order dated September 28, 2017 and subsequently appointed as Additional Director, part-time Official Director (Government Nominee) by the Board of Directors with effect from October 21, 2017 to hold office upto the date of this Annual General Meeting and who is eligible for appointment

under the relevant provisions of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member of the Company under Section 160 (1) of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation on such terms, conditions and tenure as may be determined by the Government of India from time to time.

6. To consider and pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions if any of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article 79 of Articles of Association of the Company, Shri Umesh Sharma(holding DIN: 03298909) who was appointed as Director (Finance) of the Company in addition to his existing charge of Director (Finance), MMTC Limited, vide its Order dated December 28, 2017 and subsequently appointed as Additional Director by the Board of Directors with effect from January 04, 2018 to hold office upto the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and in respect of whom the Company has received a notice from Director himself under Section 160 (1) of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, liable to retire by rotation on such terms, conditions and tenure as may be determined by the Government of India from time to time.”

7. To consider and pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions if any of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article 79 of Articles of Association of the Company, Shri Subash Chandra Pandey, SS & FA (holding DIN: 01613073) who was appointed as part time official Director (Government Nominee) by the Government of India, vide its Order dated March 16, 2018 and subsequently appointed as Additional Director by the Board of Directors with effect from March 27, 2018 to hold office upto the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and in respect of whom the Company has received a notice from writing from a member of the Company under Section 160 (1) of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, liable to retire by rotation on such terms, conditions and tenure as may be determined by the Government of India from time to time.”

Registered Office:

Jawahar Vyapar Bhawan,
Tolstoy Marg, New Delhi-110001

Dated: 24th August, 2018

By order of the Board of Directors

Sd/-
(Pankaj Kumar)
Company Secretary
ACS 15849

NOTES:

1. Relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard -2 on General Meeting in respect of the Special Businesses, as set out above is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS (48 HRS.) BEFORE THE TIME OF COMMENCEMENT OF THE ANNUAL GENERAL MEETING I.E. BY 04:00 P.M. ON 24th SEPTEMBER, 2018. BLANK PROXY FORM IS ENCLOSED.**
3. **PURSUANT TO THE PROVISIONS OF SECTION 105 OF THE COMPANIES ACT, 2013, A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES ETC. MUST BE SUPPORTED BY APPROPRIATE RESOLUTION/ AUTHORITY AS APPLICABLE.**
4. Every member entitled to vote in a meeting of the company or on any resolution to be moved thereat, shall be entitled during the period beginning twenty four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the company, provided not less than three days' notice in writing of the intention to inspect is given to the company.
5. Corporate Members intending to send their authorized representatives to the meeting are required to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
6. Brief resumes of the Directors seeking appointment/ re-appointment as mandated under Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 are annexed hereto and form part of the Notice. The Directors have furnished consent/declaration for their appointment/re-appointment as required under the Companies Act, 2013 and the rules thereunder.
7. The Register of Members and Share Transfer Books of the Company will remain closed from, Wednesday, 19th September, 2018 to Wednesday, 26th September, 2018 (both days inclusive) for the purpose of Annual General Meeting.
8. The register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the AGM venue.
9. The Register of Contracts or arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM venue.
10. Share transfer documents and all correspondence relating thereto, should be addressed to the Registrars and Share Transfer Agents of the Company - MCS Share Transfer Agents Limited (F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020; Phone No: 41406149; Fax: 41709881; email ID:admin@mcsregistrars.com) who is also the depository interface of the Company with both NSDL and CDSL.

11. The Company has designated an exclusive e-mail ID, namely, cs@stclimited.co.in to redress shareholders'/ investors' complaints/grievances. In case of any queries/ complaints or grievances, members may write at the above e-mail address.
12. Members are requested to immediately notify any change of address or updation of bank account particulars or other details to:
 - (i) their Depository Participants (DP) in respect of shares held in dematerialized form, and
 - (ii) the Company at its Registered Office or its Registrar & Transfer Agents, MCS Share Transfer Agent Limited, in respect of physical shares, if any, quoting their folio number.
13. Under Section 124 of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company had, accordingly, transferred Rs.2,96,026/- being the unpaid and unclaimed dividend amount pertaining to Final Dividend 2009-10 on 14.11.2017 to the Investor Education and Protection Fund of the Central Government.

The Company has uploaded the information in respect of the Unclaimed Dividends in respect of the financial years from 2009-10, as on the date of the 61st Annual General Meeting (AGM) held on 26th September, 2017, on the website of the Company at www.stclimited.co.in under 'Investors Desk'.
14. Members, who have not encashed their dividend warrants within the validity period, may write to the Company at its Registered Office for revalidating the warrants or payment in lieu of such warrants in the form of demand draft.
15. 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 Registrars and Share Transfer Agents.
16. Electronic copy of the Annual Report for 2017-18 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2017-18 are being sent in the permitted mode.
17. Electronic copy of the Notice of the 62nd Annual General Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 62nd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
18. Members may also note that the Notice of the 62nd Annual General Meeting and the Annual Report for 2017-18 will also be available on the Company's website www.stclimited.co.in for downloading by them. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive 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

Secretary's email id: cs@stclimited.co.in.

19. 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, 2016, Secretarial Standard on General Meeting -2 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide its members, the facility to exercise their right to vote on resolutions proposed to be considered at the 62nd 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 poll 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.
- 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.
- IV. The remote e-voting period commences on Sunday, 23rd September, 2018 (09:00 A.M.) and ends on Tuesday, 25th September, 2018 (05:00 P.M.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19th September, 2018, 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 is as under:

How do I vote electronically on NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting System at <https://www.evoting.nsdl.com/>

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

Details on Step 1 are mentioned below:

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 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password 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. Your password details 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'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
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.
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.

Details on Step 2 is given below:

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. 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 rastogifcs3@gmail.com or cs@stclimited.co.in with a copy marked to evoting@nsdl.co.in.
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, 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.: 1800-222-990 or send a request at evoting@nsdl.co.in
- VI. 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).
- VII. 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 19th September, 2018.
- VIII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holds shares as on the cut-off date i.e. 19th September, 2018, may obtain the login ID and password by sending a request at voting@nsdl.co.in or cs@stclimited.co.in or RTA. 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 or contact NSDL at the following toll free no.: 1800-222-990
- IX. 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.
- X. Shri Parveen Rastogi, Prop. M/s Parveen Rastogi & Co. Practicing Company Secretary, (PCS Membership No. 2883) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

- XI. The Chairman, at the AGM, at the end of discussion on the resolutions on which voting is to be held shall, 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.
- XII. The Scrutinizer shall after the conclusion of voting at the AGM, 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 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.
- XIII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.stclimited.co.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai and the National Stock Exchange of India Limited.
20. All documents referred to in this Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.30 am to 5.30 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.
21. Members desirous of obtaining any information/ clarification(s) concerning the accounts and operations of the Company or intending to raise any query are requested to forward the same at least 10 days before the date of the meeting to Company Secretary at the Registered Office of the Company, so that the same may be attended to appropriately.
22. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders. Members holding shares in physical form may nominate a person in respect of all the shares held by them whether singly or jointly. Members who hold shares in individual name are advised to avail the nomination facility by filing form No. SH-13 in their own interest. Blank forms can be had from the Registrar and Share Transfer Agent from the office of the Company on request. Members holding shares in dematerialised form may contact their respective DPs for registration of nomination.
23. Members holding physical shares in multiple folios in identical names are requested to send their share certificates to Company's Registrar and Share Transfer Agents for consolidation.
24. Pursuant to Section 139(5) read with Section 142 of the Companies Act, 2013, the Auditors of a Government Company are appointed or re-appointed by the Comptroller and Auditor General (C&AG) of India and their remuneration is to be fixed by the Company in the Annual General Meeting. The members may authorize the Board to fix up an appropriate remuneration of Auditors for the year 2018-19.

25. Members are requested to:-

- a. bring their copies of Annual Report and Attendance Slip duly completed and signed at the meeting.
- b. quote their Folio/DP & Client Identification No. in all correspondence with the Company/Registrar & Share Transfer Agents.
- c. note that the attendance slip/ proxy form should be signed as per the specimen signature registered with MCS Share Transfer Agents Limited, the Registrar & Transfer Agent (RTA) / Depository Participant (DP).
- d. deliver duly completed and signed Attendance Slip at the entrance of the meeting venue as entry to the Hall will be strictly on the basis of the entry slip available at the counters at the venue to be exchanged with the attendance slip.

- e. note that 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.
 - f. not bring brief case, bags, eatables, cell phones etc. as they are prohibited inside the meeting hall for security reasons.
 - g. note that no gifts/coupons will be distributed at the meeting.
26. Shareholders holding shares in physical form are invited to contribute to the cause of Green initiative by registering their e-mail ID by submitting E-COMMUNICATION REGISTRATION FORM inserted in the annual report.
27. None of the Directors of the Company is any way related with each other or other Key Managerial Personnel of the Company.
28. Route map to the venue of the Annual General Meeting is enclosed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD -2 ON GENERAL MEETINGS

ITEM NO.5

APPOINTMENT OF SHRI SUNIL KUMAR AS DIRECTOR

Shri Sunil Kumar (holding DIN: 07592258), Additional Secretary, Department of Commerce, (DoC), was appointed as part time Official Director of the Company by the Government of India through Ministry of Commerce & Industry, Department of Commerce, vide its Order No. 11/36/2001, FT (M & O) dated September 28, 2017 and was subsequently appointed as an Additional Director, part-time Official Director (Government Nominee) with effect from October 21, 2017 to hold office upto the date of this Annual General Meeting.

In terms of provisions contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, the Company has received a notice in writing from a member signifying the intention to propose Shri Sunil for the office of the Director of the Company. Shri Sunil Kumar, if appointed shall be liable to retire by rotation. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

Disclosure under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 describing his brief resume, inter-alia giving nature of expertise, shareholding in the Company, other Directorship, Membership / Chairmanship of the Committees and other particulars are provided in the Annexure which forms part of this notice.

The Directors other than Shri Sunil Kumar or Key Managerial Personnel or their relatives do not have any concern or interest, financial or otherwise, in passing of the said Resolution.

The Board recommends the Ordinary Resolution as set out at item no. 5 for approval by the shareholders.

ITEM NO.6

APPOINTMENT OF SHRI UMESH SHARMA AS DIRECTOR

Shri Umesh Sharma (holding DIN: 03298909) was appointed as a Director (Finance) of the Company in addition to his existing charge of Director (Finance) in MMTTC by the Government of India through Ministry of Commerce & Industry, Department of Commerce, vide its Order No 12022/5/2017-E.IV dated 28th December, 2017 for a period of three month from the date of of assumption of charge of the post, or until further orders, whichever is earlier and consequently was appointed as an Additional Director by the Board of Directors with effect from January 04, 2018 to hold office upto the date of this Annual General Meeting.

In terms of provisions contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, the Company has received a notice in writing from the candidate himself signifying his intention to propose himself for the office of the Director (Finance) of the Company. Shri Umesh Sharma, if appointed shall be liable to retire by rotation. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

Disclosure under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 describing his brief resume, inter-alia giving nature of expertise, shareholding in the Company, other Directorship, Membership / Chairmanship of the Committees and other particulars are provided in the Annexure which forms part of this notice.

The Directors other than Shri Umesh Sharma or Key Managerial Personnel or their relatives do not have any concern or interest, financial or otherwise, in passing of the said Resolution.

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

ITEM NO.7

APPOINTMENT OF SHRI SUBHASH CHANDRA PANDEY AS DIRECTOR

Shri Subhash Chandra Pandey (holding DIN 0613073), Special Secretary & Financial Adviser, Department of Commerce, (DoC), was appointed as part time Official Director of the Company by the Government of India through Ministry of Commerce & Industry, Department of Commerce, vide its Order No. 11/36/2001, FT (M & O)–Vol. I dated March 16, 2018 and was subsequently appointed as an Additional Director, part-time Official Director (Government Nominee) with effect from March 27, 2018 to hold office upto the date of this Annual General Meeting.

In terms of provisions contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, the Company has received a notice in writing from the candidate himself signifying his intention to propose himself for the office of the Director. Shri Subhash Chandra Pandey, if appointed shall be liable to retire by rotation. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

Disclosure under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 describing his brief resume, inter-alia giving nature of expertise, shareholding in the Company, other Directorship, Membership / Chairmanship of the Committees and other particulars are provided in the Annexure which forms part of this notice.

The Directors other than Shri Subhash Chandra Pandey or Key Managerial Personnel or their relatives do not have any concern or interest, financial or otherwise, in passing of the said Resolution.

The Board recommends the Ordinary Resolution as set out at item no.7 for approval by the shareholders.

Registered Office:

Jawahar Vyapar Bhawan,
Tolstoy Marg, New Delhi-110001

Dated: 24th August, 2018

By order of the Board of Directors

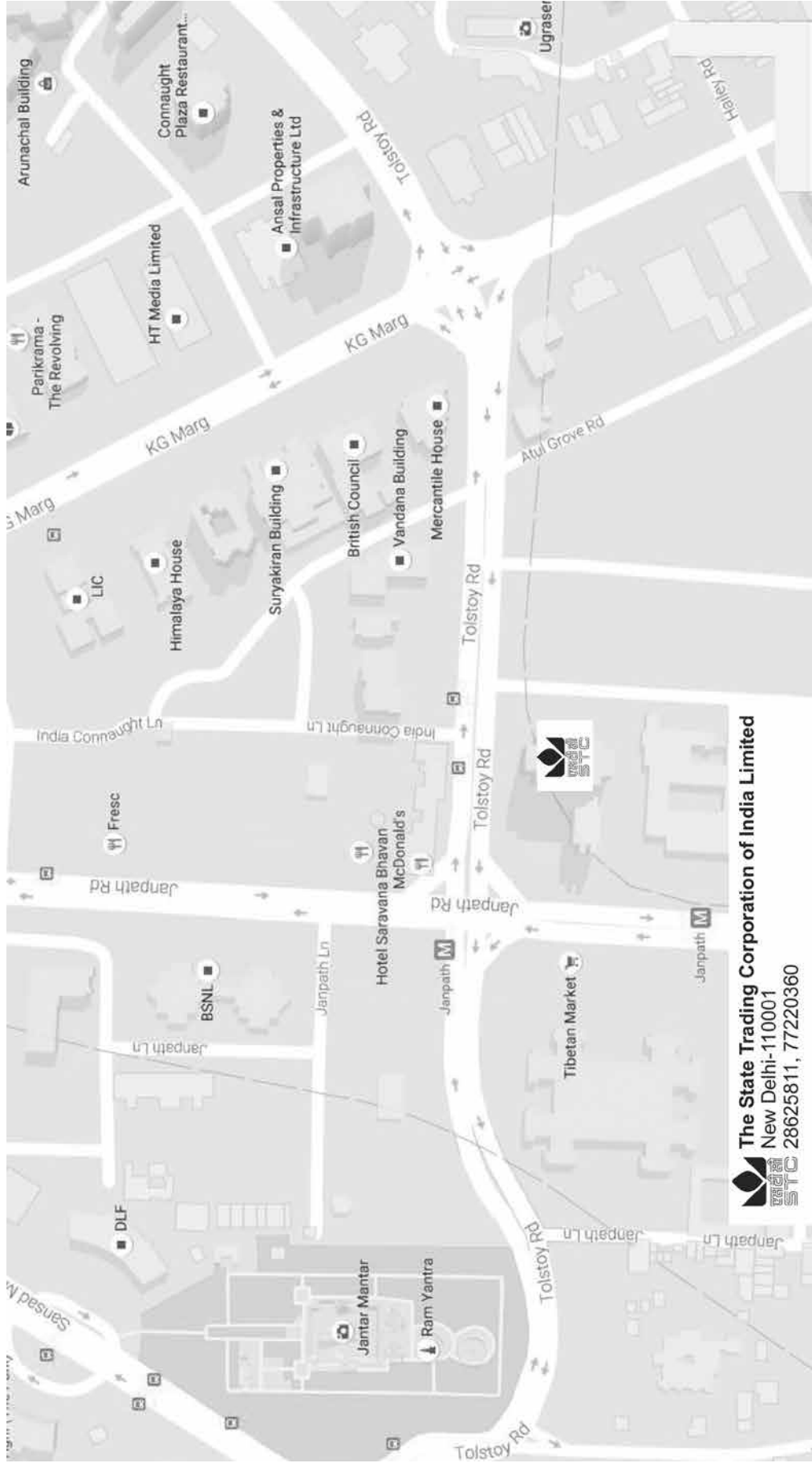
Sd/-

(Pankaj Kumar)
Company Secretary
ACS 15849

**ANNEXURE TO NOTICE
DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT**

| Name | Shri S.K. Sharma | Shri P. K. Das | Shri Sunil Kumar | Shri Umesh Sharma | Shri Subhash Chandra Pandey |
|---|---|--|---|--|--|
| DIN | 06942536 | 03145622 | 07592258 | 03298909 | 01613073 |
| Date of Birth & Age | 09.01.1962 56 years | 17.03.1959 59 years | 15.10.1963 55 years | 31.05.1960 58 years | 29.06.1959 59 years |
| Date of Appointment | 16.07.2014 | 19.02.2016 | 21.10.2017 | 04.01.2018 | 27.03.2018 |
| Qualification | MA (Social Work), LL.B. | B.A., PGDM (IIM, Kolkata) | M.A.(Sociology) | Chartered Accountant & LL.B. | Doctorate in Mathematics |
| Expertise in specific Functional area | Shri Sanjeev Kumar Sharma, has more than 28 years experience in various capacities in the field of Human resources Management. Prior to joining the STC, Shri Sharma has served in Tehri Hydro Development Corporation Limited for about 22 years. In STC, Shri Sharma has served as Chief General Manager (Personnel). | He has more than 36 years of experience in MMTC Limited & STC where he has successfully handled several trade areas such as Export/Import of Minerals, Agro Commodities, Bullion, Gems & Jewellery as well as overall administrative responsibilities at various levels in the Corporate Office as well as Regional Offices. | He has about 30 years of experience in various field. | He has experience of 32 years in MMTC Limited in Finance & Accounts, Internal Audit etc. | He has vast experience in the area of Public Finance, Budget & Expenditure Management, State Audit, Defense and Commercial Audit, Union Budgeting and State Budgeting. He has also served as a member of many committees of Ministry of Finance and RBI. |
| Directorship held in other listed companies | Nil | Nil | MMTC Limited | MMTC Limited | 1. MMTC Ltd 2. HMT Ltd 3. BHEL Ltd. |
| Memberships/ Chairmanship of Committees in other listed companies | Nil | Nil | Nil | MMTC Limited | BHEL |
| No. of Shares held | Nil | Nil | Nil | Nil | Nil |
| Terms & Conditions of appointment / re-appointment | As per order of Government of India | As per order of Government of India | As per order of Government of India | As per order of Government of India | As per order of Government of India |
| Details of Remuneration | In the pay scale of Rs.75,000-1,00,000 | In the pay scale of Rs.75,000-1,00,000 | Not Applicable | Not Applicable | Not Applicable |
| Attendance | 10 | 10 | 5 | 2 | NIL |
| No. of Board Meetings held during FY (during tenure) | 10 | 10 | 4 | 1 | NIL |

**ROUTE MAP TO THE VENUE OF THE 62nd ANNUAL GENERAL MEETING OF
THE STATE TRADING CORPORATION OF INDIA LIMITED**




The State Trading Corporation of India Limited
New Delhi-110001
28625811, 77220360

THE STATE TRADING CORPORATION OF INDIA LIMITED

CIN: L74899DL1956GOI002674

Registered Office: Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110001

Tel.: 91 11 23313177 Fax: 91 11 23701123/ 23701191

Email:cs@stclimited.co.in, Website: www.stclimited.co.in

62nd Annual General Meeting Form No. MGT-11 PROXY FORM

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

CIN : L74899DL1956GOI002674
Name of the Company : The State Trading Corporation of India Limited
Registered Office : Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110001

| | |
|-------------------------------|--|
| Name of the Member(s) : | |
| Registered Address : | |
| Email Id : | |
| Folio/ DP ID- Client ID No. : | |

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

1. Name: _____
Address: _____
Email Id: _____ Signature _____, or failing him
2. Name: _____
Address: _____
Email Id: _____ Signature _____, or failing him
3. Name: _____
Address: _____
Email Id: _____ 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 62nd Annual General Meeting of The State Trading Corporation of India Limited to be held on the Wednesday, 26th day of September, 2018 at 4.00 p.m. at Registered Office of the Corporation at Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Businesses (through Ordinary Resolutions):

1. Adoption of Annual Standalone & Consolidated Audited Financial Statement of the Company for the year ended March 31, 2018 together with the Report of the Board, Auditors and Comptroller & Auditor General of India thereon and reply of the management thereto.
2. Re-appointment of Shri S. K. Sharma (holding DIN 06942536).
3. Re-appointment of Shri P. K. Das (holding DIN 03145622).
4. Fixation of remuneration of the Statutory / Branch Auditor(s) of the Company for FY 2018-19

Special Businesses (through Ordinary Resolutions):

5. Appointment of Shri Sunil Kumar, (holding DIN: 07592258) as Director.
6. Appointment of Shri Umesh Sharma (holding DIN: 03298909) as Director
7. Appointment of Shri S.C. Pandey (holding DIN: 01613073) as Director

Signed this _____ day of _____, 2018

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp
of ₹1/-

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 Annual General Meeting.