

NOTICE

NOTICE is hereby given that the Third Annual General Meeting of Mishka Exim Limited will be held on September 20th, 2017 at 3:00 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, 2017, the Board Report and Auditors report thereon and
- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Report of Auditors thereon.

2. To appoint a Director in place of Mrs. Suman Gupta (DIN: 00027797), who retires by rotation and being eligible, offers herself for re-appointment.

3 Ratification of Appointment 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 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. Regularization of Additional Director Mr. Saksham Agarwal

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution.

“RESOLVED THAT pursuant to Sections 160 & 161 of the Companies act, 2013 and any other applicable provisions if any, Mr. Saksham Agarwal, who was appointed as an Additional Director on May 30th, 2017 be and is hereby appointed as an Independent Director of the Company who is not liable to retire by rotation.



RESOLVED FURTHER THAT Any Director of the Company be and is hereby authorized to do all acts, deeds, things, to file relevant forms with the Registrar of companies, Delhi & NCR, and to do such other acts, deeds and things as may be considered necessary in connection with the above appointment.”

By Order of the Board of Directors

Delhi, August 23rd, 2017

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

Sd/-
Rajneesh Gupta
(Managing Director)
DIN: 00132141

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 MISHKA EXIM LIMITED 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 14th September, 2017 to 20th September, 2017 (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 3rd Annual General Meeting and the Annual Report for 2017 will also be available on the Company's website [www. mishkaexim.com](http://www.mishkaexim.com)

9. Route Map of Venue of the Annual General Meeting is enclosed with this Notice.

By Order of the Board of Directors

Sd/-
Rajneesh Gupta
(Managing Director)
DIN: 00132141

Delhi, August 23rd, 2017

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

As required by Section 102 of the Companies Act, 2013 the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice: Item No. 4

The Board at its meeting held on 30/05/2017 appointed Mr. Saksham Agarwal as an additional director respectively with effect from such Board meeting pursuant to Section 161 of the Companies Act, 2013. Hence, he will hold office up to the date of the ensuing Annual General Meeting.

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

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail his service as Directors. Accordingly, the Board recommends the Resolution Nos.4, in relation to appointment of Mr. Saksham Agarwal as Director, respectively, for the approval by the shareholders of the Company.

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

By Order of the Board of Directors

Sd/-
Rajneesh Gupta
(Managing Director)
DIN: 00132141

Delhi, August 23rd, 2017

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Central Market, Surajmal Vihar, Delhi-110092

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

Particulars	Mrs. Suman Gupta
Date of Birth	28/06/1961
Qualifications	Graduation
Directorship held in other Companies	1. Varun Capital Services Limited 2. Varun Commtrade Private Limited 3. Rajneesh Gupta Foundation 4. Mishka Capital Advisors Limited 5. Mishka Infratech Limited 6. Glace Educom Limited 7. Yuki Avenues Limited 8. Cunning Ways Limited
Memberships/ Chairmanship of committees of other public Companies	—
Number of Shares held in the Company	370000

By Order of the Board of Directors

Sd/-
Rajneesh Gupta
(Managing Director)
DIN: 00132141

Delhi, August 23rd, 2017

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Route Map

