

# SHREE GLOBAL TRADEFIN LIMITED

Regd. Off: 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009. Tel. No. 23480526

## NOTICE

NOTICE is hereby given that an Extra Ordinary General Meeting of the Members of the Shree Global Tradefin Limited will be held on Wednesday, 30<sup>th</sup> November, 2011 at 10.00 a.m. at 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009 to transact the following business:

### Item No. 1

#### PAYMENT OF REMUNERATION

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

**“RESOLVED THAT** pursuant to the provisions of Section 198, 269, and 309 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force), consent of the members be and is hereby accorded for payment of remuneration of ₹ 35,000/- per month to Shri Shashi Nair, Manager of the Company w.e.f 01.11.2011 for his remaining tenure as manager with the liberty to the Board of Directors to alter and vary the terms of remuneration within the overall limits specified in schedule XIII to the said Act.

**RESOLVED FURTHER THAT** if, during the currency of his tenure as Manager, the Company has no profits or its profits are inadequate in any financial year he shall be entitled to aforesaid remuneration as minimum remuneration subject to the limits specified in Part II of the said Schedule XIII of the Companies Act, 1956 and obtaining necessary approval, if any and as may be required.

**RESOLVED FURTHER THAT** Shri N K Mohan and/or Shri Y S Vasudevan Director of the company be and are hereby authorised to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board,**

Date: 05.11.2011

Place: Mumbai

**R. Rajalakshmi**  
**Company Secretary**

#### **Notes:**

1. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER. PROXIES TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE TIME FIXED FOR THE MEETING.**
3. Member/proxy holder should bring duly filled attendance slips sent herewith to the meeting.

**EXPLANATORY STATEMENT**  
( Pursuant to Section 173(2) of the Companies Act, 1956 )

The members of the company at their Annual General Meeting held on 30<sup>th</sup> September, 2011 had appointed Shri Shashi Nair as Manager as per the provisions of Section 198, 269 and other applicable provisions of the Companies Act, 1956 for a period of five years with effect from 1<sup>st</sup> August, 2011 without any remuneration. Based on the further discussion with Mr. Shashi Nair, now it has been proposed to pay him remuneration w.e.f. 01<sup>st</sup> November, 2011 in accordance with the Section 269 and other applicable provisions including Schedule XIII of the Companies Act, 1956 subject to approval of the members and any other authorities as may be required.

The Remuneration Committee also at it's meeting held on 5<sup>th</sup> November, 2011 approved the remuneration payable to him.

The remuneration of Shri Shashi Nair mentioned in the Resolution No.1 annexed to this Notice shall be treated as abstract under Section 302 of the Companies Act, 1956 of the terms and conditions of appointment of Shri Shashi Nair as Manager of the company.

The Board recommends your approval for Resolution No. 1 in respect of payment of remuneration to Mr. Shashi Nair.

None of the Directors, except Shri Shashi Nair, is in any way concerned or interested in the above resolution

**By Order of the Board,**

**R. Rajalakshmi**  
**Company Secretary**

Date: 05.11.2011  
Place: Mumbai