

ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Regd. Office : Seksaria Chambers, 5th Floor, 139, Nagindas Master Road, Fort, Mumbai - 400 001.

Tel: 9122- 40500900 - 40500999 . Fax: 9122 -22624989 . E-mail : Ishwarshakti@rediffmail.com

CIN: L51100MH1983PLC030782

NOTICE

Notice is hereby given that the 39th Annual General Meeting of The Members of **Ishwarshakti Holdings & Traders Limited** (CIN: L51100MH1983PLC030782) will be held on Friday the 30th day of September, 2022 at 3.00 P.M. at the registered office of the Company situated at 5th floor, Seksaria Chambers, 139 Nagindas Master Road, Fort, Mumbai - 400 001 to transact the following Business:

ORDINARY BUSINESS:

ITEM NO. 1 – ADOPTION OF AUDITED FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited standalone financial statements of the Company for the financial year ended March 31, 2022, together with the reports of the Board of Directors and the Auditors thereon.

ITEM NO. 2 – RE- APPOINTMENT OF A DIRECTOR:

To appoint a Director in place of Mr. Vinay Seksaria (DIN: 00116582) who retires by rotation and, being eligible, offers himself for re-election.

“**RESOLVED THAT** Mr. Vinay Seksaria (DIN: 00116582) who retires by rotation at this AGM in accordance with Section 152 of the Companies Act, 2013 and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

ITEM NO. 3 – APPOINTMENT/ REGULARISATION OF MR. YASHASVI SEKSARIA (DIN: 06967653) AS AN EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY:

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

RESOLVED THAT pursuant to Sections 102, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made there-under (including any statutory modifications or re-enactments thereof for the time being in force) read with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, approval of the Members, be and is hereby accorded, to regularise and appoint Mr. Yashasvi Seksaria (DIN: 06967653) as an Executive and Non-Independent Director of the Company, who liable to retire by rotation.

RESOLVED FURTHER THAT, Any one of the Director of the Company or Company Secretary of the Company, be and is hereby authorized to do the necessary acts, deeds, and things for the aforesaid appointment including e-filing of requisite forms with the Registrar of Companies.”

By Order of the Board of Directors.

FOR ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Sameer Khedekar
Company Secretary
Place: Mumbai
Date: 01st September, 2022.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

NOTES:

The statement, pursuant to Section 102 of the Companies Act, 2013 with respect to Item No. 2 forms part of this Notice. Additional information, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings in respect of Director seeking re-appointment at the Annual General Meeting is furnished as annexure to the Notice.

- (a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- (b) Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the meeting. Members are requested to note that 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.

- (c) Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- (d) Members/proxies/authorised representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- (e) The Register of Members and Share Transfer Books of the Company will be closed from **21ST September 2022 to 30th September, 2022** (both days inclusive) for the purpose of Annual General Meeting.
- (f) Shareholders desiring any information as regards the Accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting.
- (g) SEBI, vide its circulars dated November 3, 2021 and December 14, 2021, has mandated Members holding shares in physical form to submit PAN, KYC and Nomination details in specified forms. Members may access www.ishwarshakti.com for Form ISR-1 to register PAN/email id/bank details/other KYC details, Form ISR-2 to update signature and Form ISR-3 for declaration to opt out. Members may make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agents.
- (h) In case a holder of physical securities fails to furnish PAN, KYC details and Nomination by March 31, 2023, Bigshare Services India Private Limited will be obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the registrar/the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/or the Prevention of Money Laundering Act, 2002.
- (i) In case of any queries regarding the Annual Report, the Members may write to cs.ishwarshaktiholdings@seksaria.in to receive an email response.
- (j) Section 20 of the Companies Act, 2013 permits service of documents on members by a Company through electronic mode. So in accordance with the Companies Act, 2013 read with the Rules framed thereunder, the Annual Report 2021-22 is being sent through electronic mode to those members whose email addresses are registered with the Company/Depository Participant unless any member has

requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2021-22 are being sent by the permitted mode.

- (k) Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares for ease of portfolio management. Members can contact the Company or Company's Registrar and Transfer Agents, M/s. Bigshare Services Private Limited for assistance in this regard.
- (l) To support the 'Green Initiative' the Members who have not registered their e-mail addresses are requested to register the same with Bigshare Services Private Limited/Depositories.

Updation of Members' Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Registrars and Transfer Agents to record additional details of Members, including their Permanent Account Number details ("PAN"), email address, bank details for payment of dividend, etc.

Further, the Securities and Exchange Board of India ("SEBI") has mandated the submission of PAN by every participant in the securities market.

A form for capturing the above details is appended to this Notice. Members holding shares in physical form are requested to submit the filled in form to the Company or its Registrars and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant.

Information and other instructions relating to e-voting are as under:

1. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS2) issued by the Institute of Companies Secretaries of India, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and

the business may be transacted through e-voting services arranged Central Depository Services Limited ("CDSL"). The Members may cast their votes using an electronic voting system from a place other than the venue of the Annual General Meeting ("remote e-voting"). Instructions for e-voting are given here in below.

The e-voting period will commence at 09.00 a.m. on September, 27 2022 and will end at 5.00 p.m. on September, 29, 2022. The Company has appointed Mr. Milan Mehta, Practicing Company Secretary (Membership No. FCS No. 6401), to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

2. The facility for voting through electronic voting system or ballot paper shall be made available at the Annual General Meeting and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
3. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the meeting but shall not be entitled to cast their vote again.

The instructions for Members voting electronically are as under:

The voting period begins 09.00 a.m. on September, 27 2022 and will end at 5.00 p.m. on September, 29, 2022. During this period Members' of the Company, holding shares either in physical as on 21th September, 2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

Step 1: Access to NSDL e-voting system

(A) Login method for e-voting for AGM for Individual Shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for e-Voting for Individual shareholders holding securities in Demat mode

Type of shareholders: Individual Shareholders holding securities in demat mode with NSDL.

A. NSDL IDeAS facility If you are already registered, follow the below steps:

1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section.
3. 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.
4. Click on 'Access to e-voting' under e-voting services and you will be able to see e-voting page.
5. Click on options available against company name or e-voting service provider - NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period of AGM and voting during the AGM.

If you are not registered, follow the below steps:

1. Option to register is available at <https://eservices.nsdl.com>.
2. Select 'Register Online for IDeAS Portal' or click at [https://eservices.nsdl.com/ Secure Web/IdeasDirectReg.jsp](https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp).
3. Please follow steps given in points 1-5.

B. e-voting website of NSDL

1. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder / Member' section.
3. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.
4. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on options available against company name or e-voting service provider - NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining AGM and voting during the AGM.

Individual Shareholders holding securities in Demat mode with CDSL

1. Existing users who have opted for Easi/Easiest, can login through their 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 is <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi / Login to My Easi option under Quick Login.
2. After successful login of Easi/Easiest the user will be also able to see the e-voting Menu. The Menu will have links of e-voting service provider i.e. NSDL. Click on NSDL to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
4. Alternatively, the user can directly access e-voting page by providing demat account number and PAN from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and email ID as recorded in the Demat account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-voting is in progress.

Individual Shareholders (holding securities in Demat mode) login through their depository participants (DP)

- (i) You can also login using the login credentials of your Demat account through your Depository Participant (DP) registered with NSDL / CDSL for e-voting facility. Once 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 options available against company name or e-voting service provider - NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period and voting

during the AGM.

- (ii) **Important note:** Members who do not have or are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at above-mentioned website.
- (iii) Helpdesk Details Securities held with NSDL Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
- (iv) Securities held with CDSL Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542/43
- (v) Helpdesk for Individual Shareholders holding securities in Demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

By order of the Board of Directors

FOR ISHWARSHAKTI HOLDINGS & TRADERS LIMITED.

Sameer Khedekar
Company Secretary
Place: Mumbai
Date: 01st September, 2022

Registered Office:
5th Floor, Seksaria Chambers
139 Nagindas Master Road,
Fort, Mumbai-400001
Email Id: ishwarshakti@rediffmail.com

ANNEXURE A TO THE NOTICE DATED SEPTEMBER 01, 2022

Details of Director seeking Re-appointment in the forthcoming Annual General Meeting (In pursuance of Regulation 36 of the Securities and Exchange Board of India [Listing Obligation and Disclosure Requirement] Regulations, 2015)

Name of the Director	Mr. Vinay Seksaria
Date of Birth	17.09.1961
Date of Appointment	28/03/2007
Relationship with Directors	1. Brother of Mr. Vivek K Seksaria. 2. Son of Mrs. Geeta K. Seksaria & Kailashchandra K Seksaria
Expertise in Specific functional area	Vast experience of Investment and Finance.
Qualification	Graduate from Mumbai University
Board Membership of Companies as on March 31, 2022 ¹	1(Two)
Chairman/Member of the Committee of the Board of directors as on March 31, 2022	NIL
Number of Shares held in the Company as on March 31, 2022	139090 equity shares

1. Only Public Limited Companies excluding this company have been taken into consideration for the purpose of Board membership of Companies as on March 31, 2022.
2. Only Audit and Stakeholder Relationship Committees of Public Limited Companies have been taken into consideration for the purpose determining the Chairmanships/Memberships of the Committees of the Board of directors as on March 31, 2022.

ITEM NO. 2 SPECIAL BUSINESS

REGULARIZATION OF YASHASVI SEKSARIA (DIN: 06967653) AS DIRECTOR OF THE COMPANY

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AN AS PER SECRETARIAL STANDARD - 2 (SS2) ON "GENERAL MEETINGS":

Mr. Yashasvi Seksaria (DIN: 06967653) was appointed as an Additional Director under section 161 of the Companies Act, 2013 with effect from 18th August 2022 who holds the office up to the date of forthcoming Annual General Meeting of the Company. However, in order to regularize his appointment as a Director the approvals of the members of the Company are sought.

Apart from Mr. Yashasvi Seksaria, who is interested himself, Mrs. Geeta Seksaria, Managing Director, Mr. Kailashchandra Seksaria, Director, Mr. Vinay Seksaria, Director and Mr. Vivek Seksaria, Director, being relatives of Mr. Yashasvi Seksaria, are interested in this Resolution. Apart from them, none of Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Pursuant to Regulation 36(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on "General Meetings", the particulars of Mr. Yashasvi Seksaria, are given hereunder:-

Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requires Companies to obtain approval of the Shareholders by passing of special resolution for appointment of any Executive Director

The Board of Directors recommends the resolution at Item No. 2 of the Notice for approval of Members by way of a Special Resolution.