



# **H.K. Trade International Limited**

Date:- November 14, 2018

The Manager -CRD  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai-400001

Sub: Notice of EGM & cutoff date for E-Voting.

Ref Scrip Code: 539337  
Scrip Id: HKT

Dear Sir,

1. Enclosed the Notice of EGM.
2. The Company has decided 20th November 2018 as the cut-off date for the Shareholders (holding equity shares of the Company in both electronic form) eligible to cast their vote through e-voting. The Company would be availing e-voting services of CDSL.

You are requested to kindly take note of the above.

Thanking you

Yours Faithfully  
For H.K. Trade International Limited

*Megha P. Chandawalla*

MEGHA CHANDAWALLA  
Director  
DIN No.: 07118714  
Place: Mumbai



**H.K. Trade International Limited**

**Registered office:** Office No. 9, 2nd Floor, Bharat House, 104, Mumbai Samachar Marg, Fort, Mumbai – 400 001, Maharashtra, India

**Email :** [info@hktrade.in](mailto:info@hktrade.in) **Website:** [www.hktrade.in](http://www.hktrade.in) **Tel No.:** 022-22676700

**CIN No:** L25203MH2013PLC244911

## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

**NOTICE is hereby given that an Extra-Ordinary General Meeting of the members of H. K. TRADE INTERNATIONAL LIMITED will be held at 11.00 a.m. on Tuesday, November 27, 2018 at Office No. 9, 2nd Floor, Bharat House, 104, Mumbai Samachar Marg, Fort, Mumbai – 400 001, Maharashtra, India to transact the following business:**

### SPECIAL BUSINESS

#### **ITEM NO.1- REGULARISATION OF ADDITIONAL DIRECTOR MR. KIRIT CHIMANLAL DOSHI BY APPOINTING HIM AS A DIRECTOR OF THE COMPANY IN NON-EXECUTIVE CATEGORY**

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

“**RESOLVED THAT** pursuant to Sections 160 & 161 of the Companies act, 2013 and any other applicable provisions if any , Mr. Kirit Chimanlal Doshi, who was appointed as an Additional Director on 24<sup>th</sup> October 2018 be and is hereby appointed as Non-Executive Director of the Company in terms of Companies Act, 2013.

**RESOLVED FURTHER THAT** Directors of the Company, be and are hereby severally authorised to file relevant forms with the Registrar of companies, Mumbai, and to do such other acts, deeds and things as may be considered necessary in connection with the above appointment”.

**RESOLVED FURTHER THAT** Mr. Kirit Chimanlal Doshi will be further designated as the Chairman of the Company.

**RESOLVED FURTHER THAT** certified true copies of the aforesaid resolutions under the signature of any one Director or the Company Secretary be forwarded to such persons or authorities as may be required from time to time.”

#### **ITEM NO.2- REGULARISATION OF ADDITIONAL DIRECTOR MR. HIRENKUMAR DESAI AND APPOINTING HIM AS MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to Sections 160 & 161 of the Companies act, 2013 and any other applicable provisions if any , MR. Hirenkumar Desai, who was appointed as an Additional Director on 24<sup>th</sup> October 2018 be and is hereby appointed as Managing Director of the Company in terms of Companies Act, 2013.

**“RESOLVED THAT** pursuant to Sections 196, 197 and 203 read with other applicable provisions and Schedule V of the Companies Act, 2013 and the provisions of Articles of Association of the company, Mr. Hirenkumar Desai be and is hereby appointed as Managing Director of the company for a period of 5 years with effect from 27<sup>th</sup> November 2018 till 27<sup>th</sup> November 2023 on terms and conditions including remuneration of Rs. 36,00,000/- as given below.

- a. Basic Salary: Rs. 14,40,000per annum.
- b. House Rent Allowance: Rs. 7,20,000 per annum.
- c. Flexible Allowance: Rs. 14,37,600 per annum.
- d. Education allowance: Rs. 2400 per annum.
- e. Variable Pay to be paid as decided by the Board.
- f. All other terms and conditions of his employment be decided by the Board.

**RESOLVED FURTHER** that Mr. Hirenkumar Desai in the capacity of Managing Director will be entrusted with the powers, authorities, functions, duties, responsibilities etc. by Board of Directors of the company, from time to time.

**RESOLVED FURTHER THAT** Mr. Hirenkumar Desai will be further appointed as the CEO of the Company from 27<sup>th</sup> November 2018 till 27<sup>th</sup> November 2023. for an initial term of 5 years and renewable thereafter.

**RESOLVED FURTHER** that Mr. Hirenkumar Desai will be entrusted with the powers, authorities, functions, duties, responsibilities etc. by Board of Directors of the company, from time to time.

**RESOLVED FURTHER** that the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution.”

**RESOLVED FURTHER THAT** certified true copies of the aforesaid resolutions under the signature of any one Director or the Company Secretary be forwarded to such persons or authorities as may be required from time to time.”

**ITEM NO.3- REGULARISATION OF ADDITIONAL DIRECTOR MR. RUSHABH DOSHI AND APPOINTING HIM AS DIRECTOR IN EXECUTIVE CATEGORY & CHIEF FINANCIAL OFFICER OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 2(78), 196, 197 and 203 of the Companies Act 2013 (Act) and other applicable provisions, if any, the Company hereby approves appointment of Mr. Rushabh Pankaj Doshi as Executive Director of the Company.

**RESOLVED FURTHER THAT** Mr. Rushabh Pankaj Doshi will be further appointed as the Chief Financial Officer (CFO) of the Company subject to the approval of the shareholders of the company at a remuneration of Rs. 3,60,000/- per annum as below:-

- a) Basic Salary: Rs. 1,44,000/- per annum.
- b) House Rent Allowance: Rs. 72,000/- per annum.
- c) Flexible Allowance: Rs. 1,29,605/- per annum.
- d) Education allowance: Rs. 2,400/- per annum.
- e) Bonus: 11995/- per annum
- f) Variable Pay to be paid as decided by the Board.
- g) All other terms and conditions of his employment be decided by the Board.

**“RESOLVED FURTHER THAT** the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution”

**RESOLVED FURTHER THAT** certified true copies of the aforesaid resolutions under the signature of any one Director or the Company Secretary be forwarded to such persons or authorities as may be required from time to time.”

#### **ITEM NO.4 APPROVAL OF THE CHANGE IN NAME OF THE COMPANY**

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

**RESOLVED THAT** pursuant to the provisions of section 13 and other applicable provisions of the Companies Act, 2013 if any and the rules framed there under, and subject to the approval of the Registrar of Companies, the approval of the members is hereby, accorded to change the name of the company from H.K. Trade International Ltd to Waaree Technologies Limited or any other name as may be approved by the Registrar.

**“RESOLVED FURTHER THAT** Clause I of the Memorandum of Association of the Company be substituted by the following:

**‘The Name of the company is Waaree Technologies Limited’.**

**RESOLVED FURTHER THAT** Director of the Company be & is hereby authorised on behalf of the Company, to prepare, sign, execute, file & submit the Form MGT-14, Form INC-24, other necessary

E-forms, applications, documents & returns with Registrar of Companies, Ministry of Corporate of Affairs to do all acts, deeds & things as may deem necessary, proper or desirable for the purpose of giving effect to above resolution.

**RESOLVED FURTHER THAT** certified true copies of the aforesaid resolutions under the signature of any one Director or the Company Secretary be forwarded to such persons or authorities as may be required from time to time.”

**ITEM NO.5 ALTERATION OF THE MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

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

**RESOLVED THAT** pursuant to Section 13 of the Companies Act, 2013 and the rules framed thereunder, the approval of the Shareholders be and is hereby accorded for amending the Main Object Clause of the Memorandum of Association of the Company by inserting Clause no. 1 (d) after the existing Clause no. 1 (c) as follows:

**Clause 1 (d)**

To Develop, Manufacture and Trade in various products & services by using Artificial Intelligence{AI}, Internet of Things {IoT}, Edge Computing for Public Service, Industrial & Personal use such like Process Control, Automation & Security.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby severally authorised to sign all such forms and returns and other documents and to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

**RESOLVED FURTHER THAT** certified true copies of the aforesaid resolutions under the signature of any one Director or the Company Secretary be forwarded to such persons or authorities as may be required from time to time.”

None of the Directors, Key Managerial Personnel and their relatives is, in any way, concerned or interested in the said Special Resolution, except to the extent of their equity holdings in the Company.

The Board of Directors accordingly recommends the Special Resolution for the approval of the Shareholders.

**By Order of the Board of Directors  
For H.K. Trade International Ltd**

**Megha Chandawalla  
Director  
DIN: 07118714**

Place: Mumbai

Date: November 5, 2018

**Registered office:**

Office No. 9, 2nd Floor, Bharat House, 104,

Mumbai Samachar Marg, Fort, Mumbai – 400 001, Maharashtra, India

**Notes**

- a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- b) Proxies, in order to be effective, should be duly completed, stamped and signed and must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
- c) The explanatory statement pursuant to Section 102 of the Act stating all material facts and the reasons for the proposal is annexed herewith.
- d) Electronic copy of the EGM notice is being sent to all the members, whose e-mail IDs are registered with the Company/ Depository participant(s) for communication purposes. For members, who have not registered their email address, physical copies of the EGM notice are being sent in the permitted mode.
- e) Members may also note that EGM notice will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days.
- f) Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
- g) All documents referred to in the accompanying Notice and Explanatory Statement shall be open for inspection at the registered office of the Company during normal business hours on all working days except Saturdays and Sundays and public holidays, up to and including the date of the EGM of the Company.
- h) In compliance with the provisions of 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 SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide to the members facility to exercise their right to vote on resolutions proposed to be considered at the Extra-Ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by CDSL.
- i) The voting period commences on 24<sup>th</sup> November, 2018 (09.00 a.m.) and ends on 26<sup>th</sup> November, 2018 (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 20<sup>th</sup> November 2018, may cast their vote electronically. The E-voting module shall be disabled by CDSL for voting after 26<sup>th</sup> November, 2018 (5.00 p.m.). Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- j) The facility for voting through ballot paper shall be made available at the EGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- k) Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting and that 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.

l) **Voting through electronic means:**

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 9 a.m. on 24<sup>th</sup> November, 2018 and will end at 5 p.m. on 26<sup>th</sup> November, 2018. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20<sup>th</sup> November 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>a) If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</p>

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for “H. K. Trade International Limited” on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
    - i. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- a. General Instructions:**
- ✓ In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800-222-990.
  - ✓ If you are already registered with CDSL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
  - ✓ You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
  - ✓ The voting rights of members shall be in proportion to their shares of the paid up Equity Share capital of the Company as on the cut-off date.
  - ✓ Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 20<sup>th</sup> November 2018, may obtain the login ID and

- ✓ password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or the Company/ RTA. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/ Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the toll free no. 1800-222-990.
- ✓ The Company has appointed Mrs. Monika Kothari (M. S. Kothari & Associates) Practicing Chartered Accountant (Membership No. 137777), as Scrutinizer, for conducting the voting process in a fair and transparent manner.
- ✓ The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
- ✓ The Scrutinizer shall after the conclusion of voting at the general meeting, will 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 submit, not later than forty-eight hours of the conclusion of the EGM i.e. 28<sup>th</sup> November, 2018 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.
- ✓ The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at [www.hktrade.in](http://www.hktrade.in) and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) AND 110 OF THE COMPANIES ACT, 2013**

### **Item No. 1**

The Board at its meeting held on 24<sup>th</sup> October 2018 appointed Mr. KIRIT CHIMANLAL DOSHI as additional director with effect from such Board meeting date pursuant to Section 161 of the Companies Act, 2013 . Hence, he will hold office up to the date of the ensuing General Meeting.

The Company has received consent in writing to act as director in Form DIR 2 and intimation in Form DIR8 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under sub- section (2) of section 164 of the Companies Act, 2013.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail his services as Non-Executive Director. Accordingly, the Board recommends the resolution No.1, in relation to appointment of Mr. KIRIT CHIMANLAL DOSHI as Non-Executive Director, and Chairman of the Company respectively, for the approval by the shareholders of the Company.

### **Item No. 2**

The Board of the company at the Board Meeting held on 24<sup>th</sup> October 2018 had approved the appointment of Mr. HIRENKUMAR DESAI as Managing Director and CEO of the company from 27<sup>th</sup> November 2018 till 27<sup>th</sup> November 2023.

The Directors recommend the resolution No. 2 for members' approval.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this Resolution.

### **Item No. 3**

Based on recommendations of Nomination and Remuneration Committee, the Board of Directors at their meeting held on 24<sup>th</sup> October 2018, recommended the appointment of Mr. Rushabh Pankaj Doshi as Additional Director of the Company in Executive Category.

The Board further seeks the approval of members for regularization of Mr. Rushabh Pankaj Doshi as the Executive Director and CFO of the Company.

### **Item No. 4**

The Board of the company at the Board Meeting held on 24<sup>th</sup> October 2018 had proposed the change of name of H.K. Trade International Ltd to Waaree Technologies Limited subject to the approval of the Registrar of Companies, the approval of the members.

The Directors recommend the resolution No. 4 for members' approval.

## **Item No. 5**

In view of Item No.5 the the Main Objects Clause is proposed to be amended as under:

Insertion of Clause no. 1 (d) after the existing Clause no. 1 (c) as follows:

### **Clause 1 (d)**

To Develop, Manufacture and Trade in various products & services by using Artificial Intelligence{AI}, Internet of Things {IoT}, Edge Computing for Public Service, Industrial & Personal use such like Process Control, Automation & Security.

The alteration of MOA is recommended for the approval of the shareholders by means of a Special Resolution pursuant to Section 13 of the Act. Hence the approval of the shareholders was sought for Item No.5. The Board of Directors in its meeting held on October 24, 2018 has accorded its approval for alteration of MOA.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution.

You are requested to communicate your assent or dissent for the aforesaid resolution, in accordance with the instructions set out herein.

None of the Directors of the Company is, in any way, concerned or interested in the said resolutions except to the extent of their respective shareholding in the Company and also to the extent of fresh equity shares being allotted either to them or to the companies in which they are interested as Director or Shareholder. The Board of Directors believes that this Offer will be in the best interest of the Company and its shareholders.

**By Order of the Board of Directors  
For H.K. Trade International Ltd**

**Megha Chandawalla  
Director  
DIN: 07118714**

Place: Mumbai

Date: November 5, 2018

**Registered office:**

Office No. 9, 2nd Floor, Bharat House, 104,

Mumbai Samachar Marg, Fort, Mumbai – 400 001, Maharashtra, India



**Registered office:** Office No. 9, 2nd Floor, Bharat House, 104, Mumbai Samachar Marg, Fort, Mumbai – 400 001, Maharashtra, India

**Email :** [info@hktrade.in](mailto:info@hktrade.in) **Website:** [www.hktrade.in](http://www.hktrade.in) **Tel No.:** 022-22676700

**CIN No:** U25203MH2013PLC244911

**ATTENDANCE SLIP**

**(To be presented at the entrance)**

**Extra-Ordinary General Meeting of the members of H. K. TRADE INTERNATIONAL LIMITED will be held at 11.00 a.m. on Tuesday, November 27, 2018 at Office No. 9, 2nd Floor, Bharat House, 104, Mumbai Samachar Marg, Fort, Mumbai – 400 001, Maharashtra, India.**

Name of Shareholder/Proxy Holder	
DP ID No	
Client ID No	
Shareholder's Folio No	
No. of Shares held	

I certify that I am a member / proxy / authorized representative for the member of the Company.

I hereby record my presence at the Extra-Ordinary General Meeting on Tuesday, November 27, 2018 at Office No. 9, 2nd Floor, Bharat House, 104, Mumbai Samachar Marg, Fort, Mumbai – 400 001

\_\_\_\_\_  
Member's/Proxy Signature

NOTES:-

1. Only shareholder/Proxy holder can attend the meeting



**Registered office:** Office No. 9, 2nd Floor, Bharat House, 104, Mumbai Samachar Marg, Fort, Mumbai – 400 001, Maharashtra, India

**Email :** [info@hktrade.in](mailto:info@hktrade.in) **Website:** [www.hktrade.in](http://www.hktrade.in) **Tel No.:** 022-22676700

**CIN No:** U25203MH2013PLC244911

**PROXY FORM**

**(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)**

Name of the member(s): Registered Address: E-mail ID: Folio/ DP ID - Client ID No.:
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**I/We being the member(s) of \_\_\_\_\_ shares of H. K. TRADE INTERNATIONAL LIMITED 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 at the Extra-Ordinary General Meeting to be held at 11.00 a.m. on Tuesday, November 27, 2018 at Office No. 9, 2nd Floor, Bharat House, 104, Mumbai Samachar Marg, Fort, Mumbai – 400 001, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*	
		For	Against
<b>Special Business:</b>			
1.	Regularisation Of Additional Director Mr. Kirit Chimanlal Doshi		
2.	Regularisation Of Additional Director Mr. Hirenkumar Desai And Appointing Him As Managing Director And Chief Executive Officer Of The Company		
3.	Regularisation Of Additional Director Mr. Rushabh Pankaj Doshi And Appointing Him As Director In Executive Category & Chief Financial Officer Of The Company		
4.	Approval Of The Change In Name Of The Company		
5.	Alteration Of The Main Object Clause Of The Memorandum Of Association Of The Company		

**Note:** Notwithstanding the above, the Proxies can vote on such other items which may be tabled at the meeting by the members present.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signature of shareholder \_\_\_\_\_ Revenue Stamp

Signature of Proxy holder \_\_\_\_\_

**Note:**

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 hours before 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 fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 shareholder.
4. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extra-Ordinary General Meeting.
5. \* It is optional to put an "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. Please complete all details including details of member(s) in above box before submission.