

ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Regd. Office : Seksaria Chambers, 5th Floor, 139, Nagindas Master Road, Fort, Mumbai - 400 001

Tel.: +9122-40500900 - 40500999 • Fax : +9122-22624989

CIN : L51100MH1983PLC030782

To,
The Dy. General Manager,
Corporate Relations Department
Bombay Stock Exchange Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Date: August 27, 2019

Ref.: Scrip Code No. 506161.

Sub: Outcome of the Board Meeting In accordance with Regulation 33 of the SEBI (Listing obligations and Disclosure Requirements) Regulations. 2015.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations") We wish to inform you that the Board of Directors of the Company at their meeting held today i.e., on Tuesday, August 27, 2019 inter alia considered and approved:

1. Approval of Directors Report of the financial year 2018-19.
2. The Board considered and approved Notice for 36th Annual General Meeting of the company to be held on Monday, 30th September 2019 at 3.00 pm at the registered office of the Company situated at Seksaria Chambers, 5th Floor, 139, Nagindas Master Road, Fort, Mumbai- 400001.
3. The Board considered and appointed Mr. Milan Mehta & Associates, Practicing Company Secretary having Membership No, FCS 6401, as Scrutinizer for conducting the e-voting process in a fair transparent manner for the purpose of Annual General Meeting.
4. The e-voting for the purpose of Annual General Meeting was decided to be Wednesday, 26th September, 2019 and ends on Saturday, 28th September, 2019 (Timings from 09:00 A.M To 05.00 PM.)
5. The board fixed the book closure date from Saturday, 21st September, 2019 and ends on Monday, 30th September, 2019 (both day inclusive).
6. The board fixed the cut-off date for determining the members/Shareholders who are entitled to vote through remote e-voting or voting at the Annual General Meeting shall be on Saturday, 21st September, 2019 in terms of provision of section 108 of the Companies Act, 2013 and rule 20 of the companies [Management and

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Administration) Rules, 2014 and the Secretarial Standard -2 of Annual General Meeting.

The meeting of the Board of Directors commenced at 3.00 pm. and concluded at 4.30 pm.

This is for the information and records of the Exchange, please.

Thanking You,

Yours faithfully,

For Ishwarshakti Holdings & Traders Limited



Sameer Khedekar

Company Secretary & Compliance officer

Encl.: As mentioned above



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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 36TH ANNUAL GENERAL MEETING OF THE MEMBERS OF ISHWARSHAKTI HOLDINGS & TRADERS LIMITED (CIN: L51100MH1983PLC030782) WILL BE HELD ON MONDAY THE 30TH DAY OF SEPTEMBER, 2019 AT 3.00 P.M. AT 5TH FLOOR, SEKSARIA CHAMBERS, 139 NAGINDAS MASTER ROAD, FORT, MUMBAI - 400 001 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

ITEM NO. 1 – ADOPTION OF AUDITED FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.

ITEM NO. 2 – RE- APPOINTMENT OF A DIRECTOR:

To appoint a Director in place of Mr. Vinay Seksaria (DIN: 00116582) who retires by rotation and, being eligible, offers himself for re-election.

SPECIAL BUSINESS

ITEM NO. 3. APPOINTMENT OF MRS. GEETA K. SEKSARIA (DIN: 06960055) AS A MANAGING DIRECTOR OF THE COMPANY:

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

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 of the Companies Act, 2013, read with Schedule V of the Companies Act, 2013 and Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being enforce), Mrs. Geeta Kailashchandra Seksaria be and is hereby appointed as Managing Director of the Company for a period of five years with effect from 14th June, 2019 to 13th June 2024, on such terms and conditions, any applicable statutes, rules, regulations or guidelines, on such remuneration as may be decided from time to time.

RESOLVED FURTHER THAT Mrs. Geeta Kailashchandra Seksaria, shall be entitled for the reimbursement of actual traveling, boarding and lodging expenses incurred by her in connection with the Company's business

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all the needful acts, deeds, matters and things to give effect to this resolution.”

By Order of the Board of Directors.

FOR ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

S. Khedekar

**Sameer Khedekar
Company Secretary**

Place: Mumbai

Date: 27th August, 2019.



EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3. APPOINTMENT OF MRS. GEETA K. SEKSARIA (DIN: 06960055) AS A MANAGING DIRECTOR OF THE COMPANY:

Mrs. Geeta K. Seksaria has expertise in finance and Investment activities and has more than 2 decades of experience in the field of Investment activities. Looking into his devotion, Board of Directors proposed to appoint her as Managing Director for the period of 5 years w.e.f 14th June, 2019 to 13th June 2024 in accordance with the provisions contained in Section 196, 197, 198 and 203 of the Companies Act, 2013 read with Schedule V of the Companies Act 2013 on terms and conditions as mentioned in item No. 3 of notice. For this purpose Nomination & Remuneration Committee and Board of Directors have accorded their approval subject to approval of the members or any other appropriate authority, if any

A. Period:

5 years w.e.f. 14th June, 2019 to 13th June 2024 with the liberty to either party to terminate the appointment by giving to the other party three months notice of such termination.

B. Remuneration:

₹ 1,32,000/- (Rupees One lakh Thirty Two Thousand Only) per annum w.e.f. June 01, 2019.

C. Perquisites: Perquisites shall be restricted to an amount equal to the annual salary.

D. The remuneration by way of salary, commission, or perquisites payable by the company to the Managing Director shall not exceed the limits laid down in section 197 of the Companies Act, 2013 read with Schedule V to the said Act or any statutory modifications or re-enactment thereof.

E. The terms and conditions set out for Appointment and payment of remuneration in this set of terms and conditions may be altered and revised/varied from time to time by the Board of Directors of the Company as it may, at its discretion deem fit, so as not to exceed the limits specified in Schedule V of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) or any amendments made thereto.

F. In the event of absence or inadequacy of net profits in any financial year, the remuneration payable to the Managing Director shall be governed by Part II of the Schedule V of the Companies Act, 2013 or any statutory modification thereof and the same shall be treated as the minimum remuneration payable to the said Managing Director.

G. The Managing Director shall not, so long as the functions as such, be paid any sitting fees for attending meetings of the Board of Directors or committees thereof.

H. The Company shall reimburse to the Managing Director entertainment, travelling and all other expenses incurred by her for the business of the Company.

I. During such time as Smt. Geeta Kailashchandra Seksaria holds and continues to hold the office of the Managing Director, she shall not be liable to retirement by rotation as a Director.

NOTES:

The Statement, pursuant to Section 102 of the Companies Act, 2013 with respect to Item No. 2 forms part of this Notice. Additional information, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings in respect of Director seeking re-appointment at the Annual General Meeting is furnished as annexure to the Notice.

- (a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- (b) Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the meeting. 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.
- (c) Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- (d) Members/proxies/authorised representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- (e) The Register of Members and Share Transfer Books of the Company will be closed from **21th September 2019 to 30th September, 2019** (both days inclusive) for the purpose of Annual General Meeting.

- (f) Shareholders desiring any information as regards the Accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting.
- (g) As per the provisions of the Companies Act, 2013, facility for making nominations is available to the members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
- (h) Section 20 of the Companies Act, 2013 permits service of documents on members by a Company through electronic mode. So in accordance with the Companies Act, 2013 read with the Rules framed thereunder, the Annual Report 2018-19 is being sent through electronic mode to those members whose email addresses are registered with the Company/Depository Participant unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2018-19 are being sent by the permitted mode.
- (i) Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares for ease of portfolio management. Members can contact the Company or Company's Registrar and Transfer Agents, M/s. Bigshare Services Private Limited for assistance in this regard.
- (j) To support the 'Green Initiative' the Members who have not registered their e-mail addresses are requested to register the same with Bigshare Services Private Limited/Depositories.

Updation of Members' Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Registrars and Transfer Agents to record additional details of Members, including their Permanent Account Number details ("PAN"), email address, bank details for payment of dividend, etc.

Further, the Securities and Exchange Board of India ("SEBI") has mandated the submission of PAN by every participant in the securities market.

A form for capturing the above details is appended to this Notice. Members holding shares in physical form are requested to submit the filled in form to the Company or its Registrars and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant.

Information and other instructions relating to e-voting are as under:

1. In compliance with 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS2) issued by the Institute of Companies Secretaries of India, the Company is pleased to provide to its 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 arranged Central Depository Services Limited ("CDSL"). The Members may cast their votes using an electronic voting system from a place other than the venue of the Annual General Meeting ("remote e-voting"). Instructions for e-voting are given hereinbelow.

The e-voting period will commence at 09.00 a.m. on September, 26 2019 and will end at 5.00 p.m. on September, 28, 2018. The Company has appointed Mr. Milan Mehta, Practicing Company Secretary (Membership No. FCS No. 6401), to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

2. The facility for voting through electronic voting system or ballot paper shall be made available at the Annual General Meeting and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.

3. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the meeting but shall not be entitled to cast their vote again.

The instructions for Members voting electronically are as under:

- (i) The voting period begins 09.00 a.m. on September, 26 2019 and will end at 5.00 p.m. on September, 28, 2019. During this period Members' of the Company, holding shares either in physical as on 21th September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The Members should log on to the e-voting website www.evotingindia.com
- (iii) Click on Members.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat Members as well as physical Members)
	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. 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.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/ yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If 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 (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) 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.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

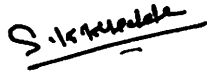
(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Members and Custodians
- Non-Individual Members (i.e. Other than Individuals, HUF, NRI etc.) and Custodian are required to log on to 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.
 - 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 should be mailed to 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.

(xix) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

By order of the Board of Directors

FOR ISHWARSHAKTI HOLDINGS & TRADERS LIMITED


Sameer Khedekar
Company Secretary



Place: Mumbai

Date: 27th August, 2019

Registered Office:

5th Floor, Seksaria Chambers

139 Nagindas Master Road,

Fort, Mumbai-400001

Email Id: ishwarshakti@rediffmail.com

ANNEXURE A

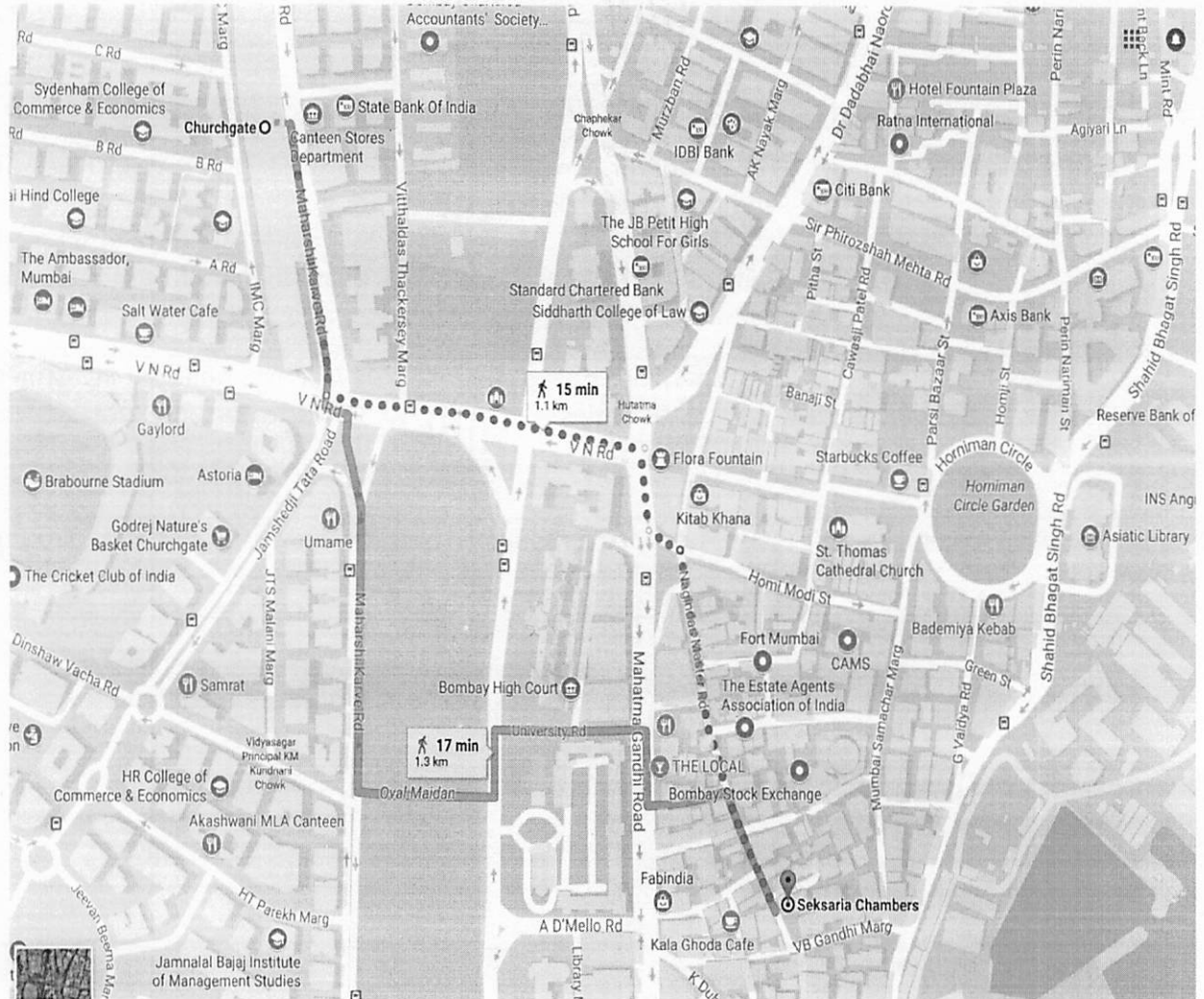
Details of the Managing, Director seeking Appointment in the forthcoming Annual General Meeting (In pursuance of Regulation 36 of the Securities and Exchange Board of India [Listing Obligation and Disclosure Requirement] Regulations, 2015).

Name of the Director	Mrs. Geeta K. Seksaria	Mr. Vinay K. Seksaria
Date of Birth	09.01.1945	17.09.1961
Date of Appointment	September 10, 2015	March 28, 2007
Relationship with Directors	1. Mother of Mr. Vinay Seksaria and Mr. Vivek Seksaria. 2. Wife of Mr. Kailashchandra Seksaria	1. Brother of Mr. Vivek K Seksaria. 2. Son of Mrs. Geeta K. Seksaria & Kailashchandra K Seksaria
Expertise in Specific functional area	Vast experience of Investment activities	Vast experience of Investment, Construction and Retail activities.
Qualification	Graduate from Mumbai University	Graduate from Mumbai University
Board Membership of Companies as on March 31, 2019 ¹	1(Two)	1(Two)
Chairman/Member of the Committee of the Board of directors as on March 31, 2019	NIL	NIL
Number of Shares held in the Company as on March 31, 2019	134200 equity shares	139000 equity shares

1. Only Public Limited Companies excluding this company have been taken into consideration for the purpose of Board membership of Companies as on March 31, 2019.
2. Only Audit and Stakeholder Relationship Committees of Public Limited Companies have been taken into consideration for the purpose determining the Chairmanships/Memberships of the Committees of the Board of directors as on March 31, 2019.

Route Map of Venue of Annual General Meeting

Venue: Seksaria Chambers, 5th Floor, 139, Nagindas Master Road, Fort, Mumbai - 400001



ATTENDANCE SLIP

**36TH ANNUAL GENERAL MEETING ON MONDAY, SEPTEMBER 30, 2019 AT 03.00 P.M.
(IST)**

Folio No. DP ID/ (Client ID) :

Name of the Member :

Address of the Member :

Number of Shares Held :

I hereby record my presence at the 36th Annual General Meeting of the Company held at the Registered Office of the Company situated at Seksaria Chambers, 5th Floor, 139 Nagindas Master Road, Fort, Mumbai – 400001, Maharashtra, India, on Monday, September 30, 2019.

Name of the Member/Proxy* :

Signature of the Member/Proxy* :

***Strike out whichever is not applicable.**

- (1) A shareholder/proxyholder wishing to attend the meeting must bring the attendance slip to the meeting and hand over the same at the entrance of the meeting hall, duly signed.
 - (2) A shareholder/proxyholder desiring to attend the meeting should bring his/her copy of the Annual Report for reference of the meeting.
-

E-VOTING

Users who wish to opt for e-voting may use the following login credential

EVEN (Remote E-Voting Event No.)	USER ID	PASSWORD
190827040		

Note: The Voting period starts from Thursday, 26th September, 2019 (9:00 A.M.) and ends on Saturday, 28th September, 2019 (5:00 P.M.). The voting module shall be disabled by CDSL for voting thereafter.

Please follow for e-voting procedure as given in the Notice of AGM.

Form 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]

36TH ANNUAL GENERAL MEETING ON SEPTEMBER 30, 2019 AT 03:00 P.M. (IST)

Name of the Member(s)	:	
Address of the Member	:	
E-mail	:	
Folio No./DP ID/(Client ID)	:	

I/We, being member(s) of _____ shares of Ishwarshakti Holdings & Traders Limited , hereby appoint		
Name	:	
E-mail	:	
Address	:	
Signature	:	
or failing him/her		
Name	:	
E-mail	:	
Address	:	
Signature	:	
or failing him/her		
Name	:	
E-mail	:	
Address	:	
Signature	:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting to be held on Monday, September 30, 2019 AT 03:00 P.M. (IST) at the Registered office of the Company situated at Seksaria Chambers, 5th Floor,

139 Nagindas Master Road, Fort, Mumbai – 400001, Maharashtra, India, and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Resolutions		Vote		
		For	Against	Abstain
Sr. No	ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Board of Directors and Auditors thereon.			
2.	Appointment of Director in place of Mr. Vinay Seksaria, (DIN: 00116652) who retires by rotation and being eligible, seeks re-appointment.			
	SPECIAL BUSINESS			
3.	Appointment of Mrs. Geeta K. Seksaria As Managing Director (Din: 06960055) of The Company.			

Affix revenue stamp of not less than Rupee 1

Signed this _____ day of _____ 2019

Name of the Member/ Proxy	:	
Signature of the Member/ Proxy	:	

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 Annual General Meeting.
2. A proxy need not be a member of the Company.