

# SOBHAGYA MERCANTILE LIMITED

1/25 & 1/26, 1<sup>ST</sup> FLOOR, AC MARKET BUILDING SOCIETY, TARDEO ROAD,  
MUMBAI- 400 034, TEL : 022-23516166, email: sobhagyamercantile9@gmail.com  
Website : [www.sobhagyamercantile.com](http://www.sobhagyamercantile.com) CIN NO. L51900MH1983PLC031671

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September 07, 2018

To,  
**BSE Limited**  
Phirozee/eejeebhoy Towers,  
25th Floor, Dalal Street,  
Mumbai - 400 001.

**Subject: Submission of notice of 34th Annual General Meeting of Sobhagya Mercantile Limited  
pursuant to regulation 30 of SEBI (LODR) Regulations, 2015  
Scrip Code :512014 /Scrip Id: SOBME**

Dear Sir/Madam,

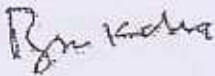
Pursuant to regulation 30 of SEBI (LODR) Regulations, 2015, please find enclosed the notice of 34th AGM of Sobhagya Mercantile Limited to be held on 29<sup>th</sup> September, 2018.

Kindly take the above on record and acknowledge receipt.

Thanking you

Yours faithfully,

**For Sobhagya Mercantile Limited**



**B. M. Kabra**  
Compliance Officer

# **NOTICE**

**NOTICE** is hereby given that the Thirty-Fourth Annual General Meeting of the members of M/s. SOBHAGYA MERCANTILE LIMITED will be held on Saturday, 29<sup>th</sup> September, 2018 at 12.30 pm at Registered Office of the Company at 1/25 & 1/26 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road, Mumbai - 400 034, to transact the following business.

## **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2018 and the Director's and Auditor's Report thereon.
2. To appoint a Director in place of Mr. Brij Mohan Kabra (DIN 00280633), who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

*RESOLVED THAT pursuant to the provisions of Section 139 and 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, pursuant to the recommendations of the Audit Committee of Directors and of the Board of Directors and pursuant to the resolution passed by the members at the Thirtieth annual general meeting of the Company held on 20th September, 2014, the appointment of M/s. Vijay R. Tater & Co., Chartered Accountants, Mumbai (Firm Registration No. 111426W) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Thirty-fourth AGM of the Company for the financial year 2017-18, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors, be and is hereby ratified."*

## **SPECIAL BUSINESS:**

4. Appointment of Mr. Machhindra Patil (DIN 08179234) as Director of The Company and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

*"RESOLVED THAT Mr. Machhindra Patil (DIN 08179234), who was appointed as an Additional Director with effect from 31<sup>st</sup> July, 2018 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 being eligible for appointment and in respect of which, the company has received a notice in writing, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company."*

5. Appointment of Mrs. Suvarna Shinde (DIN 08189122) as Director of The Company and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

*"RESOLVED THAT Mrs. Suvarna Shinde (DIN 08189122), who was appointed as an Additional Director with effect from 31<sup>st</sup> July, 2018 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 being eligible for appointment and in respect of which, the company has received a notice in writing, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company."*

**BY ORDER OF THE BOARD OF DIRECTORS**  
**For Sobhagya Mercantile Limited**

**Place: Mumbai**  
**Date: 23/08/2018**

**Sd/-**  
**Brijmohan Kabra**  
Director  
(DIN: 00280633)

**Registered Office:**  
1/25 & 1/26 1st Floor,  
Tardeo Airconditioned Market Society,  
Tardeo Road, Mumbai - 400 034

**NOTES FOR MEMBERS' ATTENTION:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE VALID, THE INSTRUMENTS APPOINTING THE PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE SCHEDULED TIMING OF THE MEETING.
2. A PERSON CAN ACT, AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS.
3. The Register of Members & Share Transfer Books of the Company shall remain closed from Monday 24<sup>th</sup> September, 2018 to Saturday, 29<sup>th</sup> September 2018 (both days inclusive).
4. Members are requested to intimate the change of address if any to the Company or its Registrar & Share Transfer Agents, **M/s. Purva Sharegistry (India) Pvt. Ltd.** having its office at Gala No.9, Shivshakti Industrial Estate, Opp. Kasturba Hospital Lane, J.R. Boricha Marg, Lower Parel, Mumbai – 400 011.
5. **E-voting:**

*In compliance with the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended vide Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide to the Members facility of voting by electronic means in respect of businesses to be transacted at the 34<sup>th</sup> Annual General Meeting (AGM) through remote e-voting (i.e. voting electronically from a place other than the venue of the general meeting). The Company also proposes to provide the option of voting by means of Ballot Form at the AGM in addition to the electronic voting system mentioned above. The Company has engaged the services of National Securities Depository Limited (NSDL) for facilitating voting by electronic means and the business may be transacted through e-Voting services provided by National Securities Depository Limited (NSDL).*

*Shri Rajesh Kumar Mittal, Practicing Company Secretary (Membership No. F4627, C. P. No. 8745), who had consented to act as the Scrutiniser, was appointed by the Board of Directors as the Scrutiniser to scrutinise the voting process (electronically or otherwise) for the 33<sup>rd</sup> Annual General Meeting of the Company in a fair and transparent manner and submit a consolidated Scrutiniser's report of the total votes cast to the Chairman or a person authorised by him in writing.*

➤ *The procedure with respect to e-voting is provided below:*

A) *In case of Members receiving notice by e-mail from NSDL:*

- i) *Open e-mail and open the attached PDF file viz; “SML.e-voting.pdf” with your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password. The said PDF file contains your “user ID” and “password for e-voting”. Please note that this password is an initial password.*
  - ii) *Launch internet browser by typing the URL <https://www.evoting.nsdl.com>.*
  - iii) *Click on “Shareholder-Login”.*
  - iv) *Put your user ID and password as initial password noted in step (i) above. Click Login. If you are already registered with NSDL for e-voting, you can use your existing user ID and password for casting your vote.*
  - v) *Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through ‘Forgot Password’ option available on the site to reset the same.*
  - vi) *Home page of e-voting opens. Click on “e-voting: Active Voting Cycles”.*
  - vii) *Select “EVEN” (E Voting Event Number) of Sobhagya Mercantile Limited for casting your vote.*
  - viii) *Now you are ready for e-voting as “Cast Vote” page opens.*
  - ix) *Cast your vote by selecting appropriate option and click on: “Submit” and also “Confirm” when prompted.*
  - x) *Upon confirmation, the message “vote cast successfully” will be displayed.*
  - xi) *Once you have voted on the resolution, you will not be allowed to modify your vote.*
  - xii) *Institutional Shareholders and bodies corporate (i.e. other than individuals, HUF, NRI etc) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote to the Scrutiniser through e-mail to- [rajeshsmittal@gmail.com](mailto:rajeshsmittal@gmail.com) with a copy marked to- [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).*
- B) *In case of Members receiving physical copy of Notice of Annual General Meeting :*
- a. *User ID and Initial password sent separately.*
  - b. *Please follow all steps from Sl. No. (ii) to Sl. No.(xii) mentioned in (A) above, to cast your vote.*

**Other Instructions:**

- I. *Persons who have acquired shares and became Members of the Company after the dispatch of the Notice of the AGM but before the cut-off date of 23<sup>rd</sup> September, 2018, may obtain their user ID and password for e-voting from the Company or NSDL (Toll free tele no. 1800 222 990). If the member is already registered with NSDL e-voting platform then he can use existing User ID and password for casting the vote through remote e-voting.*
- II. *The remote e-voting facility starts on Wednesday, 26<sup>th</sup> September, 2018 at 9.00 a.m. and ends on Friday, 28<sup>th</sup> September, 2018 at 5.00 p.m. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut off date of 23<sup>rd</sup> September, 2018, may cast their votes electronically. The remote e-voting module will be disabled by NSDL for voting thereafter at 5.00 p.m. on Friday, 28<sup>th</sup> September, 2018. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.*
- III. *In case of any queries, you may refer to the “Frequently Asked Questions (FAQs)” for Shareholders and e-voting user manual for Shareholders available at the “downloads” section of NSDL website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following Toll free Telephone No.: 1800 222 990.*

- IV. *The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date. In case of joint holders, only one of the joint holders may cast his vote.*
- V. *Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their voting right at the meeting through ballot. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.*
- VI. *The Scrutiniser shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company. The Scrutiniser shall submit a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, not later than three days after the conclusion of the AGM to the Chairman or a person authorised by the Chairman. The Chairman or a person authorised by the Chairman, shall declare the result of the voting forthwith.*
- VII. *The declared results along with the Scrutiniser's Report will be available on the website of NSDL at [www.evoting nsdl.com](http://www.evoting.nsdl.com) and will also be forwarded to the Stock Exchanges where the Company's shares are listed. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM.*
6. *All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours on all working days except Saturday.*
7. *Members holding shares in physical mode are requested to provide their email id, CIN/Regn. No. (for corporate members), Unique Identification No., PAN, in case member is minor than date of birth of minor and name of guardian, declaration regarding beneficial ownership (if any), nomination details, lien details (if any), particulars of dividend mandate etc. and such other information as mentioned under Section 88 (1)(a) of the Companies Act, 2013 and Rule 3(1) of the Companies (Management and Administration) Rules, 2014.*
8. *Members holding in demat mode are requested to provide the above information to their depository participant.*

***EXPLANATORY STATEMENT PURSUANT TO SECTION 102(2) OF THE COMPANIES ACT, 2013:***

***Item No 4 of the notice***

*Mr. Machhindra Patil (DIN 08179234) was appointed as additional director on the Board of the Company with effect from 31<sup>st</sup> July, 2018 at the board meeting of the company held on 31<sup>st</sup> May, 2018. In terms of Section 161 of the Companies Act, 2013, the Additional Director to hold office till the ensuing Annual General Meeting. The Company had received notices in writing from a member, proposing their candidatures to the office of directorship. Necessary resolutions seeking approval of the Members for his appointment is placed by means of Ordinary Resolution.*

*The Board of Directors accordingly recommends the passing of the said resolution.*

*Except Mr. Machhindra Patil, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.*

### **Item No 5 of the notice**

*Mrs. Suvarna Shinde (DIN 08189122) was appointed as additional director on the Board of the Company with effect from 31<sup>st</sup> July, 2018 at the board meeting of the company held on 31<sup>st</sup> July, 2018. In terms of Section 161 of the Companies Act, 2013, the Additional Director to hold office till the ensuing Annual General Meeting. The Company had received notices in writing from a member, proposing their candidatures to the office of directorship. Necessary resolutions seeking approval of the Members for his appointment is placed by means of Ordinary Resolution.*

*The Board of Directors accordingly recommends the passing of the said resolution.*

*Except Mrs. Suvarna Shinde, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.*

### **Details of Director seeking re-appointment at the 34<sup>th</sup> Annual General Meeting**

<b>Item No of Notice</b>	2	4	5
<b>Name of Director</b>	<i>Mr. Brij Mohan Kabra</i>	<i>Mr. Machhindra Patil</i>	<i>Mrs. Suvarna Shinde</i>
<b>DIN</b>	00280633	08179234	08189122
<b>Date of Birth</b>	<b>07/08/1963</b>	<b>01/01/1994</b>	<b>03/02/1979</b>
<b>Qualification</b>	<b>Graduate</b>	<b>Graduate</b>	<b>Graduate</b>
<b>Nationality</b>	<i>Indian</i>	<i>Indian</i>	<i>Indian</i>
<b>Date of First Appointment on board</b>	<b>07.04.1986</b>	<b>31.07.2018</b>	<b>31.07.2018</b>
<b>Relationship with other Directors and Key Managerial Personnel</b>	<i>not related to any Directors, Key Managerial Personnels of the Company</i>	<i>not related to any Directors, Key Managerial Personnels of the Company</i>	<i>not related to any Directors, Key Managerial Personnels of the Company</i>
<b>Terms and conditions of appointment or reappointment</b>	<i>Mr. Brij Mohan Kabra retires by rotation at the ensuing AGM and being eligible, seeks re-appointment. The Terms and Conditions of Mr. Brij Mohan Kabra are in accordance with the provisions of Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, as may applicable.</i>	<i>Mr. Machhindra Patil was appointed as Additional Director by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 being eligible for appointment and in respect of which, the company has received a notice in writing, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.</i>	<i>Mrs. Suvarna Shinde was appointed as Additional Director by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 being eligible for appointment and in respect of which, the company has received a notice in writing, proposing her candidature for the office of a Director, be and is hereby appointed as a director of the company.</i>
<b>Shareholding</b>	0	0	0
<b>Directorship in other Companies</b>	NIL	1. GSL Securities Limited.	NIL

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**SOBHAGYA MERCANTILE LIMITED**

(CIN: L51900MH1983PLC031671)

Regd. Off.: 1/25 & 1/26 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road, Mumbai - 400 034  
Tel.: 022-66301060 Email: sobhagyamercantile9@gmail.com

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**ATTENDANCE SLIP**

(PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING PLACE)

*DP ID:	Regd. Folio No:
*Client ID:	No. of Shares Held:

Name of the Member:

\_\_\_\_\_

Name of the Proxy holder:

\_\_\_\_\_

I hereby record my presence at the 34<sup>th</sup> Annual General Meeting of the Company to be held on Saturday , September 29, 2018 at 12.30 pm at the Registered Office Address of the Company at 1/25 & 1/26 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road, Mumbai - 400 034

\* Applicable for investors holding shares in electronic form.

**(Signature of the Member/ Proxy)**

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**SOBHAGYA MERCANTILE LIMITED**

(CIN: L51900MH1983PLC031671)

Regd. Off.: 1/25 & 1/26 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road, Mumbai - 400 034  
Tel.: 022-66301060 Email: sobhagyamercantile9@gmail.com

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**Proxy Form**

**Form No. MGT-11**

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

CIN : L51900MH1983PLC031671

Name of the Company : *SOBHAGYA MERCANTILE LIMITED*

Name of the Member (s) : \_\_\_\_\_

Registered address : \_\_\_\_\_

E-mail Id : \_\_\_\_\_

Folio No/Client Id /DP Id : \_\_\_\_\_

I/We, being the Member(s) of \_\_\_\_\_ Shares of the above named Company, hereby appoint

1. Name: ..... Address: .....

E-mail Id: ..... Signature:.....

or failing him

2 Name: ..... Address: .....

E-mail Id: ..... Signature: .....

or failing him

3. Name: ..... Address: .....

E-mail Id: ..... Signature:.....

or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf 34<sup>th</sup> Annual General Meeting of the Company to be held on Saturday, September 29, 2018 at 12.30 pm at the Registered Office Address of the Company at Regd. Off.: 1/25 & 1/26 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road, Mumbai - 400 034, and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution	Optional	
		For	Against
<b>Ordinary Business:</b>			
1.	<i>To receive, consider and adopt the Audited Financial statements of the company for the financial year ended 31st March 2018 and the Director's Report and Auditor's Report thereon.</i>		
2.	<i>To appoint a Director in place of Mr. Brij Mohan Kabra (00280633), who retires by rotation and being eligible, offers himself for reappointment.</i>		
3.	<i>To appoint Auditors and fix their remuneration.</i>		
<b>Special Business:</b>			
4.	<i>Appointment of Mr. Machhindra Patil (DIN 08179234) as Director of The Company.</i>		
5.	<i>Appointment of Mrs. Suvarna Shinde (DIN 08189122) as Director of The Company.</i>		

Signed this..... day of .....2018.

Signature of the Shareholder

Signature of the Proxy holder(s)

Affix  
Re. 1/-  
Revenue  
Stamp

**Notes:**

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company not less than 48 (forty eight) hours before the commencement of the meeting.**
- 2. A proxy need not be a member of the Company.**
3. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
5. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.



