

MULTIPURPOSE TRADING AND AGENCIES LIMITED  
B-1,, KALINDI COLONY NEW DELHI DL 110065 IN, NEW DELHI-  
CIN : L70101DL2002PLC115544, Ph No : 42908814, 9899154752  
Email : Info@multipurposetrading.com

## **NOTICE OF 41<sup>ST</sup> ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT THE 41<sup>ST</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF MULTIPURPOSE TRADING AND AGENCIES LIMITED WILL BE HELD ON MONDAY, THE 30<sup>TH</sup> DAY OF SEPTEMBER, 2019 AT 11:00 A.M AT THE CORPORATE OFFICE OF THE COMPANY AT D-2, KALINDI COLONY, NEW DELHI-110065 TO TRANSACT THE FOLLOWING BUSINESS.

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### **ORDINARY BUSINESS:**

1. To Receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2019, including Balance Sheet, Statement of Profit and loss and cash flow statement for the year ended that date together with the Directors' and Auditors' Reports thereon.
2. To appoint a director in place of Mrs. Kalpana Singh (DIN: 03523911), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.
3. To appoint M/s Nidhi Bansal & Co. Chartered Accountants, office at 202, Amber Tower, Commercial Complex, Azadpur, Delhi -110033 as Statutory Auditors for four consecutive years to hold office from the conclusion of this 41<sup>st</sup> Annual General Meeting till the conclusion of 45<sup>th</sup> Annual General Meeting to be held in 2023 and to fix their remuneration.

### **SPECIAL BUSINESS:**

4. To Re-appoint of Mr. Ashish Singh as Managing Director of the Company and in this regard 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 Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (**'the Act'**), and other applicable provisions, rules & regulation (including any statutory modification or re-enactment thereof for the time being in force) approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Ashish Singh as Managing Director of the Company for a period of 5 years which shall be commenced after expiry of his previous appointment i.e. 22<sup>nd</sup> October, 2019 to 21<sup>st</sup> October, 2024 on the remuneration, terms and conditions as mentioned hereunder:

**Terms and Conditions of Re-appointment:** Term of Appointment: 5 years from 22<sup>nd</sup> October, 2019 to 21<sup>st</sup> October, 2024.

**Remuneration:** Basic Salary, Perquisites and other allowance/benefits up to maximum CTC of Rs.10 lakhs per annum or as may be decided by the Board of Directors from time to time.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter or vary the remuneration, terms and conditions, to the extent recommendation by Nomination and Remuneration Committee, from time to time as may be considered appropriate, subject to the approval of members and overall limits specified in the Companies Act, 2013 and as may be agreed to between the Board of Directors and Mr. Ashish Singh.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take all such steps and actions for the purposes of making all such filings as may be required in relation to the aforesaid appointment and further to do all such acts, deeds and things as may be deemed necessary to give effect to this resolution."

5. Appointment of Mr. Bhupendra as Independent Director and in this regard 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 Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable Regulations/provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Bhupendra (DIN: 08491830), who was appointed as additional director ( non-executive & ID) in the board meeting dated 8<sup>th</sup> August, 2019 and qualifies for being appointed as an Independent Director be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take all such steps and actions for the purposes of making all such filings as may be required in relation to the aforesaid appointment and further to do all such acts, deeds and things as may be deemed necessary to give effect to this resolution.”

By Order of the Board

**For Multipurpose Trading and Agencies Ltd.**

Place: New Delhi

Date: 29/08/2019

S/d

**Ashish Singh**

Chairman & Director

DIN: 00066423

Add: B-1 Kalindi Colony, New Delhi-65

**NOTES:**

1. 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.
2. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item nos. 4 & 5 of the Notice set out above is annexed herewith
3. Proxy form in MGT-11 duly filled up and executed must be received at the Registered Office of the company not less than 48 hours before the time fixed for the meeting. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours (Sunday is included in computation of 48 hours) before the commencement of the Meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.

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 Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members are requested to:
  - a. Bring their copy of the Annual Report and Attendance Slip with them at the Annual General Meeting.
  - b. Quote their Regd. Folio Number/DP and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.
6. The Register of Members and Share Transfer Books shall be available for inspection by members.
7. The Register of Members and Share Transfer Books of the Company will remain closed from 25<sup>th</sup> September, 2019 to 30<sup>th</sup> September, 2019 (both days inclusive) for the purpose of Annual General Meeting.
8. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the registered office of the company on all working days during business hours up to the date of the Annual General Meeting.
9. Members desirous of obtaining any information in respect of Accounts of the Company are requested to send their queries in writing to the Company at its registered office so as to reach at least seven days before the date of the meeting. Members are also requested to convert their physical holding to demat to avoid hassles involved with physical shares, such as possibility of loss, mutilation, and to ensure safe and speedy transaction in securities. Members are also requested to notify change of address, bank details, ECS mandates, e-mail id, if any, to their Depository Participants (DPs) in respect to their electronic share accounts and to the Registrar & Transfer Agent of the Company i.e. Skyline Financial Services Private Limited, New Delhi in respect of their physical share folios to avoid procedural delays.
10. Pursuant to SEBI circular, it is mandatory to quote PAN for transfer/transmission of shares in physical form therefore, the transferee(s)/ legal heirs are required to furnish a copy of their PAN to the Registrars and Transfer agents, M/s Skyline Financial Services Pvt. Ltd, New Delhi.
11. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No 14.
12. Members desiring any information/clarification on the Accounts are requested to write to the Company in advance at least seven (7) days before the meeting so as to keep the information ready at the time of Annual General Meeting.
13. As per provisions of the Companies Act, 2013 facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Registered Office of the Company.
14. **Information and other instructions relating to -voting are as under:**
  - a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and relevant Clause of the Listing Agreement, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

- b) The facility shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'Insta Poll'.
- c) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- d) The Company shall also provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
- e) The Company is providing facility for voting by electronic means to its members to enable them to cast their votes through such voting. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Authorized Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of a General Meeting).
- f) The Board of Directors of the Company has appointed Mr. Deepak Somiya & Co., a Practicing Company Secretary, New Delhi as Scrutinizer to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- g) Remote e-voting facility will be available during the following period:

Commencement of remote e-voting	9.00 a.m. On 27 <sup>th</sup> September 2019
End of remote e-voting	5.00 p.m. On 29 <sup>th</sup> September 2019

Please note that remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of aforesaid period.

- h) The cut-off date for the purpose of voting (including remote e-voting) is 25<sup>th</sup> September, 2019.
- i) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company **[www.multipurposetrading.com](http://www.multipurposetrading.com)**. The results shall simultaneously be communicated to the Stock Exchanges.

**The instructions for e-voting are as under:**

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)]:
  - 1) Open email and open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
  - 2) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
  - 3) Click on Shareholder - Login
  - 4) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
  - 5) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note down new password. It is strongly

recommended not to share your password with any other person and take utmost care to keep your password confidential.

- 6) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
- 7) Select "EVEN" of Multipurpose Trading and Agencies Limited.
- 8) Now you are ready for e-voting as Cast Vote page opens.
- 9) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- 10) Upon confirmation, the message "Vote cast successfully" will be displayed.
- 11) Once you have voted on the resolution, you will not be allowed to modify your vote.
- 12) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [Info@multipurposetrading.com](mailto:Info@multipurposetrading.com) with copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

B. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

C. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.

D. 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).

E. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.multipurposetrading.com](http://www.multipurposetrading.com), and on the website of NSDL within three days of passing of the resolutions at the AGM of the Company and communicated to the BOMBAY STOCK EXCHANGE

#### **Important Communication to Members**

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register their e-mail addresses with the Company.

By Order of the Board

**For Multipurpose Trading and Agencies Ltd.**

Place: New Delhi

Date: 29/08/2019

S/d

**Ashish Singh**

Chairman & Director

DIN: 00066423

Add: B-1 Kalindi Colony, New Delhi-65

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **Item No. 4**

The Members at the 39<sup>th</sup> Annual General Meeting held on 18<sup>th</sup> September, 2017 appointed Mr. Ashish Singh as Managing Director of the Company for three years, who will complete his present term on 21<sup>st</sup> October, 2019. On the recommendation of the Nomination & remuneration Committee and subject to the approval of the Members, the Board recommend/propose re-appointment of Mr. Ashish Singh as Managing Director of the Company with effect from 22<sup>nd</sup> October, 2019 on the existing terms and conditions. The Board recommended for the approval of the Members, the re-appointment of Mr. Singh as a Director, and as Managing Director of the Company, as set out in the Resolution relating to his re-appointment. The aggregate of the remuneration and perquisites / benefits, including contributions towards any other Fund, Superannuation Fund and Gratuity Fund if any, payable to the Managing Director and the other Wholtime Directors of the Company taken together, shall be within the limit prescribed under the Companies Act, 2013, or any amendment thereto or modification thereof ('the Act'). Requisite Notice under Section 160 of the Act proposing the re-appointment and consent of Mr. Singh has been received by the Company and Additional information pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings is appearing in the Report etc. Mr. Singh and his relatives are interested in these Resolutions. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in these Resolutions. The Board recommends these Resolutions for your approval at item no.4.

### **Item No. 5**

The Board of Directors in its meeting held on 8<sup>th</sup> August, 2019 appointed Mr. Bhupendra as Additional Director (Non Executive Independent Director) subject to the approval of the members with effect from 8<sup>th</sup> August, 2019 who shall hold the office of director until the conclusion of this Annual General Meeting.

The Company has received intimation in Form DIR-8 & DIR-2 from Bhupendra that, he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act, declaration that he meets with the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & Regulation of SEBI Listing Regulations and his consent to act as an Independent Director.

The resolution seeks the approval of members for the appointment of Mr. Bhupendra as an Independent Director of the Company commencing from August 8, 2019 up to August 7, 2024 in terms of Section 149 and other applicable provisions of the Act and Rules made there under. He is not liable to retire by rotation.

None of the directors and their relative is interested in this resolution and the Board recommends the resolution set-forth in Item No.5 for approval of the members.

**ADMISSION SLIP**

**AGM: 41<sup>ST</sup>**

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company/Depositories.

DP ID.....

Client ID.....

Regd. Folio No.:.....

No. of Shares.....

Name(s) in Full    Father's/Husband's Name    Address as Regd. with the    Company

1.

2.

I/We hereby record my/our presence at the 41<sup>st</sup> Annual General Meeting of the Company being held on 30<sup>th</sup> day of September, 2019 at 11:00 a.m. At corporate office D-2, Kalindi Colony, New Delhi-110065.

Member

Proxy

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

\* Applicable for investors holding shares in physical form.

\*\* Please strike out whichever is not Applicable

**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:** L70101DL2002PLC115544

**Name of the company:** Multipurpose Trading And Agencies Limited

**Registered office:** B-1, Kalindi Colony, New Delhi – 110065.

Name of the member (s) :

Registered address :

E-mail Id:

Folio No/ Client Id :

DP ID :

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature :.....,

2. Name:

Address:

E-mail Id:

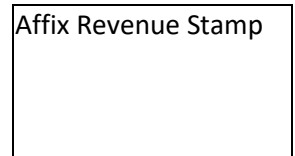
Signature:.....,

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41<sup>st</sup> Annual General Meeting of the company, to be held on Monday, 30<sup>th</sup> day of September, 2019 at 11:00 A.M. at the Corporate office of the Company at D-2, Kalindi Colony, New Delhi-110065 and at any adjournment thereof in respect of such resolutions as are indicated below:



Resolutions	For(Approved)	Against(Rejected)
1. To consider the Audited Financial Statements for the year / period ended 31st March, 2019.		
2. To appoint a Director in place of <b>Mrs. Kalpana Singh,(DIN:03523911)</b> who retires by rotation and being eligible offer herself for reappointment.		
3. To appoint statutory Auditor of the Company for financial year 2019-20 to 2022-23.		
4. To re-appoint Ashish Singh as Managing Director for 5 years.		
5. To appoint Mr. Bhupendra as Independent Director.		

Signed this.....day of September, 2019



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

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 the commencement of the Meeting.
2. 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.
3. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
4. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

**Form No. MGT- 12  
Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies  
(Management and Administration) Rules, 2014]

Name of the Company: <b>Multipurpose Trading And Agencies Limited</b> Registered Office: B-1, Kalindi Colony, New Delhi-110065 CIN: L70101DL2002PLC115544				
<b>BALLOT PAPER</b>				
<b>S.No</b>	<b>Particulars</b>	<b>Details</b>		
1.	Name of the first named Shareholder (In Block Letters)			
2.	Postal address			
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)			
4.	Class of Share	Equity Shares		
<b>I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:</b>				
<b>S.No.</b>	<b>Item No.</b>	<b>No. of Shares held by me</b>	<b>I assent to the resolution</b>	<b>I dissent from the resolution</b>
1.	To consider the Audited Financial Statements for the year / period ended 31st March, 2019 including Report of Board of directors & Auditors.			
2.	To reappoint <b>Mrs. Kalpana Singh, (DIN:03523911)</b> as Director.			
3.	To reappoint M/s Nidhi Bansal & Co. as statutory Auditor of the Company for financial year 2019-20 to 2022-23.			
4.	To appoint chief financial officer.			
5.	To appoint Mr. Bhupendra as Independent Director.			
Date:		(Signature of the shareholder*)		
Place:				

(\*as per Company records)

## Route Map

