



CORPORATE INFORMATION

Board of Directors

Kumkum Agarwal
Saket Agarwal
A.S. Seshadri
Natarajan S

Company Secretary

Pranali A Sulakhe

Auditors

M/s Gupta Rustagi & Co
16B, Khaatau Building, 1st Floor,
8/10 Alkesh, Dinesh Modi Marg,
Fort, Mumbai 400023

Registered Office

141, Jolly Maker Chambers II,
14th Floor, Nariman Point,
Mumbai – 400021
Tel: +91 22 23665333
Fax: +91 22 23649236
Email: hq@starlog.in
cs@starlog.in
Website: <https://www.starlog.in>
CIN: L63010MH1983PLC031578

Bankers

Axis Bank Limited
Bank of India
The Jammu & Kashmir Bank Limited
UCO Bank
ICICI Bank Limited
IDBI Bank
HDFC Bank Limited
YES Bank Limited
Bank of Baroda
Union Bank of India
SBM Bank (India) Limited

Registrar and Share Transfer Agent

Bigshare Services Private Limited
Bharat Tin Works Building, 1st Floor, Opp Vasant
Oasis, Makwana Road, Next to Keys Hotel, Marol,
Andheri (East), Mumbai 400 059
Tel: +91 022 – 62638200 | Fax: 62638299
Website: www.bigshareonline.com
Email: investor@bigshareonline.com

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Corporate Office

3B Shree Pant Bhuvan, 2nd Floor,
Mamasahab Varekar Bridge Mumbai-
400007

ANNUAL GENERAL MEETING

Date : Thursday, 30th September, 2021

Time : 04.00 PM.

Deemed Venue : 3B Shree Pant Bhuvan, 2nd Floor,
Mamasahab Varekar Bridge Mumbai-400007.

Date of Book Closure: 23rd September, 2021 to
30th September, 2021



STANDALONE FINANCIAL RESULTS FOR LAST 5 YEARS

(₹ in Crores)

Particulars	*2020-21	*2019-20	*2018-19	2017-18	2016-17
Gross Receipts	25.39	28.17	29.43	28.66	63.55
Gross Profit before Interest and depreciation	10.50	13.25	9.17	(1.14)	25.44
Less: Interest	(26.04)	(23.92)	(22.94)	(21.15)	(29.26)
Less: Depreciation	(11.28)	(13.75)	(14.26)	(16.66)	(20.58)
Add: Any Extra ordinary (Loss)/ Income	-	-	-	26.95	-
Profit/(Loss) Before Tax	(26.82)	(24.42)	(28.03)	(12.00)	24.40
Less: Provision for Taxation	-	-	-	-	-
Add/(Less): Reversal /(Provision) of Deferred Tax	-	-	-	-	(0.92)
Add/(less):Reversal/(Provision) for Tax for earlier year	-	-	-	-	-
Exceptional Items	(3.71)	(76.46)	-	-	-
Profit/(Loss) After Tax	(30.53)	(100.88)	(28.03)	(12.00)	(23.48)
Add: Profit brought forward from earlier Year	(149.96)	(49.08)	(21.05)	(9.05)	14.43
Net Profit available for appropriation	(180.49)	(149.96)	(49.08)	(21.05)	(9.05)
Interim Dividend on Equity Share (including Corporate Dividend Tax)	-	-	-	-	-
Proposed Dividend (including Corporate Dividend Tax)	-	-	-	-	-
Transfer to General Reserve	-	-	-	-	-
Balance Carried to Balance Sheet	(30.53)	(100.88)	(28.03)	(21.00)	(9.00)
Gross Block	380.44	399.53	461.67	464.55	554.86
Net Worth	(19.36)	11.17	111.89	139.68	152.87
Debt: Equity	18.93:1	19.52:1	1.04:1	1.64:1	1.05:1
Cash Profit	(19.25)	(87.13)	(13.77)	4.66	(2.90)

* Figures are as per IND-AS



NOTICE

Notice is hereby given that Thirty Seventh (37th) Annual General Meeting ('AGM') of the members of Starlog Enterprises Limited ('Company') will be held on 30th September, 2021 at 04.00 PM. (IST) through Video Conference (VC) or Other Audio Visual Means (OAVM), to transact the businesses as mentioned below. The venue of the meeting shall be deemed to be the 2nd Floor, Flat No. 3B, Shree Pant Bhuvan, Sandhurst Bridge, Mumbai- 400007.

ORDINARY BUSINESS

1. To consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Report of Auditors thereon.

SPECIAL BUSINESS

2. To approve continuation of directorship Mrs. Kumkum Agarwal (DIN: 00944021), Non-Executive Non-Independent Director of the Company, pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To consider, and if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other applicable provisions of the Companies Act, 2013 and relevant Rules framed thereunder, approval of the Members be and is hereby accorded for the continuation of appointment of Mrs. Kumkum Kamleshkumar Agarwal [Director Identification Number (DIN): 00944021], Non-Executive Non-Independent Director of the Company, liable to retire by rotation."

"RESOLVED FURTHER THAT Board of Directors and / or Company Secretary of the Company be and are hereby authorised to do all such acts, deed, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

**By order of the Board of Directors
For Starlog Enterprises Limited**

SD/-

**Pranali A Sulakhe
Company Secretary**

Place: Mumbai

Date: 08.09.2021

Registered Office:

141, Jolly Maker Chambers II,

14th Floor, Nariman Point, Mumbai - 400021

Tel: +91 22 2366 5333, Fax: +91 22 2364 9236

Email: hq@starlog.in

cs@starlog.in

CIN: L63010MH1983PLC031578

**NOTES:**

1. Procedure for Attending the AGM Through Video Conference (VC) or Other Audio Visual Means (OAVM): In view of the outbreak of COVID-19 pandemic and the continuing restrictions on the movement of people along with the guidelines to follow on social distancing and pursuant to the General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020, issued by the Ministry of Corporate Affairs (hereinafter these circulars collectively referred to as 'MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by SEBI ('SEBI Circular') and in compliance with the provisions of the Act and SEBI Listing Regulations, the Company will conduct its 37th AGM on 30th September, 2021 at 04.00 PM. (IST) by providing two-way teleconferencing facility ('VC facility') to its Members through National Securities Depositories Limited ('NSDL') e-voting platform the details of which are provided below.

(i) Members are requested to follow the instructions given below to attend and view the live proceedings of 37th AGM:

- Log in on the NSDL website at <https://www.evoting.nsdl.com> using your remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. For detailed procedure, kindly refer Annexure-2 to this Notice.
- VC facility will be available on 30th September, 2021 from 04.00 PM onwards on first-come-first-served basis and will close after 15 minutes of the conclusion of the AGM.
- Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the instructions provided under Annexure-2 to this Notice. Further, Members can also use the OTP based login for logging into the e-voting platform of NSDL.
- Members are encouraged to join the Meeting through Laptop/ desktop for better experience and use Internet with a good speed to avoid any disturbance during the AGM. 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.

(ii) Members may note that the VC facility allows at least first 1000 members to attend and participate at the 37th AGM on first-come-first served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend this AGM without any restriction on account of first-come-first-served principle.

(iii) Members may note that since the meeting is being held through VC facility, attendance slip is not annexed to the Notice convening the 37th AGM.

(iv) Members attending the AGM through VC facility shall be counted for quorum under Section 103 of the Act.



- (v) The transcript of the meeting will be made available on the Company's website <https://www.starlog.in/> as soon as it is available.
2. Appointment of Proxy: Section 105 of the Act read with Rule 19 of the Companies (Management and Administration) Rules, 2014 provides for appointment of proxy to attend and vote at a general meeting on behalf of the member who is not able to physically attend the AGM. Members may kindly note that the 37th AGM is being held through VC facility and in accordance with the MCA Circulars the physical attendance of Members has been dispensed with, hence the facility for appointment of proxies will not be available to the Members for attending the 37th AGM. Accordingly, the proxy form is not annexed to the Notice to 37th AGM.
 3. Corporate Representation: Corporate shareholders/Institutional shareholders intending to send their authorised representative(s) to attend and vote at the 37th AGM to be held through VC facility, are requested to send scanned copy of the relevant Board Resolution/ Authority Letter together with attested specimen signature of the duly authorised representative(s), at hq@starlog.in / cs@starlog.in with a copy to evoting@nsdl.co.in, from the registered email address.
 4. Book Closure: The Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2021 to 30th September, 2021 (both days inclusive).
 5. Dematerialization Request: Members may kindly note that pursuant to SEBI Listing Regulations any request for transfer of shares (except in case of transmission or transposition of securities) shall be processed only if such shares are held in dematerialized form. Therefore, shareholders who are still holding share certificate(s) in physical form are advised to dematerialize their shareholding to facilitate transfers and avail other benefits of dematerialization, which include easy liquidity, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
 6. Members' Record Updation: Members holding equity shares in physical form and who intend to intimate changes or update their bank details, e-mail ID, change of address, etc. may do so by filling up the 'Form to update Shareholder Information' available with our RTA Bigshare Services Private Limited and send the same to RTA. In respect of Members holding equity shares in demat form and would like to intimate changes or update the records shall send their request to their Depository Participant(s) at the earliest, since the details as would be furnished by the Depository Participant(s) as on 22nd September, 2021 will be considered by the Company.
 7. Nomination: Members holding equity shares in physical form and who have not yet registered their nomination are requested to register the same with the Company's RTA and Members holding equity shares in demat form are requested to send their nomination to their Depository Participant(s).
 8. Electronic Dissemination of Notice & Annual Report: Electronic copy of the Annual Report for FY2020-21 and Notice of 37th AGM are being sent to all the Members whose e-mail IDs are registered with the Company/Depository Participant(s) for communication purposes. Members who have not registered their e-mail IDs may get the same registered by following the instruction mentioned at (i) above. In accordance with the MCA Circulars and relaxation granted by SEBI Circular, hard copy of the Annual Report for FY2020-21 and Notice of 37th AGM will neither be posted nor made available through courier delivery. Members may also note that the Annual Report for FY2020-21 and Notice of 37th AGM of the Company are available on the Company's website, <https://www.starlog.in/>.
 9. Inspection of Documents: Any member who wish to inspect the register of the company shall put up the request for the same to the company post AGM on hq@starlog.in / cs@starlog.in



10. Member Queries with Respect to Annual Report or Businesses as Stated in the Notice of 37th AGM:

- (i) For smooth conduct of AGM proceedings, Members who wish to receive information with respect to Company's Annual Report for FY2020-21 or have questions with regard to the financial statements and the matters to be placed at the 37th AGM, can send their request by providing their name, demat account number/folio number from their registered e-mail ID to hq@starlog.in at least 48 hours in advance before the start of meeting i.e. by 28th September, 2021 before 4.00 PM (IST).
- (ii) Members who wish to ask questions at the AGM may register themselves as a 'Speaker' by registering themselves with the Company by sending their request and questions by providing their name, demat account number/folio number and mobile number from their registered e-mail ID to hq@starlog.in between 20th September, 2021 to 25th September, 2021. Those members who have registered themselves as speaker will only be allowed to ask questions during the AGM, depending on availability of time. The company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- (iii) In case of any query during the meeting, Members may utilize the 'Q&A' option available in the meeting room, and post questions along with their details (DPID/Client ID/ Folio No), registered e-mail ID and mobile number, to enable the Company to respond to their queries either at the meeting, if time permits, or subsequent to the meeting.

Members may note that the Company reserves the right to restrict the number of questions and number of speakers during the AGM, depending upon availability of time and for conducting the proceedings of the meeting smoothly.

11. Route Map: Route map for the venue of the 37th AGM is not available since the meeting is being held through VC facility.

12. E-voting:

- In accordance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, SS-2 and Regulation 44 of the SEBI Listing Regulations, the Company has provided the facility of voting through electronic means including 'Remote e-voting' (e-voting other than at the AGM). Necessary arrangements have been made by the Company with NSDL to facilitate Remote e-voting as well as e-voting in the AGM to be held through VC facility. Shareholders shall have an option to vote either through Remote e-voting or voting through electronic means in the AGM. The Company has appointed Mr. Ritul Parmar (Membership No. 31583 and Certificate of Practice No. 14845) as the Scrutinizer for scrutinizing the Remote e-voting process as well as voting in the AGM in a fair and transparent manner.
- Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the shareholder/ Beneficial Owner as on the 'cut-off date' i.e. 23rd September, 2021.
- A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depository Participant(s) as on the cut-off date only shall be entitled to avail the facility of Remote e-voting or voting at the AGM.



- Any person who becomes a shareholder of the Company after sending of the Notice and Annual Report FY21 and holds equity shares as on the cut-off date shall also follow the same procedure as is mentioned in point (p) of this Notice. A person who is not a shareholder as on the cut-off date should treat this Notice for information purpose only.
 - The procedure for e-voting on the day of the AGM is same as the remote e-voting instructions provided under Annexure-2 to this Notice.
 - Members present at the 37th AGM through VC facility and who have not casted their vote on resolutions set out in the 37th AGM Notice through remote e-voting, and who are not otherwise barred from doing so, shall be allowed to vote through e-voting facility during the 37th AGM. However, the Members who have exercised their right to vote by Remote e-voting may attend the AGM but shall not be entitled to cast their vote again.
 - A shareholder can opt for only one mode of voting i.e. either through Remote e-voting or voting at the AGM. If a shareholder casts votes by both modes, then voting done through Remote e-voting shall prevail.
 - In case of joint-holders attending the AGM through VC Facility, only such joint-holder who is higher in the order of names will be entitled to vote.
13. E-Voting Instructions: Shareholders are requested to follow the instructions as mentioned in Annexure-2 to this Notice, to cast their vote through e-voting.
14. Declaration of Voting Results: The Scrutinizer after the conclusion of AGM will submit his report of the total votes cast in favor or against and invalid votes, if any, to the Chairman of the Company or the person authorized by him in writing, who shall countersign the same and declare the result of the voting within 48 hours of the conclusion of the AGM to the Stock Exchanges as required under Regulation 44(3) of the SEBI Listing Regulations.
- The results declared along with the Scrutinizer's report, will be posted on the Company's website, <https://www.starlog.in/> and on the website of NSDL, <https://www.evoting.nsdl.com/> and will also be displayed on the Notice Board of the Company at its Registered Office as well as Corporate Office immediately after the declaration of the result and simultaneously will be forwarded to BSE Limited.
15. The Annual Report is available on the website of the Company i.e. on <https://www.starlog.in/> for download purposes. The Register of Director's Shareholding & Key Managerial Personnel maintained under Section 171 of the Companies Act, 2013, will be available for inspection by the Members at the Annual General Meeting.

**By order of the Board of Directors
For Starlog Enterprises Limited**

SD/-

Pranali A Sulakhe
Company Secretary
Place: Mumbai
Date: 08.09.2021



STATEMENT PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE THIRTY SEVENTH ANNUAL GENERAL MEETING:

NAME OF DIRECTOR		MRS. KUMKUM AGARWAL
Date of Birth		02/05/1946
Date of appointment/re-appointment		30/09/2021 (AGM Date)
Qualification		HSC
Experience and Expertise in Specific Functional area		Mrs. Kumkum Agarwal is having experience in successfully managing day to day affairs of large number of Companies.
Directorships held in other companies		<ol style="list-style-type: none"> 1. AGBROS Glass Works (India) Private Limited 2. AGBROS Leasing & Finance Private Limited 3. Sayuri Infrastructure Private Limited 4. Tagus Engineering Private Limited 5. Highgate Terminals Private Limited 6. Starport Logistics Limited 7. Kandla Container Terminal Private Limited 8. Oblique Trading Private Limited 9. Adcastr Technologies Private Limited 10. Aramarine Industries Private Limited 11. Araglass Products Private Limited 12. Arainfra Projects Private Limited 13. Araaqua Fisheries Private Limited 14. Icecoat Paints Private Limited
Committee positions held in other companies		Nil
No. of shares held in Starlog Enterprises Limited		Nil
Nature of Relationship		Mrs. Kumkum Agarwal is the mother of Mr. Saket Agarwal

**By order of the Board of Directors
For Starlog Enterprises Limited**

SD/-
Pranali A Sulakhe
Company Secretary
 Place: Mumbai
 Date: 08.09.2021

**ANNEXURE-1 TO NOTICE**

EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND DISCLOSURE UNDER REGULATION 36 (3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The Following Statement sets out the material facts relating to Special Business of the accompanying Notice:

Pursuant to sub-regulation (1A) of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 inserted by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members by way of a Special Resolution is necessary for appointment / continuation of appointment of any Non-Executive Director who has attained the age of 75 (Seventy Five) years.

Mrs. Kumkum Kamleshkumar Agarwal is a Non-Executive, Non-Independent Director, of the Company liable to retire by rotation.

Brief profile of Mrs. Kumkum Kamleshkumar Agarwal is given below for reference of the member:
Mrs. Kumkum Kamleshkumar Agarwal Age: 75 years, Qualification: HSC, Nature of expertise: Mrs. Kumkum Agarwal is having experience in successfully managing day to day affairs of large number of Companies. Mrs. Kumkum Kamleshkumar Agarwal is currently holding the Chairman position of Stakeholders Committee of the Board. She is also a member of Nomination & Remuneration Committee.

The Nomination and Remuneration Committee of the Board of Directors has recommended the continuation of appointment of Mrs. Kumkum Kamleshkumar Agarwal as a "Non-Executive, Non-Independent Director," of the Company, considering her experience, the Members are, therefore, requested to grant their approval by way of a Special Resolution for the continuation of appointment of Mrs. Kumkum Kamleshkumar Agarwal (DIN): 00944021) as a 'Non-Executive, Non-Independent Director' of the Company, liable to retire by rotation.

Mr. Saket Agarwal, son of Mrs. Kumkum Kamleshkumar Agarwal being related may be deemed to be interested in the said resolution set out at Item No. 2 of the Notice, to the extent of his shareholding interest, if any, in the Company. Save and except Mrs. Kumkum Kamleshkumar Agarwal and his relatives, to the extent of their shareholding interest, if any in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item nos. 2 of the Notice.

The Board recommends the Special Resolution set out in Item Nos.2 of the Notice for approval of the members.