

# SHREE GLOBAL TRADEFIN LIMITED

Regd. Office: A2, 2nd Floor, Madhu Estate, Pandurang Budhkar Marg, Lower Parel, Mumbai 400013  
Tel.022- 6291 8111 email: [sgtl2008@gmail.com](mailto:sgtl2008@gmail.com) CIN : L27100MH1986PLC041252 Website : [www.sgtl.in](http://www.sgtl.in)

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**Date: 01<sup>st</sup> September, 2023**

To,  
**BSE Limited**  
The Corporate Relationship Department  
P.J. Towers, 1st Floor,  
Dalal Street,  
Mumbai – 400 001

**Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A Part A of Schedule III of the said Regulation – Postal Ballot Notice.**

**Ref: BSE Scrip Code: 512463**  
**BSE Scrip ID: SHRGLTR**

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**Dear Sir/Madam,**

This is to inform you that in compliance with Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, 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 and 3/2022 dated May 5, 2022, 11/2022 dated 28th December, 2022, issued by the Ministry of Corporate Affairs and Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email IDs are registered with the Company / Depositories as on Friday, 25<sup>th</sup> August, 2023 (cut-off date). Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses as per the instructions given in the enclosed Notice.

Further, in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith a copy of the Postal Ballot Notice along with the Explanatory Statement for your records. The Postal Ballot Notice is also uploaded on the Company's website at <https://www.sgtl.in/>

The voting period will commence from Saturday, 02<sup>nd</sup> September, 2023, IST at 9.00 A.M. and will end on Sunday, 01<sup>st</sup> October, 2023, IST at 5.00 P.M. The results of the remote e-voting shall be announced not later than two working days and the same will be communicated to the Stock Exchanges with the Scrutinizers Report within the prescribed time.

We request you to kindly take a note of the above.

Thanking you,  
Yours faithfully,

**For Shree Global Tradefin Limited**

**Pranjal Mahapure**  
**Company Secretary**  
**ACS: 69408**

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## ***NOTICE OF POSTAL BALLOT***

### **Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014**

<b>VOTING STARTS ON</b>	<b>VOTING ENDS ON</b>
02 <sup>nd</sup> September, 2023 at 9:00 A.M. (IST)	01 <sup>st</sup> October, 2023, at 5:00 P.M. (IST)

**Dear Member (s),**

Notice is hereby given pursuant to the provisions of Section 110, and other applicable provisions of the Companies Act, 2013, as amended (the "Act"), read together with the Companies (Management and Administration) Rules, 2014, as amended (the "Management Rules"), 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 and 3/2022 dated May 5, 2022, 11/2022 dated 28th December, 2022, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolution appended below is proposed to be passed by the members of the Company (as on the Cut-off Date) ("Members"), through postal ballot (the "Postal Ballot") only by way of remote e-voting ("e-voting") process i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email addresses are registered with the Company / depository participant(s). The details of the procedure to cast the vote forms part of the 'Notes' to this Notice.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the SEBI LODR Regulations, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The last date of e-voting, i.e. **Sunday, 01<sup>st</sup> October, 2023**, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

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## **RESOLUTIONS:**

### **1. Regularisation of Additional Director, Mr. Babulal Agarwal (DIN: 00029389) as an Executive Director (Related to Promoter) designated as a Managing Director.**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of section 196, 197, 198, and 203 read with relevant provisions of Schedule V and the Companies Act, 2013 and other applicable provisions, if any, of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable, the Memorandum and Articles of Association of the Company and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Director of the Company, the consent of the Members of the Company be and is hereby accorded for appointment of Mr. Babulal Agarwal (DIN: 00029389) as an Executive Director (Related to Promoter) designated as a Managing Director, liable to retire by rotation, who has attained the age of more than 75 years for a term of 5 consecutive years, with effect from 08<sup>th</sup> August, 2023 up to 07<sup>th</sup> August, 2028 of the Company.

**RESOLVED FURTHER THAT**, Mr. Babulal Agarwal (DIN: 00029389) will be paid remuneration as follows w.e.f. 08<sup>th</sup> August, 2023.

#### **Details of remuneration:**

a) Salary:

Rs. 65,00,004/- (Sixty-Five Lakh Four Rupees) per annum only by way of Salary.

- Contribution to Provident Fund and Superannuation Fund, as per rules of the Company.
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- Encashment of leave as per the rules of the Company.

The Company shall pay to or reimburse to the Director all costs, charges and expenses that may have been or may be incurred by him for the purpose of or on behalf of the Company.

**RESOLVED FURTHER THAT**, the remuneration including all benefits, amenities and perquisites shall nevertheless be paid and allowed to Mr. Babulal Agarwal (DIN: 00029389) as minimum remuneration for any financial year in case of absence or inadequacy of profits for such year, subject to the provisions prescribed under Section 197 read with Schedule V to the Companies Act, 2013 and rules framed there under and any other applicable provisions of the Act or any statutory modification or re-enactment thereof;

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**RESOLVED FURTHER THAT**, the Board of Directors be and are hereby authorized to revise the remuneration of Mr. Babulal Agarwal (DIN: 00029389) from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is in compliance with provisions of sections 196, 197, 198 of the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time;

**RESOLVED FURTHER THAT**, for the purpose of giving effect to this resolution, any Director and/or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient and to sign, execute and submit all the requisite documents with the appropriate authority including filing of requisite documents with the Registrar of Companies;

**RESOLVED FURTHER THAT**, any one Director or Chief Financial Officer, or Company Secretary of the Company be and are hereby severally authorized, to file necessary E-Forms with the Registrar of Companies and to do all acts, deeds, matters and things as deem necessary, desirable or proper and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms.

## **2. Regularisation of Additional Director, Mr. Rajesh Gupta (DIN: 00028379) as a Non-Executive Director (Related to promoter) 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 provisions of section 149, 152, 161, and other applicable rules and provisions, of the Act, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable, the Memorandum and Articles of Association of the Company and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Director of the Company, the consent of the Members of the Company be and is hereby accorded for appointment of Mr. Rajesh Gupta (DIN: 00028379) as an Non-Executive Director (Related to promoter) w.e.f. 08<sup>th</sup> August, 2023, liable to retire by rotation who was appointed as an Additional Director of the Company with effect from 08<sup>th</sup> August, 2023 under Section 161 of the Companies Act, 2013.

**RESOLVED FURTHER THAT**, for the purpose of giving effect to this resolution, any Director and/or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient and to sign, execute and submit all

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the requisite documents with the appropriate authority including filing of requisite documents with the Registrar of Companies;

**RESOLVED FURTHER THAT**, any one Director or Chief Financial Officer, or Company Secretary of the Company be and are hereby severally authorized, to file necessary E-Forms with the Registrar of Companies and to do all acts, deeds, matters and things as deem necessary, desirable or proper and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms.

**By Order of the Board of Directors  
For and on behalf of  
Shree Global Tradefin Limited**

**Place: Mumbai  
Date: 08<sup>th</sup> August, 2023**

**Sd/-  
Pranjal Mahapure  
Company Secretary**

## **Notes:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rules related thereto, SEBI (LODR) Regulations and Secretarial Standard-2, setting out all material facts and reasons in respect of the proposed resolutions set out in Item No. 1 and 2 of this Postal Ballot Notice, is annexed herewith.
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (the "Rules") and General Circular no. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020, General Circular no. 11/2022 dated December 28, 2022 and other relevant circulars (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs, Government of India (MCA), the Company is permitted to conduct the postal ballot process through electronic form.
3. This Postal Ballot Notice is being sent to the members whose names appear on the register of members / list of beneficial owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose email addresses are registered with the Company / depository participant(s), as on Friday, 25<sup>th</sup> August, 2023 ("Cut-off Date"). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. Members who have registered their email IDs for receipt of documents in electronic form under the Green Initiative of the Ministry of Corporate Affairs are being sent this Postal Ballot Notice by e-mail to their email addresses registered with their Depository Participants / the Company's

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RTA. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

4. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Friday, 25<sup>th</sup> August, 2023 ("cut-off date").

5. The remote e-voting period commences at 09:00 A.M. (IST) on Saturday 02<sup>nd</sup> September, 2023 and will end at 05:00 P.M. (IST) on Sunday 01<sup>st</sup> October, 2023 and the remote e-voting will be blocked and voting shall not be allowed beyond the said date and time. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, 25<sup>th</sup> August, 2023, may cast their vote electronically. Once the member casts the vote on the Resolution, he or she will not be allowed to change it subsequently.

6. Mr. Hemant Maheshwari of M/s. H Maheshwari & Associates, Practicing Company Secretary (Membership Number: A26145) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and casting vote through the e-voting system in a fair and transparent manner.

7. The Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman after the completion of scrutiny of the e-voting, and the result of the voting by Postal Ballot will be announced not later than 2 working days from the conclusion of e-voting and will also be displayed on the Company website <https://www.sgtl.in> and on the website of CDSL <https://www.evotingindia.com> and communicated to the stock exchanges and RTA on the said date.

8. Those Members whose email IDs are not registered can get their Email ID registered as follows:

- Members holding shares in de-mat form can get their E-mail ID registered by contacting their respective Depository Participant.
- Members holding shares in the physical form can get their E-mail ID registered by contacting our Registrar and Share Transfer Agent "**Bigshare Services Private Limited**" on their email id [investor@bigshareonline.com](mailto:investor@bigshareonline.com) along with relevant documents to our RTA Office No S6-2,6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai-400093.

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9. Members may note that this Postal Ballot Notice will also be available on the Company's website at [www.sgtl.in](http://www.sgtl.in), websites of BSE Limited at [www.bseindia.com](http://www.bseindia.com). Also, the Notice shall be displayed on website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
10. Electronic copies of all the documents referred to in the accompanying Notice of the Postal Ballot and the Explanatory Statement shall be made available for inspection. Members desiring inspection may send their request in writing to the Company at [sgtl2008@gmail.com](mailto:sgtl2008@gmail.com)
11. The Resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e., Sunday 01<sup>st</sup> October, 2023.
12. Resolutions passed by the Shareholders through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the Shareholders.

### **13. INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS:**

1. The voting period begins on Saturday 02<sup>nd</sup> September, 2023 at 09:00 A.M. (IST) and ends on Sunday 01<sup>st</sup> October, 2023, at 05.00 P.M. (IST). During this period, shareholders of the Company holding shares, either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, 25<sup>th</sup> August, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, such member shall not be allowed to change it subsequently.

Pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, (the "**Rules**") as amended from time to time and read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13<sup>th</sup>, 2020, the General Circular No. 22/2020 dated June 15<sup>th</sup>, 2020, the General Circular No. 33/2020 dated September 28<sup>th</sup>, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23<sup>rd</sup>, 2021, the General Circular No. 20/2021 dated 08<sup>th</sup> December, 2021 and the General Circular No. 11/2022 dated 28<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs (herein after referred to as "**MCA Circulars**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), resolutions are proposed for consideration by Members of Shree Global Tradefin Limited ("**the Company**") to be passed by means of Postal Ballot through voting by electronic means only ("**remote e-voting**").

2. Currently, there is multiple e-voting service providers (ESP's) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the Shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the de-mat account holders, by way of a single login credential, through their de-mat accounts/ websites of Depositories/ Depository Participants. De-mat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of

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participating in e-voting process.

3. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in de-mat mode are allowed to vote through their de-mat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their de-mat accounts in order to access e-voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in De-mat mode** is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi/Easiest are <a href="https://web.cdslindia.com/myeasinew/home/login">https://web.cdslindia.com/myeasinew/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e., CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi / Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasinew/home/login">https://web.cdslindia.com/myeasinew/home/login</a></p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or Click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the De-mat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress and also able to directly access system of all e-Voting Service Providers.</p>



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<p>Individual Shareholders holding securities in Demat mode with <b>NSDL</b></p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a 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 or e-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.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 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 of all e-Voting Service Providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your de-mat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication,</p>

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wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's 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 above mentioned 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 securities in De-mat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 22-23058542-43 or Toll-free No: 1800 22 55 33
Individual Shareholders Holding securities in De-mat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at Toll-free No: 1800 1020 990 and 1800 22 44 30

4. 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](http://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 ID,
  - 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](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

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vi) If you are a first-time user follow the steps given below:

For Physical Shareholders and other than individual shareholders holding shares in Demat.	
PAN	<ul style="list-style-type: none"><li>• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li><li>• 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.</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<ul style="list-style-type: none"><li>• Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</li><li>• 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.</li></ul>

(vii) After entering these details appropriately, click on “SUBMIT” tab.

(viii) 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.

(ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xi) 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.

(xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xiii) 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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- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) 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.

## 5. Note for Non – Individual Shareholders and Custodians-Remote Voting:

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- 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 [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) 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.
- 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 Company at the email address viz; [sgtl2008@gmail.com](mailto:sgtl2008@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## 6. Process for those shareholders whose email addresses/ Mobile Number are not registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant/Depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

- i) For Physical shareholders- Please provide necessary details like Folio No., Name of shareholder, Scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to our RTA Bigshare Services Private Limited on their email ID [investor@bigshareonline.com](mailto:investor@bigshareonline.com). The RTA shall co-ordinate with CDSL and provide the

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login credentials to the above-mentioned shareholders.

- 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.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at Toll-free No: 1800 22 55 33

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](mailto:helpdesk.evoting@cdslindia.com) or call at Toll-free No: 1800 22 55 33

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## EXPLANATORY STATEMENT

**As required by Section 102 of the Companies Act, 2013 (the Act), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 1 and 2 of the accompanying notice dated 08<sup>th</sup> August, 2023:**

### **Item No. 1**

The Board of Directors, on the recommendation of Nomination and Remuneration Committee had Appointed Mr. Babulal Agarwal (DIN: 00029389), age more than 75 years, as the Executive Director (Related to Promoter) designated as a Managing Director of the Company from 08<sup>th</sup> August, 2023 for a further period of 5 years up till 07<sup>th</sup> August, 2028 (both days inclusive).

In the opinion of the Board the appointment and remuneration of Mr. Babulal Agarwal is in compliance with the provisions of Sections 196, 197, 203, satisfies all the conditions as set out in Schedule V of the Companies Act, 2013, the Rules made thereunder and other relevant and applicable provisions, if any, of the Act and the Articles of Association of the Company and SEBI LODR Regulations. Further, he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is also eligible to act as the Managing Director of the Company pursuant to applicable provisions of the Act. The Company has received his consent to act as the Managing Director of the Company.

Mr. Babulal Agarwal has attained the age of more than 75 years and hence pursuant to Section 196(3) of the Companies Act, 2013 a justification is required to be annexed to the notice indicating the justification for such appointment. This forms part of his brief profile as below.

The Notice read with Explanatory Statement should be considered as written Memorandum setting out the terms of appointment and remuneration of Mr. Babulal Agarwal as the Managing Director as required under Section 190 of the Companies Act, 2013

General Conditions:

1. The Managing Director will perform his Duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects.
2. The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Companies Act, 2013 with regard to duties of directors.
3. The Managing Director shall adhere to the Company's code of conduct.

Information pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015

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Brief details in respect of the Director seeking appointment:

<b>Name of Director</b>	Mr. Babulal Agarwal
<b>DIN</b>	00029389
<b>Date of Birth</b>	27 <sup>th</sup> November, 1946
<b>Nationality</b>	Indian
<b>Qualification &amp; Expertise</b>	Mr. Babulal Kesar Deo Agarwal is a Commerce & Law Graduate and has rich experience over 54 years in Steel Trading & Industry. He is associated with day-to-day affairs of the Company. He has expertise in legal, administration and management field. He is Founder Board Member of Lloyds Group.
<b>Disclosure of relationships between directors (in case of appointment of a director).</b>	Mr. Babulal Agarwal is the maternal uncle of Mr. Rajesh Gupta.
<b>Names of listed entities in which the person also holds the Directorship and the Membership/ Chairmanship of Committees of the Board</b>	Lloyds Metals And Energy Limited
<b>No. of shares held in the Company</b>	Nil

## **Justification of appointment pursuant to Section 196(3) of the Companies Act, 2013**

Mr. Babulal Agarwal is a Commerce & Law graduate and has rich experience of over 54 years in Steel Trading & Industry, associated with day-to-day affairs of the Company. He has expertise in legal, administration and management field. He is also a Founder Board Member of Lloyds Group.

Profile of Mr. Babulal Agarwal is given in this notice. The Board considers that his appointment would be of immense benefit to the Company. Accordingly, the Board of Directors recommends his appointment.

Save and except Mr. Babulal Agarwal, none of the other Directors or any Key Managerial Personnel or any relative of the directors / key managerial personnel of the Company are, in any way concerned or interested, financially or otherwise, in passing of this resolution.

Accordingly, the Board recommends the Resolution set out under Item No. 1 of the accompanying Notice, for the approval of the Members of the Company as a Special Resolution.

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## Item No. 2

The Board of Directors, on the recommendation of Nomination and Remuneration Committee had Appointed Mr. Rajesh Gupta (DIN: 00028379) as an Additional Non-Executive Director (Related to Promoter) of the Company from 08th August, 2023 for a further period of 5 years up till 07th August, 2028 (both days inclusive).

Mr. Rajesh R. Gupta having rich and varied experience and has contributed a great value in the growth and success of the company with her/his rich expertise in the industry where the company operates. It would be in the interest of the company to avail his considerable expertise.

Accordingly, the Board of Directors recommends his appointment to the members. His period of office shall be liable to determination by retirement of directors by rotation.

Brief details in respect of the Director seeking appointment:

<b>Name of Director</b>	Mr. Rajesh Gupta
<b>DIN</b>	00028379
<b>Date of Birth</b>	10 <sup>th</sup> October, 1964
<b>Nationality</b>	Indian
<b>Qualification &amp; Expertise</b>	He is a commerce graduate and a successful industrialist having vast knowledge and rich experience of over 35 years in Production, Management, Consultancy, and other areas in the Steel, Power Industries. He is a Founder and Board Member of Lloyds Group.
<b>Names of listed entities in which the person also holds the Directorship and the Membership/ Chairmanship of Committees of the Board</b>	Directorship: Lloyds Metals And Energy Limited  Membership of Committees: Lloyds Metals And Energy Limited (Audit Committee)  Chairmanship of Committees: Lloyds Metals And Energy Limited (Stakeholders Relationship / Investors Grievances)
<b>No. of shares held in the Company</b>	Lloyds Metals and Energy Limited- 12,08,460 (0.24%) Lloyds Steels Industries- 61,438 (0.01%)

Save and except Mr. Rajesh R. Gupta, none of the other Directors, Key Managerial Personnel of the company and their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.



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Accordingly, the Board recommends the Resolution set out under Item No. 2 of the accompanying Notice, for the approval of the Members of the Company as an Ordinary Resolution.

**By Order of the Board of Directors  
For and on behalf of  
Shree Global Tradefin Limited**

**Place: Mumbai  
Date: 08<sup>th</sup> August, 2023**

**Sd/-  
Pranjal Mahapure  
Company Secretary**