

# SHREE WORSTEX LIMITED

Regd. Off: 325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Tel: +91-11-65448448 Email ID: shreeworstex@gmail.com

Website: www.shreeworstex.in, CIN: L17111DL1982PLC013790

To

<b>Metropolitan Stock Exchange of India Limited (MSEI)</b> <b>(Formerly known as MCX Stock Exchange Limited)</b> 4th Floor, Vibgyor Towers, Bandra Kurla Complex, Bandra East, Mumbai – 400098 <b>Symbol : SHWL</b>
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Dear Sir,

**Sub:** Notice of 34th Annual General Meeting of the Company and Copy of Newspaper Publication of notice for AGM, E-Voting Information and Book Closure dates

**Ref.:** ISIN: INE926R01012

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find enclosed the following documents:

1. Notice of 34th Annual General Meeting of the Company to be held on Friday, September 22, 2017.
2. Copy of Newspaper Advertisement for Notice of 34th Annual General Meeting, e-Voting Information and Book Closure dates published in English language national daily newspaper circulating in the whole or substantially whole of India i.e. "Financial Express" and Hindi newspaper i.e. "Jansatta" as on Wednesday, August 30, 2017.
3. Copy of Annual Report has been separately sent in electronic mode to all those Members whose email addresses are registered with the Company/Depository Participant(s). Physical copies has been dispatched to the Members whose email addresses are not registered with the Company/ Depository Participant(s).
4. Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall submit its 34th Annual Report to the Stock Exchange of its being approved at its ensuing Annual General Meeting.

Kindly take the above information on record and oblige.

Thanking You,

Yours Faithfully,

For Shree Worstex Limited

  
Kiran Mittal  
Additional Director  
DIN: 00749457



**Date:** August 31, 2017

**Place:** New Delhi

**Notice of 34<sup>th</sup> Annual General Meeting**

Notice is hereby given that the 34<sup>th</sup> Annual General Meeting of the members of **Shree Worstex Limited** will be held on Friday, September 22, 2017, at 11:00 A.M. at 325, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085 to transact the following business:

**ORDINARY BUSINESS:**

**Item No. 1- Adoption of Financial Statements**

To receive, consider and adopt the Audited standalone Financial Statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon.

**Item No. 2 – To ratify the appointment of Statutory Auditor of the Company**

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 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the resolution passed by the members at the AGM held on September 30, 2015, the appointment of M/s V.N. Purohit & Co., Chartered Accountants (FRN: 304040E) as the Statutory Auditors of the Company till the conclusion of 36<sup>th</sup> AGM be and are hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2018, as may be determined by the Audit Committee in consultation with Statutory Auditors."

**SPECIAL BUSINESS**

**Item No. 3 - Appointment of Mr. Pawan Kumar Mittal (DIN:00749265) as a Director of the Company.**

To consider & 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 152 and all other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and relevant provisions of SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Pawan Kumar Mittal (DIN: 00749265), who was appointed by the Board of Directors as an Additional Director with effect from 27<sup>th</sup> Day of April, 2017 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from himself under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company and shall be liable to retire by rotation.”

**Item No. 4 - Appointment of Ms. Kiran Mittal (DIN: 00749457) as a Director of the Company.**

To consider & 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 152 and all other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and relevant provisions of SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Kiran Mittal (DIN:00749457), who was appointed by the Board of Directors as an Additional Director with effect from 27<sup>th</sup> Day of April, 2017 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from herself under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company and shall be liable to retire by rotation.”

**Item No. 5 Reclassification of Erstwhile Promoters of the Company as Public Shareholders of the Company subsequent to successful Open Offer**

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

**"RESOLVED THAT** pursuant to Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and successful completion of Open offer by Mr. Pawan Kumar Mittal & Ms. Kiran Mittal ("**Acquirers**" / "**New Promoters**") under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subject to necessary approvals from Stock Exchange(s) and other appropriate Regulatory authorities, as may be necessary, the consent of the members of the Company be and is hereby accorded to re-classify the following persons/entities forming part of the Erstwhile Promoters Group of the Company [Excluding Rita Finance and Leasing Limited (formerly known as Rita Holdings Limited) from "**Promoter & Promoter Group category**" to "**Public category**":

1. Jyoti Construction Company New Delhi Private Limited
2. Shree Laxmi Holdings Limited
3. Koshish Investment And Finance Private Limited

(above mentioned entities shall hereinafter collectively referred to as "**Erstwhile Promoter Group**")

**RESOLVED FURTHER THAT** on approval of Stock Exchange(s) upon application for reclassification of the Erstwhile Promoter Group as Public Category, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and compliance to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Prohibition of Insider Trading) Regulations, 2015, and other applicable provisions.

**RESOLVED FURTHER THAT** any of the Directors of the Company or the Company Secretary & Compliance Officer or such other person as authorized by the Board, be and is hereby authorized to submit application for reclassification to Stock Exchange(s), wherein the securities of the Company are listed or any other regulatory body, as may be required, and to take such steps expedient or desirable to give effect to this resolution

**By the order of the Board of Board of directors of  
Shree Worstex Limited**

**Sd/-**

**Purav Jain**

**Company Secretary & Compliance officer**

**M.No.:A44091**

**Date:** 28/08/2017

**Place:** New Delhi

**Notes:**

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts of the proposed special business for the items 3 to 5 is annexed hereto.
2. **A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and a proxy need not be a member of the company. A blank form of proxy is enclosed herewith and if intended to be used, it should be deposited duly completed at the registered office of the company not less than forty eight hours before the scheduled time of the commencement of Annual General Meeting.**
3. 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.
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 relevant Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Pursuant to section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Tuesday, 12<sup>th</sup> September, 2017 to Friday, 22<sup>th</sup> September, 2017 (both days inclusive) for the purpose of Annual General Meeting .
6. The ISIN of the Equity Shares of Rs.10/- each is **INE926R01012**.
7. Members may also note that the Notice of the AGM and the Annual Report for FY 2016-17 will also be available on the Company’s website **<http://www.shreeworstex.in/>**.

8. The following Statutory Registers are open for inspection of members and others at the registered office of the Company as prescribed in the respective sections of the Companies Act, 2013 as specified below:
  - a. Register of contracts with related party and contracts and bodies etc. in which directors are interested under section 189 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.
  - b. Register of directors and key managerial personnel and their shareholding under section 170 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.

The aforesaid registers shall be kept open for inspection at the Annual General Meeting by any person attending the meeting.
9. Members are requested to notify change in address, if any, to the Share Transfer Agent and to the Company quoting their Folio Numbers, number of shares held etc.
10. Members are requested to register their e-mail addresses for receiving communications including Annual Reports, Notices, and Circulars etc. by the Company electronically.
11. Members/proxies/ Authorised Representatives are requested to bring to the Meeting necessary details of their Shareholding, attendance slip(s) and copies of their Annual Reports.
12. Members holding shares in demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the company in order to comply with the SEBI guidelines.
13. Members are requested to bring along their Attendance Slip in the meeting, as enclosed with the Notice.
14. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.

15. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchanges, the Company is pleased to provide the Members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by NSDL. Details and Instructions for e-Voting are enclosed along with the Notice.
16. All documents referred to in accompanying Notice and Explanatory Statement shall be open for inspection and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.
17. **Members are requested to get their securities in dematerialize form at the earliest through their DP as Per the SEBI Circular no. SEBI/Cir /ISD/1/2010 dated September 2,2010 read with Circular No. SEBI/cir/ ISD/2/2010 dated october 26,2010 and SEBI Circular no. SEBI/cir/ ISD/1/2012 dated March 30,2012.**

**Voting through Electronic Means:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the Members, facility to exercise their right to vote at the 34<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

The e- Voting facility is available at the link <https://www.evoting.nsdl.com>

The e- Voting facility will be available during the following voting period:

Commencement of e- Voting	19 <sup>th</sup> September, 2017 at 9:00 A.M.
End of e- Voting	21 <sup>st</sup> September, 2017 at 5:00 P.M.

**INSTRUCTIONS FOR E-VOTING**

1. The Notice of the 34<sup>th</sup> Annual General Meeting (AGM) of the Company inter-alia indicating the process and manner of e-Voting is being sent to all the Members.

2. NSDL shall be sending the User ID and Password to those Members whose shareholding is in the dematerialized format and whose e-Mail addresses are registered with the Company/Depository Participants. For Members who have not registered their e-Mail Address, can use the details as provided in this document.
3. Launch internet browser by typing the following URL:<https://www.evoting.nsdl.com>
4. Click on Shareholder – Login
5. Put User ID and Password as provided in this document and click Login. If you are already registered with NSDL for e-Voting then you can use your existing User ID and Password for the Login.
6. If you are logging in for the first time, the Password change menu will appear. Change the password/PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
7. Once the home page of e-voting opens. Click on e-voting: **Active Voting Cycles**.
8. Select “EVEN (Electronic Voting Event Number)” of Shree Worstex Limited.
9. Once you enter the **Cast Vote page** will open. Now you are ready for e-voting.
10. Cast your Vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
11. Upon confirmation, the message “**Vote cast successfully**” will be displayed.
12. Once you have voted on the resolution, you will not be allowed to modify your vote.
13. Institutional shareholders, if any (i.e. other than individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority Letter etc. together with the attested specimen signature of the duly



authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at amitkumar\_cs@hotmail.com with a copy marked to evoting@nsdl.co.in.

*It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Kindly note that login to e-Voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through "Forget Password" option available on the site to reset the same.*

#### **GENERAL INSTRUCTIONS:**

1. In case of any queries, you may refer the Frequently Asked Question (FAQs) for Shareholders and e-Voting user manual for Shareholders available to the Downloads section of <https://www.evoting.nsdl.com>
2. You can also update your mobile number and e-mail id in the profile details of the folio which may be used for sending future communication(s).
3. The e-voting period commences on Tuesday, 19<sup>th</sup> September, 2017 (09:00 a.m. IST) and ends on Thursday 21<sup>st</sup> September, 2017 (05:00 p.m. IST). 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 Saturday, 16<sup>th</sup> day of September, 2017 may cast their vote electronically. The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
4. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 16<sup>th</sup> September, 2017.
5. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of Saturday, September 16, 2017.

6. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
7. Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of Saturday, September 16, 2017 and not casting their vote electronically, may only cast their vote at the 34<sup>th</sup> Annual General Meeting.
8. Amit Kumar, Practicing Company Secretary (Membership No.: FCS 5917 C.P. No.: 6184) has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
9. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the voting cast at the meeting, thereafter unblock the votes cast through remote e-Voting in the presence of at least two (2) witnesses not in the employment of the Company and make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the AGM not later than three working days from the conclusion of the AGM.
10. The Results shall be declared forthwith after the submission of Consolidated Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.

The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company [www.shreeworstex.in](http://www.shreeworstex.in) and on the website of NSDL immediately after the declaration of the results by the Chairman.

**By the order of the Board of Directors of  
Shree Worstex Limited**

**Sd/-**

**Purav Jain**

**Company Secretary & Compliance officer**

**M.No.:A44091**

**Date:** 28/08/2017

**Place:** New Delhi

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

### ITEM NO. 3

#### **Appointment of Mr. Pawan Kumar Mittal as a Non-Executive Director of the Company**

Pursuant to the provisions of Section 161 of the Companies Act, 2013 (the 'Act'), Mr. Pawan Kumar Mittal was appointed as Additional Director of the Company on April 27, 2017 and he will hold office upto the date of this Annual General Meeting.

The Company has received notices in writing under the provisions of Section 160 of the Act from himself along with required deposit proposing the candidatures of Mr. Pawan Kumar Mittal for the office of Directors of the Company.

Mr. Pawan Kumar Mittal is a Chartered Accountant and is having a good knowledge of Finance & having experience of than more than 20 Years .

Mr. Pawan Kumar Mittal is not disqualified from being appointed as Directors in terms of section 164 of the Act and have given his consent to act as Director.

#### ***Information about Mr. Pawan Kumar Mittal***

Name:	Pawan Kumar Mittal
Age:	45 Years
Nature of his expertise in specific functional area	Finance
Name of the other Companies in which Directorship held	Delta Industrial Resource Limited Gulmohar Investments And Holdings Limited Smart Capital Services Limited Crazypricing Online Services Limited DOLF Leasing Limited Aawas Infratech Private Limited KGPM Corporate Services Private Limited R.S. Football Club
Name of the other Companies in which Committee Membership held	Delta Industrial Resources Limited

Shareholding in the Company	1211900 (38.59%)
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None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except, Mr. Pawan Kumar Mittal and Ms. Kiran Mittal (Additional Director) of the Company, is concerned or interested, financially or otherwise, in the resolution set out at Item Nos. 3

The Board recommends the resolution at item no. 3 for approval of the Members as Ordinary Resolution.

#### **ITEM NO. 4**

##### **Appointment of Ms. Kiran Mittal as an Non-Executive Director of the Company**

Pursuant to the provisions of Section 161 of the Companies Act, 2013 (the 'Act'), Ms. Kiran Mittal was appointed as Additional Director of the Company on April 27, 2017 and She will hold office upto the date of this Annual General Meeting.

The Company has received notices in writing under the provisions of Section 160 of the Act from herself along with required deposit proposing the candidatures of Ms. Kiran Mittal for the office of Directors of the Company.

Ms. Kiran Mittal is an Associate Member of the Institute of Cost Accountant of India and having good knowledge of Finance & having experience of than more than 18 Years .

Ms. Kiran Mittal is not disqualified from being appointed as Directors in terms of section 164 of the Act and have given their consent to act as Directors.

##### ***Information about Ms. Kiran Mittal***

Name:	Ms. Kiran Mittal
Age:	44 Years
Nature of his expertise in specific functional area	Finance
Name of the other Companies in which Directorship held	Delta Industrial Resource Limited Gulmohar Investments And Holdings Limited Smart Capital Services Limited Crazy pricing Online Services Limited DOLF Leasing Limited
Name of the other Companies in which Committee Membership held	Crazy pricing Online Services Limited

Shareholding in the Company	1000000(31.84%)
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None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except, Ms. Kiran Mittal and Mr. Pawan Kumar Mittal (Additional Director) of the Company, is concerned or interested, financially or otherwise, in the resolution set out at Item Nos. 4

The Board recommends the resolution at item no. 4 for approval of the Members as Ordinary Resolution.

#### **ITEM NO. 5**

The Board of Directors of the Company at their meeting held on October 01, 2016 had proposed to issue 20,00,000 Equity Shares of Rs. 10 each at par to Mr. Pawan Kumar Mittal & Mrs. Kiran Mittal (hereinafter collectively referred to as “**Acquirers**”) subject to the approvals of Shareholders and other regulatory approvals.

The above said proposed allotment of 20,00,000 Equity Shares had triggered the obligation of Open Offer by the Acquirers in terms of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, for at least 26% of the post preferential issue capital of the Company (“Open Offer”).

In line of the above, on October 01, 2016, the Acquirers, through Turnaround Corporate Advisors Private Limited, a Category I Merchant Banker registered with SEBI (“Manager to the Offer”), had issued the public announcement to the public shareholders of the Company for acquisition of 8,16,400 Equity Shares of the Company. The Open Offer was subject to the approval from RBI and SEBI. Post approval from RBI and SEBI dated February 16, 2017 and March 10, 2017, Open Offer was commenced on Thursday, March 30, 2017 and closed on Thursday, April 13, 2017 and payment was made to the shareholders, who had successfully tendered their Equity Shares under the Open Offer on Monday, April 24, 2017. Further, post receipt of approval from the RBI and Metropolitan Stock Exchange of India Limited (Formerly known as MCX Stock Exchange Limited) (“MSEI”), the Board of Directors of the Company at their meeting held on April 11, 2017 had allotted 20,00,000 Equity Shares to the Acquirers (10,00,000 Equity Shares to Mr. Pawan Kumar Mittal and 10,00,000 Equity Shares to Mrs. Kiran Mittal).

Post successful completion of the Open Offer and preferential allotment of 20,00,000 Equity Shares by the Acquirers, Board of Directors of the Company at their meeting held on April

27,2017 had inducted Mr. Pawan Kumar Mittal and Mrs. Kiran Mittal as new promoters of the Company. Post induction of new promoters, erstwhile promoter group is required to be reclassify as Public Shareholders.

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“**LODR Regulations**”] has provided a regulatory mechanism for re-classification of promoters as Public Shareholders, where the new promoter replaces the previous promoter subsequent to the Open Offer, subject to fulfillment of conditions as provided therein.

The erstwhile Promoter Group of the Company consist of the following entities:

<b>S. No.</b>	<b>Name of the Entities forming part of Erstwhile Promoter Group</b>	<b>No of Shares held</b>	<b>% of paid up share capital of the Target Company</b>
1	Rita Finance and Leasing Limited(Formerly Known as Rita Holdings Limited)	44,400	1.41%
2	Jyoti Construction Company New Delhi Private Limited	4,800	0.15%
3	Shree Laxmi Holdings Limited	27,200	0.87%
4	Koshish Investment And Finance Private Limited	100	0.00%
	<b>Total</b>	<b>76,500</b>	<b>2.44%</b>

However, Mr. Pawan Kumar Mittal and Mrs. Kiran Mittal have also initiated an Open Offer for acquisition of substantial shareholding and management control of M/s Rita Finance and Leasing Limited (formerly known as Rita Holdings Limited) [“Rita”], one of the entities under the Erstwhile Promoter Group of the Company, in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The Public Announcement for the Open Offer of Rita was issued by Turnaround Corporate Advisors Private Limited on behalf of the Acquirers on December 15, 2016. In the event of successful completion of the Open Offer of Rita by the Acquirers, Rita will continue to be one of the Promoters of the Target Company in terms of Regulation 2(zb)(iv) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

In view of the above, entities falling under the erstwhile promoter group of the Company excluding Rita have requested to the Company for re-classify them under the Public Category. As on date, none of the Directors or KMP of the Company act as representing the of erstwhile promoter entities. In terms of the requirement of Regulation 31A of LODR Regulations, reclassification requires the approval of shareholders of the Company and Stock Exchange(s), where the Equity Shares of the Company is listed.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for the approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested in this Resolution.

**By the order of the Board of the Board of Directors of  
Shree Worstex Limited**

**Date:** 28/08/2017

**Place:** New Delhi

**sd/-**

**Purav Jain**

**Company Secretary & Compliance officer**

**M.No.:A44091**

**ATTENDANCE SLIP**

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE**

<b>Name</b>	
<b>Address</b>	
<b>DP-ID/CLIENT-ID*</b>	
<b>Regd. Folio No.</b>	
<b>No. of shares held</b>	
<b>Whether the member is attending the meeting in person or by proxy or by authorized representative.</b>	
<b>Name of the proxy (to be filed in if proxy attends instead of the member).</b>	

*\*Applicable for investors holding shares in Electronic form.*

I certify that I am a registered Shareholders/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the Annual General Meeting of the Company held on Friday, the 22nd day of September, 2017 at 11:00 A.M., at the Registered Office of the Company situated at 325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085.

**Signature of the Member/Proxy**  
**(To be signed at the time of handing over the slip)**



**Form No. MGT-11  
Proxy Form**

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

CIN: **L17111DL1982PLC013790**

Name of the Company: **Shree Worstex Limited**

Venue of the Meeting: **325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085**

Date and Time: **22<sup>nd</sup> September, 2017 at 11:00 A.M.**

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE**

<b>Name</b>	
<b>Address</b>	
<b>DP-ID/CLIENT-ID*</b>	
<b>Regd. Folio No.</b>	
<b>No. of shares held</b>	

*\*Applicable for investors holding shares in Electronic form.*

I/We, being the member(s) of ..... shares of the above named company, hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the 33<sup>rd</sup> Annual General Meeting of the Company to be held on 22<sup>nd</sup> September, 2017 at 11:00 A.M. at 325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085 and at any adjournment thereof) in respect of such resolutions as are indicated below:

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

3. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

\*\* I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

S. No.	Resolution	Number of shares held	For	Against
<b>ORDINARY BUSINESS:</b>				
1	Adoption of Financial Statement			
2	To ratify the appointment of Statutory Auditor of the Company			
<b>SPECIAL BUSINESS:</b>				
3.	Appointment of Mr. Pawan Kumar Mittal (DIN:00749265) as a Director of the Company.			
4.	Appointment of Ms. Kiran Mittal (DIN: 00749457) as a Director of the Company.			
5.	Reclassification of Erstwhile Promoters of the Company as Public Shareholders of the Company subsequent to successful Open Offer			

\*\* This is optional. Please put a tick mark (v) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signature of shareholder .....

Signature of Proxy holder(s) .....

Signed this ..... Day of ..... 2017

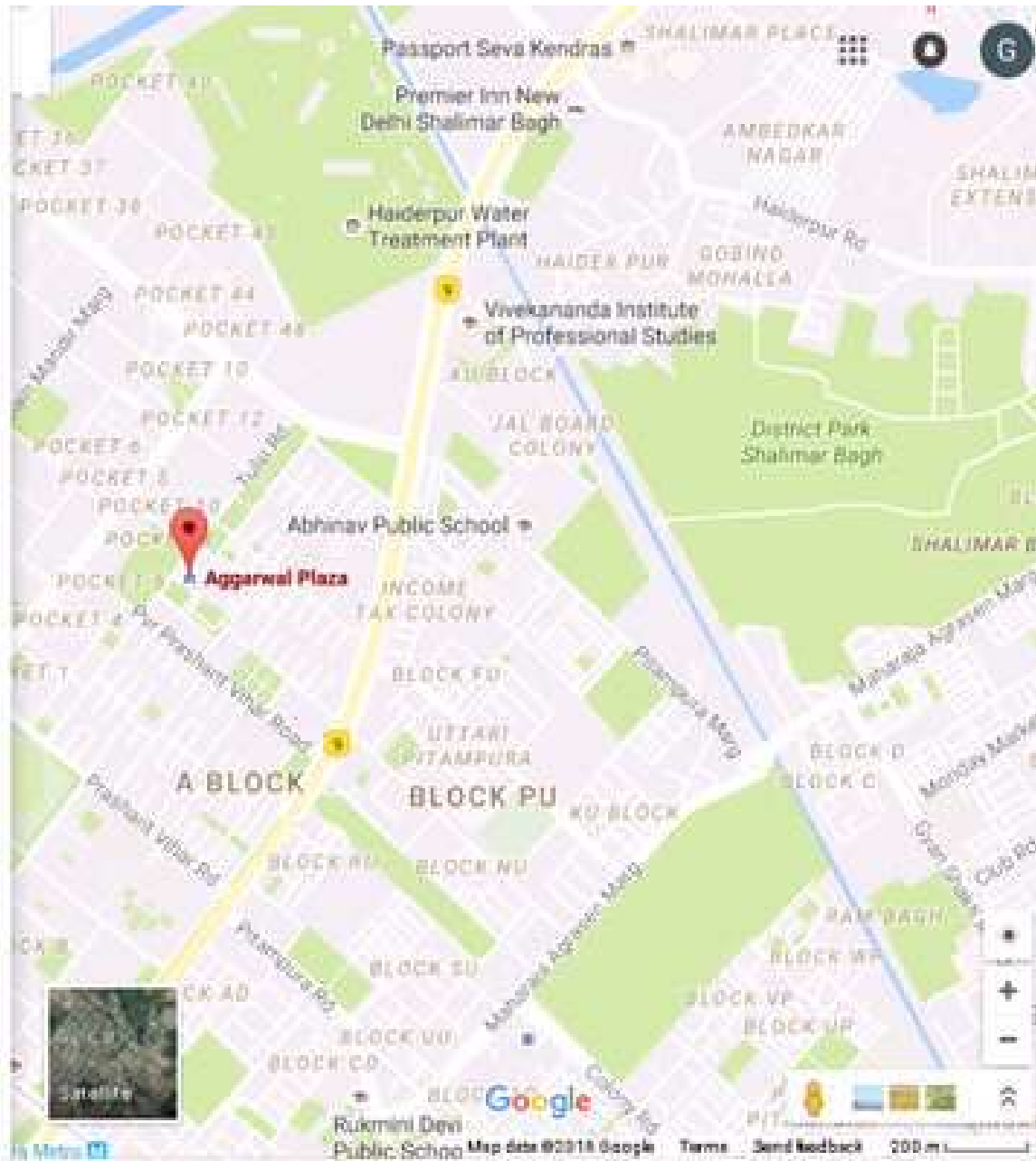
Affix One  
Rupee  
Revenue  
Stamp

**Note:**

- 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 the commencement of the Meeting.

- b. A Proxy need not be a member of the Company.
- c. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

Route Map to the AGM Venue





**SHREE WORTSEX LIMITED**

Regd Office: 325, 11th Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085  
 Email id: shreeworstex@gmail.com, Website: www.shreeworstex.in, Ph.: 011-65448448  
 CIN: L17111DL1982PLC013790

**NOTICE OF 34TH ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE DATES**

Notice is hereby given that the Thirty Fourth Annual General Meeting ("AGM") of the Members of Shree Worstex Limited ("the Company") will be held on Friday, 22nd day of September, 2017 at 11:00 A.M. at 325, 11th Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085, to transact the business as specified in the Notice convening the Annual General Meeting.

Notice is also hereby given, pursuant to Section 91 of Companies Act, 2013 ("ACT") read with rule 10 of Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 12, 2017 to Friday, September 22, 2017 (both days inclusive), for the purpose of ensuring Thirty Fourth Annual General Meeting.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, the Company is pleased to provide 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. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited ("NSDL"). The details pursuant to the Act are as under:

a) Members holding shareholding in physical form or in dematerialization form, as on the Cut-off date i.e. Saturday, September 16, 2017 ("eligible members"), to exercise their right to vote by remote e-voting and voting to be held at AGM.

b) The e-Voting facility will be available during the following voting period:

Commencement of e-Voting	September 19, 2017 at 09:00 A.M.
End of e-Voting	September 21, 2017 at 5:00 P.M.
Cut-off date	September 16, 2017

The remote e-voting shall not be allowed beyond 5:00 P.M. on September 21, 2017 and the remote e-voting module shall be disabled by NSDL for voting thereafter.

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. September 16, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. Further, the facility for voting through polling paper will also be made available at the AGM and members attending the AGM, who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM through polling paper.

The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper.

Notice of the AGM shall be displayed on the Website of the Company i.e. [www.shreeworstex.in](http://www.shreeworstex.in) and NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

In case of any queries or grievances relating to electronic voting, members may refer to Frequently Asked Questions (FAQs) for members and e-voting user manual available at the download section of <https://www.evoting.nsdl.com> or contact the under mentioned Person of the agency (NSDL) & Company.

<b>NSDL</b>	
Name of the Concerned Person	Mr. Rajiv Ranjan
Designation	Assistant Manager
Address	Trade World, A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai - 400013
Contact No:	022-24994738
E-mail id:	<a href="mailto:rajeev@nsdl.co.in">rajeev@nsdl.co.in</a>

<b>Company</b>	
Name of the Concerned Person	Mr. Pawan Kumar Mittal
Designation	Additional Director
Address	325, 11th Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085
Contact No:	011-65448448
Email id:	<a href="mailto:shreeworstex@gstsi.com">shreeworstex@gstsi.com</a>

By the order of the Board of Directors of Shree Worstex Limited

Place: New Delhi  
 Date: August 29, 2017

Pawan Kumar Mittal  
 Additional Director  
 DIN: 00749265



in favour of POWERGRID Corporation of India Ltd. Payable at  
 Bid shall be submitted alongwith Hard Copy part of bid.

(Techno-Commercial part) of the bid shall be opened on  
 the deadline for Bid Submission (Hard Copy part) i.e at 1130

Bidding Document is also available on our website  
[www.powergridindia.com](http://www.powergridindia.com) for the purpose of reference only.

on toll free number 18002003004 to get our Apps"

**ADVANCE METERING TECHNOLOGY LIMITED**

Identity Number (CIN): L31401DL2011PLC271394  
 15<sup>th</sup> Floor, Eros Corporate Tower, Nehru place, New Delhi-110019  
 Corporate Office: B-189, Phase-II, Noida-201305, U.P.  
 No: 0120-4531400, 401, Fax No: 0120-4531402  
 Email: [corporate@atkgroup.in](mailto:corporate@atkgroup.in), Website: [www.atkgroup.in](http://www.atkgroup.in)

**NOTICE OF 8<sup>th</sup> ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION AND BOOK CLOSURE**

The 8<sup>th</sup> Annual General Meeting (AGM) of the Members of Advance Metering Technology Limited ("the Company") will be held on Tuesday, 26<sup>th</sup> September, 2017 at 09:00 A.M. at Time Farm, Khasra No. 100/1, Sector-14, Gurgaon, Haryana to transact the businesses as set out in the

Notice of the Company for the financial year 2016-17 along with the Notice of 8<sup>th</sup> AGM. The members who have registered their e-mail address either with the National Securities Depository and to other members who have not registered their e-mail address of the notice and Annual Report have been sent in permitted form.

Members may either in physical form or dematerialized form, as on cut-off date i.e. 19<sup>th</sup> September, 2017 cast their vote electronically through electronic voting system of Central Depository Limited (CDSL) from a place other than venue of AGM (remote e-voting). All the

businesses in the Notice of 8<sup>th</sup> AGM may be transacted through voting by electronic means.

The e-voting shall commence on Saturday, 23<sup>rd</sup> September, 2017 at 09:00 A.M. (IST) and shall end on Tuesday, 26<sup>th</sup> September, 2017 at 5:00 P.M. (IST).

The eligibility to vote by electronic means or at the AGM is Tuesday, 26<sup>th</sup> September, 2017.

Members who are registered with NSDL for e-voting shall be entitled to cast their vote by electronic means or at the AGM.

Members who are not registered with NSDL for e-voting shall be entitled to cast their vote by electronic means or at the AGM after they register themselves with NSDL for e-voting.

Members who are registered with NSDL for e-voting shall be entitled to cast their vote by electronic means or at the AGM after they register themselves with NSDL for e-voting.

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**HIMADRI SPECIALITY CHEMICAL LTD**

(formerly known as Himadri Chemicals & Industries Limited)  
 CIN: L27106WB1987PLC042756  
 1st Floor, Subhas Road, 8th Floor, Suite No.15, Kolkata - 700 001  
 Email: [investors@himadri.com](mailto:investors@himadri.com); Web Site: [www.himadri.com](http://www.himadri.com)  
 Phone: 033-22309953; Fax: 91-033-22309051

**NOTICE OF 29<sup>th</sup> ANNUAL GENERAL MEETING REMOTE E-VOTING AND BOOK CLOSURE**

The 29<sup>th</sup> Annual General Meeting (AGM) of the Members of Himadri Speciality Chemical Ltd. ("the Company") will be held on Tuesday, 26<sup>th</sup> September, 2017 at 09:00 A.M. at Time Farm, Khasra No. 100/1, Sector-14, Gurgaon, Haryana to transact the businesses as set out in the

Notice of the Company for the financial year 2016-17 along with the Notice of 29<sup>th</sup> AGM. The members who have registered their e-mail address either with the National Securities Depository and to other members who have not registered their e-mail address of the notice and Annual Report have been sent in permitted form.

Members may either in physical form or dematerialized form, as on cut-off date i.e. 19<sup>th</sup> September, 2017 cast their vote electronically through electronic voting system of Central Depository Limited (CDSL) from a place other than venue of AGM (remote e-voting). All the

businesses in the Notice of 29<sup>th</sup> AGM may be transacted through voting by electronic means.

The e-voting shall commence on Saturday, 23<sup>rd</sup> September, 2017 at 09:00 A.M. (IST) and shall end on Tuesday, 26<sup>th</sup> September, 2017 at 5:00 P.M. (IST).

The eligibility to vote by electronic means or at the AGM is Tuesday, 26<sup>th</sup> September, 2017.

Members who are registered with NSDL for e-voting shall be entitled to cast their vote by electronic means or at the AGM.

Members who are not registered with NSDL for e-voting shall be entitled to cast their vote by electronic means or at the AGM after they register themselves with NSDL for e-voting.

Members who are registered with NSDL for e-voting shall be entitled to cast their vote by electronic means or at the AGM after they register themselves with NSDL for e-voting.

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Members who are registered with NSDL for e-voting shall be entitled to cast their vote by electronic means or at the AGM after they register themselves with NSDL for e-voting.

For and on behalf of the Board  
 Advance Metering Technology Limited  
 s/-  
 Rakesh Dhody  
 AVP (Corporate Affairs) & Company Secretary



सुधार) अनुमानित लागत: रु. 15,34,800/-, धरोहर राशि: रु. 30,696/-, पूर्णता अवधि: 2 माह, बोली जमा करने की अंतिम तिथि एवं समय: 4.9.2017 के 3.00 बजे अप. तक। बोली प्रपत्र तथा अन्य विवरण वेबसाइट [www.tenderwizard.com/](http://www.tenderwizard.com/) CPWD अथवा [www.cpwd.gov.in](http://www.cpwd.gov.in) अथवा [www.eprocure.gov.in](http://www.eprocure.gov.in) से प्राप्त की जा सकती है।

**केन्द्रीय लोक निर्माण विभाग ई-निविदा आमंत्रण सूचना**

भारत के राष्ट्रपति की ओर से ईई (ई), बीबीईडी, केलोनिवि, विज्ञान भवन एनैक्सी मौलाना आजाद रोड, नई दिल्ली-110011 (फोन: 011-23022227/ फक्स: 011-23022164) द्वारा निम्न कार्यों के लिए ऑन लाइन वस्तु दर बोलियां आमंत्रित हैं:

i) कार्य का नाम: "विज्ञान भवन एनैक्सी नई दिल्ली में वर्तमान सीबीसी गैज मेट्रिक विडियो रिकार्डिंग सिस्टम का आरएमओ (उ.श्री: बीबीए में विडियो रिकार्डिंग सिस्टम के लिए वर्तमान पीटीजेड कैमरा, संबंधित मदों का संस्थापन)"

एनआईटी सं. 95/ ईई (ई)/ बीबीईडी/ 2017-18; अनुमानित लागत: रु. 11,89,370/-, धरोहर राशि: रु. 23,787/-, पूर्णता अवधि: 01 माह।

ii) कार्य का नाम: "राष्ट्रीय संग्रहालय, जनपथ, नई दिल्ली में वर्तमान 1x500 टीआर किलोस्कर मैक्युए गैज एसी प्लान्ट में ऑटोमैटिक ट्यूब क्लीनिंग सिस्टम का एसआईटीसी"

एनआईटी सं. 96/ ईई (ई)/ बीबीईडी/ 2017-18; अनुमानित लागत: रु. 8,78,748/-, धरोहर राशि: रु. 17,575/-, पूर्णता अवधि: 1 माह। बोली जमा करने की अंतिम तिथि एवं समय: 7.9.2017 के 15.00 बजे।

बोली प्रपत्र तथा अन्य विवरण वेबसाइट [www.tenderwizard.com/](http://www.tenderwizard.com/) cpwd या [www.cpwd.gov.in](http://www.cpwd.gov.in) या <http://eprocure.gov.in> से प्राप्त की जा सकती है।

**SHREE WORTSEX LIMITED**

Regd Office: 325, 11rd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085  
Email id: shreewortsex@gmail.com, Website: www.shreewortsex.in, Ph.: 011-65448448  
CIN: L17111DL1982PLC013790

**NOTICE OF 34TH ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE DATES**

Notice is hereby given that the Thirty Fourth Annual General Meeting ("AGM") of the Members of Shree Wortsex Limited ("the Company") will be held on Friday, 22nd day of September, 2017 at 11:00 A.M. at 325, 11rd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085, to transact the business as specified in the Notice convening the Annual General Meeting.

Notice is also hereby given, pursuant to Section 91 of Companies Act, 2013 ("ACT") read with rule 10 of Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 12, 2017 to Friday, September 22, 2017 (both days inclusive), for the purpose of ensuring Thirty Fourth Annual General Meeting.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, the Company is pleased to provide 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. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited ("NSDL"). The details pursuant to the Act are as under:

a) Members holding shareholding in physical form or in dematerialization form, as on the Cut-off date i.e. Saturday, September 16, 2017 ("eligible members"), to exercise their right to vote by remote e-voting and voting to be held at AGM.

b) The e-Voting facility will be available during the following voting period:

Commencement of e-Voting	September 19, 2017 at 08:00 A.M.
End of e-Voting	September 21, 2017 at 5:00 P.M.
Cut-off date	September 16, 2017.

The remote e-voting shall not be allowed beyond 5:00 P.M. on September 21, 2017 and the remote e-voting module shall be disabled by NSDL for voting thereafter.

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. September 16, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. Further, the facility for voting through polling paper will also be made available at the AGM and members attending the AGM, who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM through polling paper.

The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper.

Notice of the AGM Shall be displayed on the Website of the Company i.e. [www.shreewortsex.in](http://www.shreewortsex.in) and NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

In case of any queries or grievances relating to electronic voting, members may refer to Frequently Asked Questions (FAQs) for members and e-voting user manual available at the download section of <https://www.evoting.nsdl.com> or contact the under mentioned Person of the agency (NSDL) & Company:

NSDL	
Name of the Concerned Person	Mr. Rajiv Ranjan
Designation	Assistant Manager
Address	Trade World, A Wing, 4th & 5th Floor, Kamala Mills Compound, Lower Panel, Mumbai - 400013
Contact No:	022-24994738
E-mail id:	<a href="mailto:raj@nvd@nsdl.co.in">raj@nvd@nsdl.co.in</a>

Company	
Name of the Concerned Person	Mr. Pawan Kumar Mittal
Designation	Additional Director
Address	325, 11rd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085
Contact No:	011-65448448
Email id:	<a href="mailto:shreewortsex@gmail.com">shreewortsex@gmail.com</a>

Place: New Delhi  
Date: August 29, 2017

By the order of the Board of Directors of Shree Wortsex Limited

Sd/- Pawan Kumar Mittal  
Additional Director  
DIN: 06749265

उ.प्र. पावर  
आमंत्रण  
एवं अनुभव  
पंजीकृत हो  
की दिनांक  
है। भाग-1  
एफ.बी.आर.  
एवं निविदा  
ऑनलाइन, रि  
बन्धक हो ता  
साथ मूल रूप  
राशि ई-निवि  
की जुटे होने  
पाट) जिसमें  
भाग-2 में दर्  
चाहिए। निवि  
अपलोड तदीप  
अधिसारी अफि  
कार्यालय में नि  
समय से पूर्व ज  
तकनीकी भाग  
आमंत्रित एवं म  
समय अधिसारी  
हापुड के कार्या  
निविदा को वेब  
भाग-2 (प्राइ  
खोलने हेतु तदा  
चाहिए। ई-निवि  
की स्थिति में ई  
निर्धारित समय पर  
समय पर खोली  
समाचार पत्रों में प्र  
वेबसाइट [www](http://www)  
उपलब्ध रहेगा। नि  
संशोधन/विस्तार  
अस्वीकार/विभाजि  
अधोहस्ताक्षरकर्ता वे  
राशि रहित व सशर्त  
विवरण निम्न प्रकार  
कार्य/सामग्री का नि  
आमंत्रित एवं खोलने  
निविदा का मूल्य  
01/2017-18 वि  
अंतर्गत 132 के.वी.  
पर स्थित 132 के.वी.  
व स्टैंडकर आदि की  
132 के.वी. उपकेन्द्र व  
उपकेन्द्र हापुड स  
28.09.2017, 13:00  
(तकनीकी भाग पार्ट-1  
रु. 210.00 (जी.एस.टी.  
ऊर्जा बचाएँ।" ह  
अधिसारी अधिवन्ता नि  
पत्रांक 1752/वि.पा.ख.