



NOTICE

NOTICE is hereby given that the Second Annual General Meeting of Mishka Exim Limited will be held on Saturday, 17th September, 2016 at 12:30 P.M at registered office of the Company at F102, Plot No. 10, Chetan Complex, Central Market, Surajmal Vihar, Delhi-110092 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the Audited Financial Statements of the Company for the year Financial Year ended 31st March, 2016, the Board Report and Auditors report thereon and
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2016 and the Report of Auditors thereon.
2. To appoint a Director in place of Mr. Varun Gupta (DIN: 02282173), who retires by rotation and being eligible, offers himself for re-appointment.
3. Reappointment of Auditor

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 Rules made thereunder M/s Prakash & Santosh Co., Chartered Accountants (Firm Registration No. 000454C), retiring auditor of the Company be and are hereby appointed as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting to the Sixth Annual General Meeting of the Company to be held in the year 2021 subject to ratification of the appointment by the Members of the Company at every Annual General Meeting as per the provisions of Companies Act, 2013 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

Special Business:

4. Appointment of Shri. Rajneesh Gupta as Managing Director with effect from January 23, 2015

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

“RESOLVED THAT pursuant to Section 197,198 and 203 read with Schedule V of the Companies Act,2013 and other applicable provisions, if any, of the Companies Act,2013 subject to approval of Central Government and such other consents and permission as may be necessary, and subject to such modifications and variations as may be approved and acceptable to the appointee, the consent of the Shareholders be and is hereby accorded for the appointment of Mr. Rajneesh Gupta (DIN: 00132141) is appointed as the Managing Director of the Company w.e.f January 23, 2015 for the term of five years and payment of remuneration for the aforesaid period on the terms and conditions as approved by the Remuneration Committee in its meeting.”

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ONLY INSTEAD OF**



HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING.

2. The Register of Members and the Share Transfer Books of the Company will remain closed from 15th September, 2016 to 17th September, 2016 (both days inclusive).
3. Members who hold shares in dematerialized form are requested to write their DP ID and Client ID and those holding shares in physical form are requested to write their folio number in the attendance slip.
4. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so that the information is made available by the management at the day of the meeting so that the information is made available by the management at the day of the meeting.
5. Corporate Members intending to send their Authorized Representatives to attend the Meeting are requested to send a certified copy of the Board Resolution/ Power of Attorney authorizing their representative to attend and vote on their behalf at the meeting.
6. Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure requirements), 2015 the information about the Directors proposed to be appointed, re-appointed at the Annual General Meeting is given in the Annexure to the Notice.
7. As part of the “Green initiative in the Corporate Governance”, The Ministry of Corporate Affairs vide its circular No. 17/2011 and 1/2011 dated 21.04.2011 and 29.04.2011, respectively, has permitted the Companies to serve the documents, namely, Notice of General Meeting, Balance Sheet, Statement of Profit & Loss, Auditor’s Report, Director’s report, etc. to the member through e-mail.

Members who hold shares in physical form and desire to receive the documents in electronic mode are requested to register their e-mail address on Company’s e-mail address viz. mishkaexim@gmail.com. Members who hold shares in electronic form are requested to get their details updated with the respective depositories.

8. Members may also note that the Notice of the 2nd Annual General Meeting and the Annual Report for 2016 will also be available on the Company’s website www.mishkaexim.com.

By Order of the Board of Directors

Rajneesh Gupta
(Managing Director)
DIN: 00132141

Delhi, August 8, 2016

Registered Office:
F102, Plot No. 10, F/F Chetan Complex,
Central Market, Surajmal Vihar, Delhi-110092



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

ITEM NO. 4

Pursuant to the provisions of Section 196 of the Companies Act, 2013 subject to the provision of section 197 and Schedule V, A Managing Director shall be appointed and terms and conditions of such appointment and remuneration payable be approved by the Board of Directors at a meeting which shall be subject to approval by a resolution at the next general meeting of the Company.

Mr. Rajneesh Gupta has been appointed as Managing Director of the Company in the Board Meeting of the Company held on 23rd, January, 2015 for the term of five years.

The Board recommends the Resolution at Item No. 4 for approval of members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs except Mr. Rajneesh Gupta is concerned or interested in this resolution.

By Order of the Board of Directors

**Rajneesh Gupta
(Managing Director)
DIN: 00132141**

Delhi, August 8, 2016

**Registered Office:
F102, Plot No. 10, F/F Chetan Complex,
Central Market, Surajmal Vihar, Delhi-110092**


Details of Director Seeking Re-Appointment at the Annual General Meeting

Particulars	Mr. Varun Gupta
Date of Birth	17 th October, 1988
Qualifications	Bachelor's Degree in Technology from Uttar Pradesh
Expertise in specific functional areas	Wide experience in Finance. He is one of the First Directors of the Company
Directorship held in other Companies	<ul style="list-style-type: none"> • Supertech Financial Services Private Limited • Safeguard Finance Limited • Cross River Securities Private Limited • Vinayak Holdings Private Limited • N C D Securities Private Limited • Tridev Securities Private Limited • Varun Gupta Foundation
Memberships/ Chairmanship of committees of other public Companies	Nil
Number of Shares held in the Company	270000

By Order of the Board of Directors

Rajneesh Gupta
(Managing Director)
DIN: 00132141

Delhi, August 8, 2016

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