

# RAJVI LOGITRADE LIMITED

(Former Name: SURYAKRUPA FINANCE LIMITED)

CIN: L60200GJ1986PLC083845

Registered Office: Plot No. 267, Ward 12/B, Gandhidham, Gujarat-370201

Email: [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com) Website: [www.rajvilogitrade.com](http://www.rajvilogitrade.com) Contact: 9979898027

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RAJVI/BSE/2023

09/09/2023

To

General Manager

**Department of Corporate Services**

BSE Limited

P. J. Towers, Fort,

Mumbai – 400 001

**Scrip Code: 511185**

**Sub.: Notice of the 36<sup>th</sup> Annual General Meeting (AGM) of the company for the FY 2022-2023.**

This is to inform you that 36<sup>th</sup> Annual General Meeting of the Company will be held on Saturday, 30<sup>th</sup> Day of September, 2023 at 10:00 AM through video conferencing/other audio visual means.

The notice containing the business to be transacted at the meeting is attached herewith.

We request you to take it in your record.

Thanking you,

For, RAJVI LOGITRADE LIMITED



Narendrasinh Dhapatsinh Rana  
Director & Chief Financial Officer  
Din: 02543871



Encl.:- As Above

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## NOTICE

**NOTICE** is hereby given that the 36<sup>th</sup> Annual General Meeting of the Members of Rajvi Logitrade Limited will be held on Saturday, 30<sup>th</sup> September, 2023 at 10:00 A.M through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the following business:

### **ORDINARY BUSINESS:**

- 1) To consider and adopt the Audited financial statements for the financial year ended March 31, 2023 together with the Reports of the Directors and the Auditors thereon.
- 2) To appoint a Director in place of Mr. NARENDRASINH DALPATSINH RANA (DIN: 02543871), who retires by rotation and being eligible, offer himself for re-appointment.

### **SPECIAL BUSINESS:**

- 3) **Regularization of Additional Director Mr. Dipendra Tak (Din: 09047265) as Non-Executive Director of the Company:**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and 160 the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), and based on the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors, Mr. Dipendra Tak (DIN: 09047265), who was appointed as an Additional Director on the Board of the Company w.e.f. 01<sup>st</sup> September, 2023 to hold office upto the date of Annual General Meeting pursuant to Section 161 of the Act and Articles of Association of the company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Director to be designated as Non-Executive Director on the Board of Directors of the company, the period of whose office shall be liable to retire by rotation."

"RESOLVED FURTHER THAT Board of Directors, be and are hereby severally empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient to give effect to this resolution."

- 4) **Appointment of Mr. Dipendra Tak (Din: 09047265) as Whole Time Director of the Company:**

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

"RESOLVED THAT, pursuant to the provisions of Section 196, 197, 203 read with Schedule V other applicable provisions of the Companies Act, 2013, read with Companies (Appointment and emuneration of Managerial Personnel) Rules, 2014 including any statutory amendments, modifications or re-enactment thereof and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors the approval of the Members of the Company be and is hereby accorded for appointment of Mr. Dipendra Tak (DIN: 09047265) as a Whole Time Director for period of five (5) years from with effect from 30<sup>th</sup> September, 2023 till 31<sup>st</sup> August, 2028 liable to retire by rotation and on such terms and conditions and remuneration as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT, in the event of loss or inadequacy of profit in any Financial Year, during his tenure as Whole Time Director, he shall be paid Remuneration as per the limit set out in Scheduled V to the Companies Act, 2013.

"RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

- 5) **Regularization of Additional Director Mr. Jagdish Dodia (Din: 02487910) as Non-Executive Director of the Company:**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and 160 the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including

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any statutory modification(s) or reenactment(s) thereof, for the time being in force), and based on the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors, Mr. Jagdish Dodia (DIN: 02487910), who was appointed as an Additional Director on the Board of the Company w.e.f. 01st September, 2023 to hold office upto the date of Annual General Meeting pursuant to Section 161 of the Act and Articles of Association of the company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Director to be designated as Non-Executive Director on the Board of Directors of the company, the period of whose office shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT Board of Directors, be and are hereby severally empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient to give effect to this resolution.”

## 6) Appointment of Mr. Jagdish Dodia (Din: 02487910) as Managing Director of the Company:

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

“RESOLVED THAT, pursuant to the provisions of Section 196, 197, 203 read with Schedule V other applicable provisions of the Companies Act, 2013, read with Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014 including any statutory amendments, modifications or re-enactment thereof and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors the approval of the Members of the Company be and is hereby accorded for appointment of Mr. Jagdish Dodia (DIN: 02487910) as Managing Director for period of five (5) years with effect from 30<sup>th</sup> September, 2023 till 31<sup>st</sup> August, 2028 not liable to retire by rotation and on such terms and conditions and remuneration as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT, in the event of loss or inadequacy of profit in any Financial Year, during his tenure as Managing Director, he shall be paid Remuneration as per the limit set out in Scheduled V to the Companies Act, 2013.

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to file the said resolution with the

Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.”

By Order Of the Board  
**RAJVI LOGITRADE LIMITED**

Sd/-

Date: 01/09/2023  
Place: Gandhidham

**Dhaval Acharya**  
**Director**  
**DIN: 00010406**

### Notes:

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (“the Act”), relating to the Special businesses set out in the Notice to be transacted at the Meeting is annexed hereto
2. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 05 May 2020 read with General Circular No. 14/2020 dated 08 April 2020, General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 02/2021 dated 13 January 2021 and General Circular No. 02/2022 dated 5 May 2022 and General Circular No 10/2022 dated 28 December 2022 & General Circular No 11/2022 dated 28 December 2022 other applicable circulars issued by the Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM). In accordance with, the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 36<sup>th</sup> AGM of the Company is being held through VC / OAVM. Central Depository Services (India) Limited (CDSL) will be providing facility for remote voting and for participation in the AGM through VC / OAVM facility and e-voting during the AGM.
3. As the AGM is being held through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
4. Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board / Authority Letter, authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at [deepakjogi@gmail.com](mailto:deepakjogi@gmail.com) with a copy marked to [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com).

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5. The Register of Members and Share Transfer Registers of the Company will remain closed from Saturday 23<sup>rd</sup> September, 2023 to Saturday 30<sup>th</sup> September, 2023 (both days inclusive).
6. Notice of AGM along with Annual Report 2022-2023 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2022-2023 will be available on the website of the Company at [www.rajvilogitrade.com](http://www.rajvilogitrade.com) and on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com).
7. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below:
  - (a) In case shares are held in physical mode, please provide Full Name and Address, Email-Id and Mobile No., No. of Shares held, Folio No., Certificate No. & Distinctive No. scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card & Aadhar Card), by email to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) or to company at email id: [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com).
  - (b) In case shares are held in demat mode, members are requested to approach their respective Depository through Depository Participant.
8. The cutoff date for determining the eligibility to vote by electronic means in the general meeting shall be Saturday 23<sup>rd</sup> September, 2023.
9. Members are requested to convert their share(s) lying in physical form to the Demat form for easy transferability of shares. For any help the shareholders may contact the Company or R&T Agent of the Company.
10. Members seeking any information with regard to the accounts or any matter are requested to write to the Company mentioning their name, demat account number/folio number, email id, mobile number at [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com) on or before September 23, 2023 so as to enable the management to keep the information ready.
11. The Board of Directors of the Company has appointed CS. Dipak Jogi, Practicing Company Secretary, Gandhidham as a Scrutinizer. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the results through electronic voting will be declared by placing it along with the Scrutinizer's Report on the Company's website and communicated to the Stock Exchange (BSE).
12. The Register of director & Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection in electronic mode.

## **Furnishing PAN, KYC, Bank Details and Nomination by Shareholders:**

SEBI has issued Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021 and Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 for Common and Simplified Norms for processing investor's services request by Registrar and Share Transfer Agents (RTAs) and norms for furnishing PAN, KYC details and Nomination, freezing of folios without valid PAN, KYC details; compulsory linking of PAN and Aadhar by Shareholders holding shares in physical form, among others. Specimen copy of letter and prescribed formats for KYC and Nomination are available on website of Company under "Updation of KYC" section

Freezing of Folios without PAN, KYC details and Nomination: Folios wherein any one of the above mentioned documents/details are not available on or after October 1, 2023, shall be frozen by RTA/Company in terms of said Circulars. The frozen folios will be referred by RTA/Company to the administering authority under the Benami Transaction (Prohibitions) Act, 1988 and/ or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025

RTA will accept only valid PANs and also verify that the PAN in the existing folios are valid i.e. linked to the Aadhaar number of the Shareholder.

Shareholders may note that in terms of the above mentioned Circulars, w.e.f. October 1<sup>st</sup>, 2023, RTA of the Company will not process any service request or complaint from Shareholder(s) / claimant(s) unless PAN, KYC and Nomination documents/ details are available.

## **THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Wednesday, 27-09-2023 at 10:00 AM and ends on Friday, 30<sup>th</sup> September, 2023 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Saturday, 23<sup>rd</sup> September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders /retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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 demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat 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 participating in e-voting process.

Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"><li>1. Users who have opted for CDSL 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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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.</li><li>3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <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</li></ol>

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	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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>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.nsd.com">https://eservices.nsd.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 or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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 or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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, 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 website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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 (i) related to login through Depository i.e. CDSL and NSDL

**Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat 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 toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat 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

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on "Shareholders" module.
3. 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.
4. Next enter the Image Verification as displayed and Click on Login.

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5. 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.
6. 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	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  OR Date of Birth (DOB)	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.  • 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.

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) 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.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) 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](http://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 [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 will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, 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.

# RAJVI LOGITRADE LIMITED

(Former Name: SURYAKRUPA FINANCE LIMITED)

CIN: L60200GJ1986PLC083845

Registered Office: Plot No. 267, Ward 12/B, Gandhidham, Gujarat-370201

Email: [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com) Website: [www.rajvilogitrade.com](http://www.rajvilogitrade.com) Contact: 9979898027

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Alternatively Non Individual shareholders are required mandatory 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; Investor@rajvilogitrade.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience
  5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (investor@rajvilogitrade.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days mentioning their name, demat account number/folio number, email id, mobile number at (investor@rajvilogitrade.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote

e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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 at toll free no. 1800 22 55 33

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

1. 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 Company/RTA email id. [investor@rajvilogitrade.com/](mailto:investor@rajvilogitrade.com) [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to 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 or call toll free no. 1800 22 55 33.



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<b>Company</b>	<b>RAJVI LOGITRADE LIMITED (Former name SURYAKRUPA FINANCE LIMITED)</b> Email id: <a href="mailto:investor@rajvilogitrade.com">investor@rajvilogitrade.com</a> Contact: 9979898027
<b>Registrar and Transfer Agent</b>	<b>LINK INTIME INDIA PVT. LTD.</b> C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 Tel No : +91( 22) 49186000 Fax: +91 (22) 49186060 E-mail id : <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> Website : <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> Contact Person: Ms. Monali Nagwekar
<b>e-Voting Agency</b>	Central Depository Services (India) Limited [CDSL] E-mail : <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>
<b>Scrutinizer</b>	CS. Dipak Jogi, Practicing Company Secretary, Gandhidham, Gujarat. Email id: <a href="mailto:deepakjogi@gmail.com">deepakjogi@gmail.com</a>

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)**

**ITEM NO. 3 Regularization of Additional Director Mr. Dipendra Tak (Din: 09047265) as Non-Executive Director of the Company:**  
and

**ITEM NO. 4 Appointment of Mr. Dipendra Tak (Din: 09047265) as Whole Time Director of the Company:**

This explanatory statement is provided as per Section 102 of the act and Regulation 36 of SEBI (LODR).

In terms of Sections 152 and 161 of the Companies Act, 2013, the Board of Directors of the company, based on the recommendation of the N&RC, had reviewed the candidature of Mr. Dipendra Tak (Din: 09047265) and appointed him as an Additional Director (Non-Executive Non-Independent) on 01<sup>st</sup> September, 2023. In the opinion of the Board, Mr. Dipendra Tak (Din: 09047265) have the necessary knowledge, experience and expertise for being appointed as Non-Executive Directors, liable to retire by rotation.

Mr. Dipendra Tak possesses the requisite skill sets i.e., exposure in areas including business, finance, risk oversight and statutory compliances as prescribed by the Board to be possessed by the Board in the context of Company's business. The Board is of the view that his knowledge and experience will benefit and add value to the Company and pursuant to the recommendation of the NRC, recommends his appointment as Whole Time Director for a period of 5 years. Details as per Schedule V of the act is provided in Annexure-B

A profile of Mr. Dipendra Tak in Annexure-A is also annexed to the Notice in accordance with the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (“LODR”) and Secretarial

Standard.

Mr. Dipendra Tak has consented to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act, and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority The Company has received notice under Section 160 of the Companies Act, 2013 from member signifying intention to propose the candidature of Mr. Dipendra Tak for the office of an non-executive Director of the Company.

As per the provisions contained under Section 161 of the Companies Act, 2013, the “Additional Director” so appointed shall hold office upto the date of the next Annual General Meeting. Therefore, approval of the shareholders is sought for the appointment of Dipendra Tak (Din: 09047265) as an non-executive Director of the Company. Your Directors, therefore, recommend the passing of the Ordinary Resolution as set forth in Item No. 3 to approve the appointment of Mr. Dipendra Tak (DIN - 09047265) as Non-Executive Director.

Further as per the provision of section 196 of the act appointment of whole Time Director requires approval of the shareholders. Accordingly the Board of Directors recommends passing of Special Resolution in Item No. 4 of this Notice, to appoint Mr. Dipendra Tak as Whole Time Director of the company for a period of 5 years with effect from 30th September, 2023 till 31st August, 2028.

None of the Manager, Key Managerial Personnel, and their relatives is interested or concerned, financially or otherwise in the proposed resolution.

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**ITEM NO. 5 Regularization of Additional Director Mr. Jagdish Dodia (Din: 02487910) as Non-Executive Director of the Company:**

**AND**

**ITEM NO. 6 Appointment of Mr. Jagdish Dodia (Din: 02487910) as Managing Director of the Company:**

Mr. Jagdish Dodia was appointed as Chief Executive Officer ("CEO") of the Company w.e.f 28/12/2022. Taking into consideration his leadership capabilities and familiarity with Company's current challenges and opportunities; In terms of Sections 152 and 161 of the Companies Act, 2013, the Board of Directors of the company, based on the recommendation of the N&RC, appointed him as an Additional Director (Non-Executive Non-Independent) on 01<sup>st</sup> September, 2023, to hold office upto the date of ensuing Annual General Meeting

Also, N&RC and the Board resolved to merge both the positions of the MD & CEO into a combined role and appoint one person as the MD & CEO of the Company to ease the organizational hierarchy and thereby drive better execution. In the opinion of the Board, Jagdish Dodia (Din: 02487910) have the necessary knowledge, experience and expertise to take over as the MD & CEO. Details as per Schedule V of the act is provided in Annexure-B

A profile of Mr. Jagdish Dodia in Annexure-A is also annexed to the Notice in accordance with the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 ("LODR") and Secretarial Standard.

Mr. Jagdish Dodia has consented to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act, and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority The Company has received notice under Section 160 of the Companies Act, 2013 from member signifying intention to propose the candidature of Mr. Jagdish Dodia for the office of an non-executive Director of the Company.

As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting. Therefore, approval of the shareholders is sought for the appointment of Jagdish Dodia (Din: (Din: 02487910) as a non-executive Director of the

Company. Your Directors, therefore, recommend the passing of the Ordinary Resolution as set forth in Item No. 5

Further as per the provision of section 196 of the act appointment of Managing Director requires approval of the shareholders. Accordingly the Board of Directors recommends passing of Special Resolution as set out in Item No. 6 of this Notice, to approve the appointment of Mr. Jagdish Dodia (DIN - 02487910) as Managing Director of the company for a period of 5 Years with effect from 30<sup>th</sup> September,2023 till 31st August, 2028.

None of the Manager, Key Managerial Personnel, and their relatives is interested or concerned, financially or otherwise in the proposed resolution

By Order of the Board  
**RAJVI LOGITRADE LIMITED**

Sd/-

Date: 01/09/2023  
Place: Gandhidham

**Dhaval Acharya**  
Director  
DIN: 00010406

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## ANNEXURE A

Information pursuant to the Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting regarding re-appointment of a Director.

Name of the Director	Mr. NARENDRASINH DALPATSINH RANA	Mr. DIPENDRA TAK	Mr. JAGDISH DODIA
Director Identification Number (DIN)	02543871	09047265	02487910
Date of Birth & Age	18/10/1974, 48 years	07/10/1968, 54 years	23/07/1967, 56 years
Date of Appointment	13-10-2014	01-09-2023	23-07-1967
Qualification	Bachelor of Commerce (B.COM)	ICWA	MBA
Expertise in specific functional areas	Vast experience in the fields of logistic, warehousing, shipping and other ancillary business.	Finance & Taxation.	Marketing Management and Administration of Logistics, Shipping and Port Related Activities
List of Companies in which outside Directorship held as on 31.03.2023	1. RCC LIMITED. 2. ROYALE PORTS MANAGEMENT PRIVATE LIMITED	1. RAJVI CARGO MOVERS PRIVATE LIMITED	NIL
Chairman/ Member of the committees of other companies in which he/she is a Director as on 31.03.2023	Member of the CSR Committee of the RCC LTD	NIL	NIL
Number of equity shares held in the Company	136200	NIL	10500
Remuneration last drawn	Nil	NIL	
Remuneration proposed to be paid	Nil	NIL	NIL
Relationship with other Directors/ KMP	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company
No of meetings of the Board attended during the financial year	All Board meetings were attended.	Not Applicable	Not Applicable

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## ANNEXURE B

### Information pursuant to Schedule V of the Companies Act, 2013

General Information		
1	Nature of industry	Service Sector Transportation, Cargo Handling, Warehousing, Stevedoring, Logistics, Clearing, Forwarding, & Trading.
2	Date or expected date of commencement of commercial production	Business commenced in 1986, since the company is in service sector there is no date of commercial production
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4	Financial performance based on given indicators	Financial Year 2022-2023 (Rs. in Lacs) Gross Revenue: 1613.65 Profit after tax: 17.93/- Rate of Dividend: Nil Earnings per share: 1.79
5	Foreign investments or collaborations, if any.	The company has not made any foreign investments and neither entered into any foreign collaborations

#### II. Information about the appointee:

1	Background details	Mr. Narendrasinh Dalpatsinh Rana, is Bachelor of Commerce and having more than 2 decades of experience in management and administration of logistic, warehousing, stevedoring and other allied business. He has been and is serving as a Director in the Board of various public and private limited Companies.	Mr. Dipendra Tak is ICWA and having more than 25 years of experience in the field of taxation, auditing, compliances and Corporate Finance.	MBA in Marketing. Mr. Jagdish Gangdasbhai Dodia has 3 decades of experience in management and administration of Logistics, Shipping and Port related activities. He started his career in 1990. He has work experience of 13 year with Sanghi Industries Limited as operational head.
2	Past remuneration	Nil	Nil	Mr. Jagdish Dodia is currently drawing remuneration in the Capacity of CEO from 28/12/2022 – Rs. 2,50,000/- per month.
3	Recognition or award	-----	-----	-----
4	Job profile and his suitability	He is Currently Responsible for overall management of the Company & operations,	Considering the requisite skill sets i.e., exposure in areas	consideration his leadership capabilities and familiarity with Company's current challenges

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		defining and executing business strategy and providing overall leadership to the Company's operations, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Narendrasinh Rana should be available to the Company.	including business, finance, risk oversight and statutory compliances possessed by him. Board of Directors are of the opinion that he is appropriate for the post of Whole Time Director.	and opportunities and long business experience and alliance with renowned corporates, the Board of Directors is of the opinion that Mr. Jagdish Dodia is efficient to be appointed as MD.
5	Remuneration proposed	It has been mutually decided by the Board that No remuneration shall be paid.	It has been mutually decided by the Board that No remuneration shall be paid.	No change is proposed in the existing remuneration being paid.
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	It has been mutually decided by the Board that No remuneration shall be paid. In future if board proposes to pay remuneration it shall be within the maximum permissible remuneration as per Schedule V of the Companies Act, 2013 after comparisons of remuneration package of other industry and Companies of the same size for this position.	It has been mutually decided by the Board that No remuneration shall be paid. In future if board proposes to pay remuneration it shall be within the maximum permissible remuneration as per Schedule V of the Companies Act, 2013 after comparisons of remuneration package of other industry and Companies of the same size for this position.	Considering the responsibility shouldered by him, existing remuneration is commensurate with Industry standards and Board Level positions held in similar sized Companies.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Does not have any pecuniary relationship with the company except his present employment and shareholding.	Does not have any pecuniary relationship with the company except his present employment.	Besides the existing remuneration being paid, Mr. Jagdish Dodia also holds 10500 shares of the company.

### III. Other information:

1.	Reasons of loss or inadequate profits	Since no remuneration is proposed to be paid other than the existing remuneration of Mr. Jagdish Dodia, requirement to state the reason of loss or inadequate profits is not applicable.
2.	Steps taken or proposed to be taken for improvement	The Company has adopted the following measures to improve the profitability: <ul style="list-style-type: none"> <li>• Conscious effort to search a better business</li> </ul>

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		<p>opportunity.</p> <ul style="list-style-type: none"><li>• Cost control in all areas.</li></ul> <p>It is also expected that new markets will provide better opportunities for better margins.</p>
3.	Expected increase in productivity and profits in measurable terms	<p>It is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects to achieve the pace of better performance in the future by taking maximum efforts to control the costs and optimize the results in the coming years.</p>

Date: 01/09/2023  
Place: Gandhidham

By Order of the Board  
**For, RAJVI LOGITRADE LIMITED**  
Formerly Known as Suryakrupa Finance Limited

sd/-  
**Dhaval Acharya**  
Director  
DIN: 00010406

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## NOTICE

**NOTICE** is hereby given that the 36<sup>th</sup> Annual General Meeting of the Members of Rajvi Logitrade Limited will be held on Saturday, 30<sup>th</sup> September, 2023 at 10:00 A.M through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the following business:

### **ORDINARY BUSINESS:**

- 1) To consider and adopt the Audited financial statements for the financial year ended March 31, 2023 together with the Reports of the Directors and the Auditors thereon.
- 2) To appoint a Director in place of Mr. NARENDRASINH DALPATSINH RANA (DIN: 02543871), who retires by rotation and being eligible, offer himself for re-appointment.

### **SPECIAL BUSINESS:**

- 3) **Regularization of Additional Director Mr. Dipendra Tak (Din: 09047265) as Non-Executive Director of the Company:**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and 160 the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), and based on the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors, Mr. Dipendra Tak (DIN: 09047265), who was appointed as an Additional Director on the Board of the Company w.e.f. 01<sup>st</sup> September, 2023 to hold office upto the date of Annual General Meeting pursuant to Section 161 of the Act and Articles of Association of the company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Director to be designated as Non-Executive Director on the Board of Directors of the company, the period of whose office shall be liable to retire by rotation."

"RESOLVED FURTHER THAT Board of Directors, be and are hereby severally empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient to give effect to this resolution."

- 4) **Appointment of Mr. Dipendra Tak (Din: 09047265) as Whole Time Director of the Company:**

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

"RESOLVED THAT, pursuant to the provisions of Section 196, 197, 203 read with Schedule V other applicable provisions of the Companies Act, 2013, read with Companies (Appointment and emuneration of Managerial Personnel) Rules, 2014 including any statutory amendments, modifications or re-enactment thereof and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors the approval of the Members of the Company be and is hereby accorded for appointment of Mr. Dipendra Tak (DIN: 09047265) as a Whole Time Director for period of five (5) years from with effect from 30<sup>th</sup> September, 2023 till 31<sup>st</sup> August, 2028 liable to retire by rotation and on such terms and conditions and remuneration as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT, in the event of loss or inadequacy of profit in any Financial Year, during his tenure as Whole Time Director, he shall be paid Remuneration as per the limit set out in Scheduled V to the Companies Act, 2013.

"RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

- 5) **Regularization of Additional Director Mr. Jagdish Dodia (Din: 02487910) as Non-Executive Director of the Company:**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and 160 the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including

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any statutory modification(s) or reenactment(s) thereof, for the time being in force), and based on the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors, Mr. Jagdish Dodia (DIN: 02487910), who was appointed as an Additional Director on the Board of the Company w.e.f. 01st September,2023 to hold office upto the date of Annual General Meeting pursuant to Section 161 of the Act and Articles of Association of the company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Director to be designated as Non-Executive Director on the Board of Directors of the company, the period of whose office shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT Board of Directors, be and are hereby severally empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient to give effect to this resolution.”

## 6) Appointment of Mr. Jagdish Dodia (Din: 02487910) as Managing Director of the Company:

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

“RESOLVED THAT, pursuant to the provisions of Section 196, 197, 203 read with Schedule V other applicable provisions of the Companies Act, 2013, read with Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014 including any statutory amendments, modifications or re-enactment thereof and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors the approval of the Members of the Company be and is hereby accorded for appointment of Mr. Jagdish Dodia (DIN: 02487910) as Managing Director for period of five (5) years with effect from 30<sup>th</sup> September,2023 till 31<sup>st</sup> August, 2028 not liable to retire by rotation and on such terms and conditions and remuneration as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT, in the event of loss or inadequacy of profit in any Financial Year, during his tenure as Managing Director, he shall be paid Remuneration as per the limit set out in Scheduled V to the Companies Act, 2013.

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to file the said resolution with the

Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.”

By Order Of the Board  
**RAJVI LOGITRADE LIMITED**

Sd/-

Date: 01/09/2023  
Place: Gandhidham

**Dhaval Acharya**  
**Director**  
**DIN: 00010406**

### Notes:

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (“the Act”), relating to the Special businesses set out in the Notice to be transacted at the Meeting is annexed hereto
2. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 05 May 2020 read with General Circular No. 14/2020 dated 08 April 2020, General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 02/2021 dated 13 January 2021 and General Circular No. 02/2022 dated 5 May 2022 and General Circular No 10/2022 dated 28 December 2022 & General Circular No 11/2022 dated 28 December 2022 other applicable circulars issued by the Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM). In accordance with, the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 36<sup>th</sup> AGM of the Company is being held through VC / OAVM. Central Depository Services (India) Limited (CDSL) will be providing facility for remote voting and for participation in the AGM through VC / OAVM facility and e-voting during the AGM.
3. As the AGM is being held through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
4. Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board / Authority Letter, authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at [deepakjogi@gmail.com](mailto:deepakjogi@gmail.com) with a copy marked to [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com).



# RAJVI LOGITRADE LIMITED

(Former Name: SURYAKRUPA FINANCE LIMITED)

CIN: L60200GJ1986PLC083845

Registered Office: Plot No. 267, Ward 12/B, Gandhidham, Gujarat-370201

Email: [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com) Website: [www.rajvilogitrade.com](http://www.rajvilogitrade.com) Contact: 9979898027

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5. The Register of Members and Share Transfer Registers of the Company will remain closed from Saturday 23<sup>rd</sup> September, 2023 to Saturday 30<sup>th</sup> September, 2023 (both days inclusive).
6. Notice of AGM along with Annual Report 2022-2023 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2022-2023 will be available on the website of the Company at [www.rajvilogitrade.com](http://www.rajvilogitrade.com) and on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com).
7. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below:
  - (a) In case shares are held in physical mode, please provide Full Name and Address, Email-Id and Mobile No., No. of Shares held, Folio No., Certificate No. & Distinctive No. scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card & Aadhar Card), by email to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) or to company at email id: [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com).
  - (b) In case shares are held in demat mode, members are requested to approach their respective Depository through Depository Participant.
8. The cutoff date for determining the eligibility to vote by electronic means in the general meeting shall be Saturday 23<sup>rd</sup> September, 2023.
9. Members are requested to convert their share(s) lying in physical form to the Demat form for easy transferability of shares. For any help the shareholders may contact the Company or R&T Agent of the Company.
10. Members seeking any information with regard to the accounts or any matter are requested to write to the Company mentioning their name, demat account number/folio number, email id, mobile number at [investor@rajvilogitrade.com](mailto:investor@rajvilogitrade.com) on or before September 23, 2023 so as to enable the management to keep the information ready.
11. The Board of Directors of the Company has appointed CS. Dipak Jogi, Practicing Company Secretary, Gandhidham as a Scrutinizer. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the results through electronic voting will be declared by placing it along with the Scrutinizer's Report on the Company's website and communicated to the Stock Exchange (BSE).
12. The Register of director & Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection in electronic mode.

## **Furnishing PAN, KYC, Bank Details and Nomination by Shareholders:**

SEBI has issued Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021 and Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 for Common and Simplified Norms for processing investor's services request by Registrar and Share Transfer Agents (RTAs) and norms for furnishing PAN, KYC details and Nomination, freezing of folios without valid PAN, KYC details; compulsory linking of PAN and Aadhar by Shareholders holding shares in physical form, among others. Specimen copy of letter and prescribed formats for KYC and Nomination are available on website of Company under "Updation of KYC" section

Freezing of Folios without PAN, KYC details and Nomination: Folios wherein any one of the above mentioned documents/details are not available on or after October 1, 2023, shall be frozen by RTA/Company in terms of said Circulars. The frozen folios will be referred by RTA/Company to the administering authority under the Benami Transaction (Prohibitions) Act, 1988 and/ or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025

RTA will accept only valid PANs and also verify that the PAN in the existing folios are valid i.e. linked to the Aadhaar number of the Shareholder.

Shareholders may note that in terms of the above mentioned Circulars, w.e.f. October 1<sup>st</sup>, 2023, RTA of the Company will not process any service request or complaint from Shareholder(s) / claimant(s) unless PAN, KYC and Nomination documents/ details are available.

## **THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Wednesday, 27-09-2023 at 10:00 AM and ends on Friday, 30<sup>th</sup> September, 2023 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Saturday, 23<sup>rd</sup> September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders /retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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 demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat 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 participating in e-voting process.

Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"><li>1. Users who have opted for CDSL 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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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.</li><li>3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <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</li></ol>

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	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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>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.nsd.com">https://eservices.nsd.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 or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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 or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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, 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 website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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 (i) related to login through Depository i.e. CDSL and NSDL

**Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat 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 toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat 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

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on "Shareholders" module.
3. 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.
4. Next enter the Image Verification as displayed and Click on Login.

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5. 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.
6. 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	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  OR Date of Birth (DOB)	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.  • 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.

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) 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.

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

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

(x) 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) 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.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**(xvii) 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](http://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 [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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.

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Alternatively Non Individual shareholders are required mandatory 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; Investor@rajvilogitrade.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience
  5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (investor@rajvilogitrade.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days mentioning their name, demat account number/folio number, email id, mobile number at (investor@rajvilogitrade.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote

e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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 at toll free no. 1800 22 55 33

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

1. 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 Company/RTA email id. [investor@rajvilogitrade.com/](mailto:investor@rajvilogitrade.com) [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to 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 or call toll free no. 1800 22 55 33.

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<b>Company</b>	<b>RAJVI LOGITRADE LIMITED (Former name SURYAKRUPA FINANCE LIMITED)</b> Email id: <a href="mailto:investor@rajvilogitrade.com">investor@rajvilogitrade.com</a> Contact: 9979898027
<b>Registrar and Transfer Agent</b>	<b>LINK INTIME INDIA PVT. LTD.</b> C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 Tel No : +91( 22) 49186000 Fax: +91 (22) 49186060 E-mail id : <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> Website : <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> Contact Person: Ms. Monali Nagwekar
<b>e-Voting Agency</b>	Central Depository Services (India) Limited [CDSL] E-mail : <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>
<b>Scrutinizer</b>	CS. Dipak Jogi, Practicing Company Secretary, Gandhidham, Gujarat. Email id: <a href="mailto:deepakjogi@gmail.com">deepakjogi@gmail.com</a>

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)**

**ITEM NO. 3 Regularization of Additional Director Mr. Dipendra Tak (Din: 09047265) as Non-Executive Director of the Company:**  
and

**ITEM NO. 4 Appointment of Mr. Dipendra Tak (Din: 09047265) as Whole Time Director of the Company:**

This explanatory statement is provided as per Section 102 of the act and Regulation 36 of SEBI (LODR).

In terms of Sections 152 and 161 of the Companies Act, 2013, the Board of Directors of the company, based on the recommendation of the N&RC, had reviewed the candidature of Mr. Dipendra Tak (Din: 09047265) and appointed him as an Additional Director (Non-Executive Non-Independent) on 01<sup>st</sup> September, 2023. In the opinion of the Board, Mr. Dipendra Tak (Din: 09047265) have the necessary knowledge, experience and expertise for being appointed as Non-Executive Directors, liable to retire by rotation.

Mr. Dipendra Tak possesses the requisite skill sets i.e., exposure in areas including business, finance, risk oversight and statutory compliances as prescribed by the Board to be possessed by the Board in the context of Company's business. The Board is of the view that his knowledge and experience will benefit and add value to the Company and pursuant to the recommendation of the NRC, recommends his appointment as Whole Time Director for a period of 5 years. Details as per Schedule V of the act is provided in Annexure-B

A profile of Mr. Dipendra Tak in Annexure-A is also annexed to the Notice in accordance with the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (“LODR”) and Secretarial

Standard.

Mr. Dipendra Tak has consented to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act, and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority The Company has received notice under Section 160 of the Companies Act, 2013 from member signifying intention to propose the candidature of Mr. Dipendra Tak for the office of an non-executive Director of the Company.

As per the provisions contained under Section 161 of the Companies Act, 2013, the “Additional Director” so appointed shall hold office upto the date of the next Annual General Meeting. Therefore, approval of the shareholders is sought for the appointment of Dipendra Tak (Din: 09047265) as an non-executive Director of the Company. Your Directors, therefore, recommend the passing of the Ordinary Resolution as set forth in Item No. 3 to approve the appointment of Mr. Dipendra Tak (DIN - 09047265) as Non-Executive Director.

Further as per the provision of section 196 of the act appointment of whole Time Director requires approval of the shareholders. Accordingly the Board of Directors recommends passing of Special Resolution in Item No. 4 of this Notice, to appoint Mr. Dipendra Tak as Whole Time Director of the company for a period of 5 years with effect from 30th September, 2023 till 31st August, 2028.

None of the Manager, Key Managerial Personnel, and their relatives is interested or concerned, financially or otherwise in the proposed resolution.

# RAJVI LOGITRADE LIMITED

(Former Name: SURYAKRUPA FINANCE LIMITED)

CIN: L60200GJ1986PLC083845

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**ITEM NO. 5 Regularization of Additional Director Mr. Jagdish Dodia (Din: 02487910) as Non-Executive Director of the Company:**

**AND**

**ITEM NO. 6 Appointment of Mr. Jagdish Dodia (Din: 02487910) as Managing Director of the Company:**

Mr. Jagdish Dodia was appointed as Chief Executive Officer ("CEO") of the Company w.e.f 28/12/2022. Taking into consideration his leadership capabilities and familiarity with Company's current challenges and opportunities; In terms of Sections 152 and 161 of the Companies Act, 2013, the Board of Directors of the company, based on the recommendation of the N&RC, appointed him as an Additional Director (Non-Executive Non-Independent) on 01<sup>st</sup> September, 2023, to hold office upto the date of ensuing Annual General Meeting

Also, N&RC and the Board resolved to merge both the positions of the MD & CEO into a combined role and appoint one person as the MD & CEO of the Company to ease the organizational hierarchy and thereby drive better execution. In the opinion of the Board, Jagdish Dodia (Din: 02487910) have the necessary knowledge, experience and expertise to take over as the MD & CEO. Details as per Schedule V of the act is provided in Annexure-B

A profile of Mr. Jagdish Dodia in Annexure-A is also annexed to the Notice in accordance with the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 ("LODR") and Secretarial Standard.

Mr. Jagdish Dodia has consented to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act, and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority The Company has received notice under Section 160 of the Companies Act, 2013 from member signifying intention to propose the candidature of Mr. Jagdish Dodia for the office of an non-executive Director of the Company.

As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting. Therefore, approval of the shareholders is sought for the appointment of Jagdish Dodia (Din: (Din: 02487910) as a non-executive Director of the

Company. Your Directors, therefore, recommend the passing of the Ordinary Resolution as set forth in Item No. 5

Further as per the provision of section 196 of the act appointment of Managing Director requires approval of the shareholders. Accordingly the Board of Directors recommends passing of Special Resolution as set out in Item No. 6 of this Notice, to approve the appointment of Mr. Jagdish Dodia (DIN - 02487910) as Managing Director of the company for a period of 5 Years with effect from 30<sup>th</sup> September,2023 till 31st August, 2028.

None of the Manager, Key Managerial Personnel, and their relatives is interested or concerned, financially or otherwise in the proposed resolution

By Order of the Board  
**RAJVI LOGITRADE LIMITED**

Sd/-

Date: 01/09/2023  
Place: Gandhidham

**Dhaval Acharya**  
Director  
**DIN: 00010406**

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## ANNEXURE A

Information pursuant to the Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting regarding re-appointment of a Director.

Name of the Director	Mr. NARENDRASINH DALPATSINH RANA	Mr. DIPENDRA TAK	Mr. JAGDISH DODIA
Director Identification Number (DIN)	02543871	09047265	02487910
Date of Birth & Age	18/10/1974, 48 years	07/10/1968, 54 years	23/07/1967, 56 years
Date of Appointment	13-10-2014	01-09-2023	23-07-1967
Qualification	Bachelor of Commerce (B.COM)	ICWA	MBA
Expertise in specific functional areas	Vast experience in the fields of logistic, warehousing, shipping and other ancillary business.	Finance & Taxation.	Marketing Management and Administration of Logistics, Shipping and Port Related Activities
List of Companies in which outside Directorship held as on 31.03.2023	1. RCC LIMITED. 2. ROYALE PORTS MANAGEMENT PRIVATE LIMITED	1. RAJVI CARGO MOVERS PRIVATE LIMITED	NIL
Chairman/ Member of the committees of other companies in which he/she is a Director as on 31.03.2023	Member of the CSR Committee of the RCC LTD	NIL	NIL
Number of equity shares held in the Company	136200	NIL	10500
Remuneration last drawn	Nil	NIL	
Remuneration proposed to be paid	Nil	NIL	NIL
Relationship with other Directors/ KMP	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company
No of meetings of the Board attended during the financial year	All Board meetings were attended.	Not Applicable	Not Applicable



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## ANNEXURE B

### Information pursuant to Schedule V of the Companies Act, 2013

General Information		
1	Nature of industry	Service Sector Transportation, Cargo Handling, Warehousing, Stevedoring, Logistics, Clearing, Forwarding, & Trading.
2	Date or expected date of commencement of commercial production	Business commenced in 1986, since the company is in service sector there is no date of commercial production
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4	Financial performance based on given indicators	Financial Year 2022-2023 (Rs. in Lacs) Gross Revenue: 1613.65 Profit after tax: 17.93/- Rate of Dividend: Nil Earnings per share: 1.79
5	Foreign investments or collaborations, if any.	The company has not made any foreign investments and neither entered into any foreign collaborations

#### II. Information about the appointee:

1	Background details	Mr. Narendrasinh Dalpatsinh Rana, is Bachelor of Commerce and having more than 2 decades of experience in management and administration of logistic, warehousing, stevedoring and other allied business. He has been and is serving as a Director in the Board of various public and private limited Companies.	Mr. Dipendra Tak is ICWA and having more than 25 years of experience in the field of taxation, auditing, compliances and Corporate Finance.	MBA in Marketing. Mr. Jagdish Gangdasbhai Dodia has 3 decades of experience in management and administration of Logistics, Shipping and Port related activities. He started his career in 1990. He has work experience of 13 year with Sanghi Industries Limited as operational head.
2	Past remuneration	Nil	Nil	Mr. Jagdish Dodia is currently drawing remuneration in the Capacity of CEO from 28/12/2022 – Rs. 2,50,000/- per month.
3	Recognition or award	-----	-----	-----
4	Job profile and his suitability	He is Currently Responsible for overall management of the Company & operations,	Considering the requisite skill sets i.e., exposure in areas	consideration his leadership capabilities and familiarity with Company's current challenges

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		defining and executing business strategy and providing overall leadership to the Company's operations, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Narendrasinh Rana should be available to the Company.	including business, finance, risk oversight and statutory compliances possessed by him. Board of Directors are of the opinion that he is appropriate for the post of Whole Time Director.	and opportunities and long business experience and alliance with renowned corporates, the Board of Directors is of the opinion that Mr. Jagdish Dodia is efficient to be appointed as MD.
5	Remuneration proposed	It has been mutually decided by the Board that No remuneration shall be paid.	It has been mutually decided by the Board that No remuneration shall be paid.	No change is proposed in the existing remuneration being paid.
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	It has been mutually decided by the Board that No remuneration shall be paid. In future if board proposes to pay remuneration it shall be within the maximum permissible remuneration as per Schedule V of the Companies Act, 2013 after comparisons of remuneration package of other industry and Companies of the same size for this position.	It has been mutually decided by the Board that No remuneration shall be paid. In future if board proposes to pay remuneration it shall be within the maximum permissible remuneration as per Schedule V of the Companies Act, 2013 after comparisons of remuneration package of other industry and Companies of the same size for this position.	Considering the responsibility shouldered by him, existing remuneration is commensurate with Industry standards and Board Level positions held in similar sized Companies.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Does not have any pecuniary relationship with the company except his present employment and shareholding.	Does not have any pecuniary relationship with the company except his present employment.	Besides the existing remuneration being paid, Mr. Jagdish Dodia also holds 10500 shares of the company.

### III. Other information:

1.	Reasons of loss or inadequate profits	Since no remuneration is proposed to be paid other than the existing remuneration of Mr. Jagdish Dodia, requirement to state the reason of loss or inadequate profits is not applicable.
2.	Steps taken or proposed to be taken for improvement	The Company has adopted the following measures to improve the profitability: <ul style="list-style-type: none"> <li>• Conscious effort to search a better business</li> </ul>

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		<p>opportunity.</p> <ul style="list-style-type: none"><li>• Cost control in all areas.</li></ul> <p>It is also expected that new markets will provide better opportunities for better margins.</p>
3.	Expected increase in productivity and profits in measurable terms	<p>It is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects to achieve the pace of better performance in the future by taking maximum efforts to control the costs and optimize the results in the coming years.</p>

Date: 01/09/2023  
Place: Gandhidham

By Order of the Board  
**For, RAJVI LOGITRADE LIMITED**  
Formerly Known as Suryakrupa Finance Limited

sd/-  
**Dhaval Acharya**  
Director  
DIN: 00010406