Registered Office: Office No. 30, 2nd Floor 380/82 Amruteshwar CHSL, Jagannath Sunkersett Road, Mumbai, Maharashtra, India, PIN-400002 [CIN: L51100MH1980PLC022315]

January 24, 2024

To,
The Manager – Listing
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

Dear Sir/Madam, Scrip code – 503624

Sub.: Postal Ballot Notice- Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations")

Pursuant to Regulation 30 and other applicable provisions of the Listing Regulations, please find enclosed herewith the copy of Notice of Postal Ballot along with Explanatory Statement ("Notice") dated January 19, 2024 being sent to the Members of the Company to seek approval by way of remote electronic voting ("e-voting") in respect of the special businesses as set out in the Notice.

In accordance with the applicable circulars of Ministry of Corporate Affairs ("MCA Circulars") and provisions of the Listing Regulations, the aforesaid Notice is being sent only by email to all the Members of the Company who have registered their email addresses with the Depository(s)/Registrar and Share Transfer Agent ("RTA") or respective Depository Participants and whose names are recorded in the Register of Members/ Beneficial Owners as on the Cut-off date i.e., Friday, January 19, 2024.

The Notice is also available on the website of the Company at www.svarajtrading.in

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Please take the above information on record.

Thanking you,

Yours faithfully,

For Svaraj Trading and Agencies Limited



Harendra Gupta
Managing Director
DIN: 05335662

Email ID: svarajtradingagencies@gmail.com

Encl:- As above

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NOTICE OF POSTAL BALLOT TO THE SHAREHOLDERS

[Pursuant to Section 108 and 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Members of
Svaraj Trading and Agencies Limited
Mumbai

Notice is hereby given that the resolution set out below is proposed to be passed by the Members of Svaraj Trading and Agencies Limited ("the Company") by means of Postal Ballot, only by way of remote e-voting process ("e-voting"), pursuant to Sections 108 and 110 of the Companies Act, 2013 ("the Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules thereunder, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 read with other relevant circulars, if any, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "the Circulars") and Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time).

In compliance with the said Circulars, this Notice is being sent through electronic mode to all the Members who have registered their email addresses with the Company/Registrar and Share Transfer Agent ("RTA") or with Depository/ Depository participants and the physical Notice (along with postal ballot forms) and pre-paid business envelope through post will not be sent to the Members for this Postal Ballot.

The communication of assent/dissent of the Members will take place only through the remote e-voting system. The proposed resolution and explanatory statement pertaining to the said

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resolution setting out all material facts concerning thereto as required in terms of Section 102 of the Act read with the Rules and the MCA Circulars are appended below seeking consent of the Members of the Company by Postal Ballot through e-voting.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Rules and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company has provided remote e-voting facility for this postal ballot process.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for facilitating e-voting in order to enable the Members to cast their votes electronically. Members are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5:00 P.M. IST on Tuesday, February 27, 2024, failing which it will be strictly considered that no reply has been received from the Member.

The Company has, in compliance with Rule 22(5) of the Rules, appointed Mr. Manoj Mimani (ACS- 17083), Partner of R M Mimani & Associates LLP (Company Secretaries) as 'Scrutinizer' to scrutinize the Postal Ballot process in a fair and transparent manner. Mr. Manoj Mimani has consented to act as the Scrutinizer for this Postal Ballot process. After completion of scrutiny of the votes, the Scrutinizer will submit his report to Chairman of the Company, or a person authorized by the Chairman.

The Members are requested to consider the following proposed resolution: **SPECIAL BUSINESS:**

1. Alteration in the main objects of the Memorandum and Association (MOA) of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013, and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), approval of the Shareholders of the Company be and is hereby accorded for the amendment in the Objects clauses of the Memorandum of Association ("MOA") of the Company by adding the clause 2A after the existing clause 2 of the main object as below:

2A. "To carry on the business of designing, developing, erecting, fabricating, processing, repairing, assembling, manufacturing, trading, buying, selling, reselling, marketing,

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importing, exporting, distributing, supplying, hiring, leasing, exchanging, and dealing in all type of, all kinds of and varieties of machineries, plants, equipments, instruments, devices, stores and spares, products, systems, components, appliances and devices or any other product or item, operated with or without use of power / mechanical force in India or abroad, either alone or with / under any collaboration."

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) or the Company Secretary be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

By Order of the Board of Directors of Saraj Trading and Agencies Limited

Sd/-Harendra Gupta Managing Director DIN: 05335662

Email id: svarajtradingagencies@gmail.com

Date: January 19, 2024

Place: Mumbai

Registered Office:

Office No. 30, 380/82 Amruteshwar Co- operative Housing Soc. Ltd., 2ndfloor, Jagannath Sunkersett Road, Mumbai - 400002

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NOTES:

- 1. The Explanatory Statements pursuant to Section 102(1) of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto for your consideration.
- In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those Members who have registered their email addresses with the Company/ Registrar and Share Transfer Agent ("RTA") or with Depository / Depository participants as on Friday, January 19, 2024 ("Cut Off Date") received from the Depositories / Depository Participants and whose e-mail address is registered with the Company/Registrar and Share Transfer Agent ("RTA") or Depositories / Depository Participants. Physical copies of the Postal Ballot Notice along with postal ballot forms and prepaid business reply envelopes are not being sent to Members for this Postal Ballot.
- This Postal Ballot Notice will also be available on the Company's website at <u>www.svarajtrading.in</u>, websites of BSE Limited at <u>www.bseindia.com</u>. and on the website of the service provider at <u>www.csdlindia.com</u>.
- 4. In light of the MCA Circulars, Shareholders who have not registered their email addresses and in consequence the e-voting notice could not be serviced, may temporarily get their email registered with the Company's RTA at or CSDL at helpdesk.evoting@cdslindia.com, respectively. Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, shareholder may write helpdesk.evoting@cdslindia.com, or call on 022-23058738 and 022-23058542/43
- 5. Members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through the remote e-voting process. Members whose names appear on the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-off Date should treat this notice for information purpose only.
- 6. Voting rights of a Member/Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
- 7. During the remote e-voting period, Members can login at CDSL e-voting platform any number of times till they have voted on the resolution. Once the vote on resolution is cast by a Member, whether partially or otherwise, Member shall not be allowed to change it subsequently or cast the vote again.
- 8. The Remote e-voting period commences at 9:00 a.m. (IST) on Monday, January29, 2024 and ends at 5:00 p.m. (IST) on Tuesday, February 27, 2024. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered.

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During this period, Members of the Company holding shares either in physical or dematerialized form as on the Cut-off date, i.e., Friday, January 19, 2024 (including those Members who may not have received this Notice due to non-registration of their e-mail address with the Company or the Depositories/Depository Participants), may cast their vote electronically, in respect of the resolutions as set out in this Notice only through remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.

- 9. Results of Postal Ballot will be announced two (2) working days of conclusion of remote e-voting process to the stock exchange along with the Scrutinizer's Report would be displayed at the Registered Office of the Company, communicated to stock exchanges where the shares of the Company are presently listed. Additionally, the results will also be uploaded on the Company's website, www.svarajtrading.in and on website of CDSL at www.csdlindia.com.
- 10. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of e-voting i.e., Tuesday, February 27, 2024. Resolution passed by the Members through Postal Ballot is deemed to have been passed as if they have been passed at a General Meeting.
- 11. Members holding shares in physical form and who have not registered their e-mail address with the Company or Registrar and Share Transfer Agent ("RTA") can now register the same by sending an email to rnt.helpdesk@linkintime.co.in. Members holding Shares in DEMAT form are requested to register their e-mail address with their Depository Participants only. The registered e-mail address will be used for sending future communications.
- 12. A Member cannot exercise his/her vote by proxy on Postal Ballot as this is being conducted by remote e-voting.
- 13. All documents referred to in this Postal Ballot Notice will be available for inspection electronically until the last date of voting. Members seeking to inspect such documents can send an email to svarajtradingagencies@gmail.com.
- 14. Instructions of Shareholders for Remote E-Voting are as under:
 - (a) Pursuant to the provisions of Section 108 and other applicable provisions of the Act read with the Rules and Regulation 44 of Listing Regulations, as amended, read with circular dated December 9, 2020 of SEBI on e-Voting Facility provided by Listed Entities, the Company is providing e-voting facility of CDSL to its Members to exercise their right to vote on the proposed resolutions by electronic means.
 - **(b)** The e-voting facility will be available during the period from Monday, January 29, 2024 9:00 A.M. (1ST) and ends on Tuesday, February 27, 2024 at 5:00 P.M. (1ST). The remote e-voting will not be allowed beyond the aforesaid date and time and the

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remote e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.

(c) The details of the process and manner for remote e-voting are explained herein below:

Type of	Login Method	
shareholders		
Individual	I) Users who have opted for CDSL Easi/Easiest facility, can login	
Shareholders holding	through their existing user id and password. Option will be made	
securities in Demat	available to reach e-Voting page without any further	
mode with	authentication. The URL for users to login to Easi/Easiest are	
CDSLDepository	https://web.cdslindia.com/myeasi/home/login or visit	
	www.cdslindia.comand click on Login icon and select New System	
	Myeasi.	
	2) After successful login the Easi/Easiest user will be able to see	
	the e-Voting option for eligible companies where the e-voting is in	
	progress as per the information provided by Company. On clicking	
	the e-voting option, the user will be able to see e-Voting page of	
	the e-Voting service provider for casting your vote during the	
	remote e-Voting period. Additionally, there is also links provided	
	to access the system of all e-Voting Service Providers i.e.,	
	CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-	
	Voting	
	Service providers' website directly.	
	,	
	3) If the user is not registered for Easi/Easiest, option to register is	
	available at	
	https://web.cdslindia.com/myeasi/Registration/EasiRegistration	
	4) Alternatively, the user can directly access e-Voting page by	
	providing Demat Account Number and PAN No. from an e-Voting	
	link available on <u>www.cdslindia.com</u> home page or click on	
	https://evoting.cdslindia.com/Evoting/EvotingLogin	
	The system will authenticate the user by sending OTP on	
	registered Mobile & Email as recorded in the Demat Account. After	
	successful authentication, user will be able to see the e-Voting	
	option where the e-voting is in progress and also able to directly	

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	access the system of all e-Voting Service Providers.			
Individual	I) If you are already registered for NSDL IDeAS facility, please visit			
Shareholders	the e-Services website of NSDL Open web browser by typing the			
Holding securities in	following URL:			
demat mode with	https://eservices.nsdl.com.either on a Personal Computer or on a			
NSDL Depository	mobile. Once the home page of e-Services is launched, click on the			
	"Beneficial Owner" icon under "Login" which is available under			
	'IDeAS' section. A new Screen will open. You will have to enter your			
	User ID and Password. After successful authentication, you will be			
	able to see e-Voting services. Click on "Access to e-Voting" under			
	e-Voting services and you will be able to see e-Voting page. Click			
	on company name ore-Voting service provider name and you will			
	be re-directed to e-Voting service provider website for casting			
	your vote during the remote e-Voting period.			
	your rote during the remote e roting periodi			
	2) If the user is not registered for IDeAS e-Services, option to			
	register is available at https://eservices.nsdl.com . Select "Register			
	Online for IDeAS "Portal or click at			
	https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp			
	interpolity described in the second s			
	 3) 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. Once the home page of e-			
	Voting system is launched, click on the icon "Login" which is			
	available under 'Shareholder /Member' section. A new screen will			
	open. You will have to enter your User ID (i.e., your sixteen digit			
	demat account number hold with NSDL). Password/OTP and a			
	Verification Code as shown on the screen. After successful			
	authentication, you will be redirected to NSDL Depository site			
	wherein you can see e-Voting page. Click on company name ore-			
	Voting service provider name and you will be redirected to e-			
	Voting service provider website for casting your vote during the			
In alivial (- 1	remote e-Voting period.			
Individual	You can also login using the login credentials of your demat			
Shareholders	account through your Depository Participant registered with			
(Holding securities in	NSDL/CDSL for e-Voting facility. After Successful login, you will be			
demat mode) login	able to see e-Voting option. Once you click on e-Voting option, you			

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through	their	will be redirected to NSDL/CDSL Depository site after successful
Depository		authentication, wherein you can see e-Voting feature. Click on
Participants (DP)	company name or e-Voting service provider name and you will be
		redirected to e-Voting service provider website for casting your
		vote during the remote e-Voting period.

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

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

Login type	Helpdesk details				
Individual Shareholders holding	Members facing any technical issue in login can contact				
securities in Demat mode with	CDSL helpdesk by sending a request at				
CDSL	helpdesk.evoting@cdslindia.comor contact at 022-				
	23058738 and 22-23058542-43.				
Individual Shareholders holding	Members facing any technical issue in login can contact				
securities in Demat mode with	NSDL helpdesk by sending a request at				
NDSL	evoting@nsdl.co.in. or call at toll free no.: 1800 1020				
	990 and 1800 22 44 30				

(d) Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- i. The shareholders should log on to the e-voting website www.evotingindia.com
- ii. Click on "Shareholders" module.
- iii. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID.
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client I D.
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.
- vi. If you are a first-time user follow the steps given below:

For	Physical	shareholders	and	other	than	individual
sha	reholders	holding shares	in Dei	mat.		

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PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax			
	Department (Applicable for both demat shareholders as well			
	as physical shareholders)			
	Shareholders who have not updated their PAN with the			
	Company/Depository Participant are requested to use the			
	sequence number sent by Company /RTA or contact			
	Company /RTA.			
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in			
OR	dd/mm/yyyy format) as recorded in your demat account or			
Date of Birth (DOB)	in the company records in order to login.			
	If both 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			
	(3).			

- (d) After entering these details appropriately, click on "SUBMIT" tab.
- (e) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (f) For shareholders holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- (g) Click on the EVSN for the relevant "SVARAJ TRADING & AGENCIES LTD" on which you choose to vote.
- (h) 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.
- (i) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- (j) 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.

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- (k) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (I) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (m) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (n) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (o) Additional Facility for Non -Individual Shareholders and Custodians- for Remote Voting only

Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <u>helpdesk.evoting@cdslindia.com</u>
- o After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on
- The list of accounts linked in the login should be mailed to <u>helpdesk.evoting@cdslindia.com.</u> and on approval of the accounts, they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same
- O Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; svarajtradingagencies@gmail.com. (Designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES.

- i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (selfattested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company /RTA email id.
- ii. For Demat shareholders-, please update your email id & mobile no. with your respective Depository Participant (DP)
- iii. For Individual Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

In case of any queries or issues regarding attending e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com. or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi. Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com. or call on 022-23058542/43.

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[CIN: L51100MH1980PLC022315]

EXPLANATORY STATEMENTS

(Pursuant to Sections 102(1) and 110 of the Companies Act, 2013)

Item No.1

To diversify the business operation of the Company, the Board of Directors of the Company at

its meeting held on January 19, 2024 has decided to alter the main object of the Company by

addition of new clause 2A, subject to the approval of the shareholders.

Pursuant to the provisions of section 13 of the Companies Act, 2013, any alteration in object

clause of Memorandum of Association, approval of the members is required by way of special

resolution.

A copy of the amended Memorandum of Association of the Company (MOA) would be

available for inspection without any fee by the members from the date of circulation of this

Notice up to the date of the closure of the voting.

None of the Directors, Key Managerial Personnel of the Company and their relatives is

concerned or interested, financially or otherwise, in the aforesaid resolutions, except to the

extent of equity shares held by them in the Company.

The Board of Directors recommends passing of the special resolution as set at item no. 1 in

the Notice.

By Order of the Board of Directors of

Saraj Trading and Agencies Limited

Sd/-

Harendra Gupta

Managing Director

DIN: 05335662

Email id: svarajtradingagencies@gmail.com

Date: January 19, 2024

Place: Mumbai

Registered Office:

Office No. 30, 380/82 Amruteshwar Co- operative Housing Soc. Ltd.,

2nd floor, Jagannath Sunkersett Road, Mumbai - 400002