



SPV GLOBAL TRADING LIMITED

ANNUAL REPORT 2020-21





CORPORATE INFORMATION

BOARD OF DIRECTORS

- : Mr. Balkrishna Binani
(Managing Director)
- : Mrs. Sarladevi Navratan Damani
(Woman Director)
- : Mr. Yashwant Rajmal Jain
(Independent Director)
- : Mr. Sanjay Gopallal Mundra
(Independent Director)
- : Mr. Navratan Bhairuratan Damani
(Non-Independent & Non-Executive Director)

REGISTERED OFFICE

- : 28/30, Anant Wadi Bhuleshwar Mumbai 400 002.

STATUTORY AUDITORS

- : M/s. S.S. Rathi & Co.
Chartered Accountants, Mumbai

SECRETARIAL AUDITORS

- : M/s. Jajodia & Associates,
Practicing Company Secretary

INTERNAL AUDITORS

- : M/s. Kapadia Makwana & Associates,
Chartered Accountants, Mumbai

REGISTRAR AND SHARE TRANSFER AGENT

- : Bigshare Services Pvt. Ltd

1st Floor, Bharat Tin Works Building, Opp. Vasant
Oasis, Makwana Road, Marol, Andheri (East),
Mumbai – 400059

CHIEF FINANCIAL OFFICER

- : Mr. Deepak Dnyandeo Patil
(Chief Financial Officer)

COMPANY SECRETARY AND COMPLIANCE OFFICER

- : Mrs. Gurpreetkaur Bhautikkumar Munjani

OTHER INFORMATION

- : Website : www.spvglobal.in
ISIN: INE177E01010
Scrip Code: 512221



SPV GLOBAL TRADING LIMITED

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE THIRTY SIXTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SPV GLOBAL TRADING LIMITED WILL BE HELD ON THURSDAY 30TH SEPTEMBER, 2021 AT 3:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 28/30, ANANT WADI BHULESHWAR MUMBAI 400002.

ORDINARY BUSINESS

1. To consider and approve the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Mr. Navratan Damani (DIN: 00057401), who retires by rotation and being eligible, offers himself for re-appointment;
3. To appoint a Director in place of Mrs. Sarladevi Damani (DIN: 00909888), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

4. **Re-appointment of Mr. Yashwant Jain (DIN: 01158820) as an Independent 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 149, 150 and 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 (‘Act’) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and upon recommendation of Nomination and Remuneration Committee in its meeting held on 03rd September, 2021, the consent of the Members of the Company be and is hereby accorded for re-appointment of Mr. Yashwant Jain (DIN: 01158820) Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed

as an Independent Director on the Board of the Company, not liable to retire by rotation for a second term of five consecutive years upto 28th September 2025.

RESOLVED FURTHER THAT Mr. Balkrishna Binani, Managing Director or Mr. Deepak Patil, CFO or Mrs. Gurpreetkaur Munjani, Company Secretary and Compliance officer of the company be and are hereby authorized to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

5. Re-appointment of Mr. Sanjay Mundra (DIN: 01205282) as an Independent 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 149, 150 and 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 (‘Act’) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”), including any statutory modification(s) or re-enactment thereof for the time being in force and upon recommendation of Nomination and Remuneration Committee in its meeting held on 03rd September, 2021, the consent of the Members of the Company be and is hereby accorded for re-appointment of Mr. Sanjay Mundra (DIN: 01205282) Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the Company, not liable to retire by rotation for a second term of five consecutive years upto 28th September 2025.

RESOLVED FURTHER THAT Mr. Balkrishna Binani, Managing Director or Mr. Deepak Patil, CFO or Mrs. Gurpreetkaur Munjani, Company Secretary and Compliance officer of the company be and are hereby authorized to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

6. Increase in Authorized Share Capital of the Company from Rs. 25,00,000 to 2,00,00,000:

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 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with rules, regulations/guidelines, if any, prescribed by any relevant authorities from time to time, consent of the Members of the Company be and is hereby accorded for increase in the Authorized Share Capital of the Company from existing Rs. 25,00,000/- (Rupees Twenty-Five Lakh) divided into 2,50,000 (Two Lakh Fifty) Equity Shares of Rs.10/- each to Rs. 2,00,00,000 /-(Rupees Two Crore) divided into 20,00,000 (Twenty Lakh) Equity Shares of Rs. 10/- each ranking Pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT Mr. Balkrishna Binani, Managing Director or Mr. Deepak Patil, CFO or Mrs. Gurpreetkaur Munjani, Company Secretary and Compliance officer of the company be and are hereby authorized to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

7. Alteration of Share Capital Clause of Memorandum of Association:

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

“RESOLVED THAT in accordance with the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and in accordance with rules, regulations/ guidelines, if any, prescribed by any relevant authorities from time to time, to the extent applicable and such other approvals, permissions and sanctions, as may be necessary, consent of the Members of the Company be and is hereby accorded to alter share capital clause of the Memorandum of Association. Clause V(a) of the Memorandum of Association of the Company be deleted and the following be substituted thereof:

V(a). The Authorized Capital of the Company is Rs. 2,00,00,000 (Rupees Two Crore) divided into 20,00,000 (Twenty Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT Mr. Balkrishna Binani, Managing Director or Mr. Deepak Patil, CFO or Mrs. Gurpreetkaur Munjani, Company Secretary and Compliance officer of the company be and are hereby authorized to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

8. Alteration of Share Capital Clause of Articles of Association:

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

“**RESOLVED THAT** in accordance with the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and in accordance with rules, regulations/ guidelines, if any, prescribed by any relevant authorities from time to time, to the extent applicable and such other approvals, permissions and sanctions, as may be necessary, consent of the Members of the Company be and is hereby accorded to alter share capital clause of the Memorandum of Association. Clause II (4) of the Articles of Association of the Company be deleted and the following be substituted thereof:-

II (4). The Authorized Share Capital of the Company is Rs. 2,00,00,000 (Rupees Two Crore) divided into 20,00,000 (Twenty Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT Mr. Balkrishna Binani, Managing Director or Mr. Deepak Patil, CFO or Mrs. Gurpreetkaur Munjani, Company Secretary and Compliance officer of the company be and are hereby authorized to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

Date : 03.09.2021

Place : Mumbai

**Regd. Office : 28/30, Anant Wadi Bhuleshwar,
Mumbai-400 002**

Tel No. +91-22-014001

Fax +91-22-014003

CIN L27100MH1985PLC035268

Website www.spvglobal.in

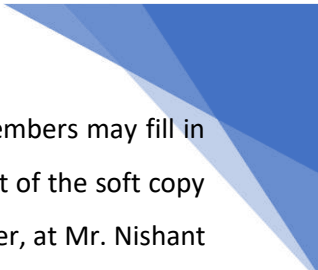
E-mail id spvglobaltrading@gmail.com

By Order of the Board

**Gurpreetkaur Munjani
(Company Secretary)**

NOTES TO NOTICE

1. The Statement as required under Section 102 of the Companies Act, 2013 ("the Act") is annexed to the Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON A POLL ON HIS /HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form MGT-11 is sent herewith.
3. 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. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or a Member.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and Clause 1.2.5 of the SS-2, is annexed to the Notice in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") is annexed.
6. 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).
7. The shareholders holding shares in physical mode are requested to intimate the changes, if any, in their registered address, Bank mandates, i.e. name of bank, branch address, and account number, MICR/IFS Code to the Company and/or R & T Agent, or their respective Depository Participants (DPs), if the shares are held in demat mode.
8. In compliance with the provisions of Section 108 of the Act and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The e-voting period commences on Sunday, 26th September, 2021 (09:00 a.m.) (IST) and ends on Wednesday, 29th September, 2021 (5:00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, Thursday, 23rd September, 2021 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Members may alternatively cast



their votes using the Ballot Form which is attached with this Notice. Members may fill in the Ballot Form attached with the Notice (a copy of the same is also part of the soft copy of the Notice) and submit the same in a sealed envelope to the Scrutinizer, at Mr. Nishant Bajaj, Practicing Company Secretaries (COP- 21538). Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.

9. In the event member casts his votes through both the processes i.e. E-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
10. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
11. Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialization, which includes easy liquidity since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents. Further, with effect from 01st April 2019, requests for transfer of securities are not permitted unless the securities are held in a dematerialized form with a depository except in case of transmission or transposition of securities as per SEBI Listing Regulations. Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding at the earliest.
12. Members are requested to advise immediately about any change of address:
 - a. To their Depository Participants (DPs) in respect of their electronic share accounts.
 - b. To the Company's Registrar & Share Transfer Agents M/s. Big Share Services Private Limited in respect of their physical share folios if, any.
13. The Company has appointed Mr. Nishant Bajaj, Practicing Company Secretary (COP-21538), as the scrutinizer for scrutinizing the entire voting process during the AGM, to ensure that the process is carried out in a fair and transparent manner.