EXDON TRADING COMPANY LIMITED

CIN: L51900MH1982PLC039616
Reg. Office Address: C-10, SAHAR ROY APT CHS LTD, OPP. SAHAR CARGO COMPLEX, ANDHERI (E), MUMBAI-400099
E mail: exdontrading@yahoo.co.in

August 09, 2017

To,
Department of Corporate Services,
BSE Limited
P. J. Towers, Dalal Street,
Mumbai- 400001

Dear Sir/Madam,

Sub: Compliance of Regulation 42 of SEBI (LODR), Regulations, 2015 - Intimation of Annual General Meeting, Book Closure and E Voting.

This is to inform you that, pursuant to Section 96 of the Companies Act, 2013, the 35th Annual General Meeting (AGM) of the members of the company will be held on Saturday, September 9, 2017 at 10:00 AM at Registered office of the company.

We also inform you that pursuant to Section 91 of the Companies Act, 2013, and Regulation 42 of SEBI (LODR) Regulations, 2015, the Register of the Members and Share Transfer books of the company will be closed from Saturday, September 02, 2017 to Saturday, September 9, 2017 (Both days inclusive) for the purpose of AGM.

Further, e Voting facility has been available to all the members of the company. The details of e-Voting are as follows:

a)	Date and time of commencement of e-Voting	Wednesday, September 06, 2017 at 9:00 a.m.
b)	Date and time of end of e-Voting	Friday, September 08, 2017 at 5:00 p.m.
c)	Cut-off date for determining the eligibility to vote by electronics or in the AGM	Saturday, September 02, 2017

Please take the above intimation in your records and kindly acknowledge receipts.

Thanking You,

Yours Faithfully
For, EXDON TRADING COMPANY LIMITED

AUTHORIZED SIGNATORY

NOTICE

NOTICE is hereby given that the **35TH ANNUAL GENERAL MEETING** of the Members of **EXDON TRADING COMPANY LIMITED** will be held at the Registered Office of the Company at **C-10, SAHAR ROY APT CHS LTD, OPP. SAHAR CARGO COMPLEX, ANDHERI (E), MUMBAI-400099** on **Saturday, 9th day of September, 2017** at **10:00 A. M.** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

2. To appoint statutory auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:
   "**RESOLVED THAT** subject to the provisions of Sections 139, 142 and any other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and Companies (Audit and Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Rishi Sekhri and Associates, Chartered Accountants, Mumbai (Firm Reg. No. 128216W) retiring statutory auditor be and are hereby re appointed as the Statutory Auditors of the Company to hold office from the conclusion this AGM until the conclusion of the AGM to be held in the year of 2020, for period of 3 years subject to ratification by members every year, as applicable, at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company on the recommendation of the Audit Committee."

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **ORDINARY RESOLUTION:**
   "RESOLVED THAT Mr. SUDHAKARAN KUTTAPPAN NAIR (DIN: 07669906), who was appointed as an Additional Director of the Company on 02.12.2016 under Section 149, 152 & 161 of the Companies Act, 2013 to the extent applicable holds office up to the date of this Annual General Meeting but being eligible, offers himself for re-appointment and in respect of whom the company has received notice in writing from member proposing his candidature for office of Director, be and hereby appointed as director of the Company and whose office liable to retire by rotation"

4. 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 sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. PRIYANKA DINESHBHAI MEHTA (DIN: 07793683) who was appointed on 24.04.2017 as an Additional Director of the Company and holds office up to the date of this Annual General Meeting under section 161(1) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years up to the conclusion of the Annual General Meeting to be held in the calendar year 2022."

5. 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 sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. MAYANK NARENDRABHAI MEHTA (DIN: 01306423) who was appointed on 08.11.2016 as an Additional Director of the Company and holds office up to the date of this Annual General Meeting under section 161(1) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years up to the conclusion of the Annual General Meeting to be held in the calendar year 2022."

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ONLY INSTEAD OF HIMSELF HERSELF AND A PROXY NEED NOT BE A MEMBER. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. 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.

2. Corporate members intending to send their authorized representatives to attend the Annual General Meeting (AGM) pursuant to Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the Board Resolution together with their specimen signatures authorizing their representative(s) to attend and vote on their behalf at the AGM.

3. The Register of Members and Share Transfer Register of the Company will remain closed from 2nd September, 2017 to 9th September, 2017.

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.

5. As a measure of economy, copies of the annual report will not be distributed at the AGM. Shareholders are, therefore, requested to bring their copies of the annual report at the meeting.

6. Members whose shareholding(s) are in electronic mode are requested to inform any changes relating to address, bank mandate and Electronic Clearing Services (ECS) details to their respective Depository Participants and in case of physical shares, to the Company's Registrar & Share Transfer Agent M/s. Satellite Corporate Services Pvt. Ltd by mail at service@satellitecorporate.com together with a valid proof of address.

7. For the convenience of shareholders, attendance slip is annexed to the proxy form. Shareholders are requested to affix their signatures at the space provided and hand over the attendance slip at the entrance of the place of meeting. Proxy / Representative of a shareholder should mark on the attendance slip as “Proxy” or “Representative” as the case may be. Shareholders are also requested not to bring with them any person who is not a shareholder.

8. Members are requested to send their queries to the Company, if any, on accounts and operations of the Company at least seven days before the meeting so that the same could be suitably answered at the meeting.

9. To facilitate easy and cheap transactions in its shares, the Company has dematerialised its shares. Majority of the shareholders have already availed of this facility and de-materialised their shareholdings. Shareholders who have not yet de-materialised their shareholdings are requested to avail of this facility and de-materialise their shareholdings at the earliest.

10. In line with measures of Green Initiative taken by the Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively) and Companies Act, 2013 also provides for sending notice of the meeting and other shareholder correspondences through electronic mode. Members holding shares in physical mode are requested to register their e-mail ID's with M/s. Satellite Corporate Services Pvt. Ltd by mail at service@satellitecorporate.com and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs).

11. Route map for the venue of the Annual General Meeting is given separately along with attendance slip.

12. The information or details required as per Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Director seeking re-appointment at the ensuing Annual General Meeting is as under:

Name of the Director	SUDHAKARAN KUTTAPPAN NAIR	PRIYANKA DINESHBHAI MEHTA	MAYANK NARENDRABHAI MEHTA
DIN	07669906	07793683	01306423
Date of Birth	05/05/1952	04/05/1979	15/09/1955
Date of Appointment	02/12/2016	24/04/2017	08/11/2016
PAN	ABTPN3961F	BAQPM2552Q	ACSPM2933Q
Directorships held in other companies in India, as on 31.03.2017	Nil	SARAL MINING LIMITED	INTERFACE FINANCIAL SERVICES LTD SARAL MINING LIMITED GULAB MERCHANDISE PRIVATE LIMITED
Membership of Committees of other companies, in which he is a Director, as on 31.03.2017	Nil	3	6
No. of Shares held in the Company	Nil	Nil	Nil

INSTRUCTIONS FOR VOTING BY ELECTRONIC VOTING MEANS

In compliance with provisions of Section 110 of the Companies Act, 2013, Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide e-voting facility to its shareholders to enable them to cast their vote electronically, as an alternative to vote through postal ballot, the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL)

The process and manner for remote e-voting are as under:

(i) The remote e-voting period commences on 06.09.2017 (09:00 am) and ends on 08.09.2017 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 02.09.2017 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period

(iii) Click on "Shareholders" tab.

(iv) Now Enter your User ID

a. For CDSL:
b. 16 digits beneficiary ID,
c. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
d. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.

(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 shareholders as well as physical shareholders) • 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 with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above 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 i.e. "**EXDON TRADING COMPANY LIMITED**" 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 same 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 Institutional Shareholders & Custodians :

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://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 they have to create a compliance user which 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.
- 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 or contact them at 1800 200 5533

Institutional Members / Bodies Corporate (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 through e-mail at ***exdontrading@yahoo.co.in*** with a copy marked to ***helpdesk.evoting@cdslindia.com*** on or before 08.09.2017 up to 5:00 pm without which the vote shall not be treated as valid.

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 of 2nd September 2017. The shareholders shall have one vote per equity share held by them as on the cut-off date of 2nd September 2017. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.

Mr. KALPESHKUMAR PATEL of M/s. K. G. Patel & Associates, Practicing Charted Accountant has been appointed as the Scrutinizer to scrutinize the remote e-voting process. The Scrutinizer will submit within a period not exceeding 48 hours from the conclusion of the remote e-voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL. The same will be communicated to the listed stock exchanges viz. Bombay Stock Exchange Limited where shares are listed.

By Order of the Board
FOR, EXDON TRADING COMPANY LIMITED

PLACE: MUMBAI
DATE: 26.05.2017

(SUDHAKARAN NAIR)
DIRECTOR
DIN: 07669906

ANNEXURE TO NOTICE
EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The Explanatory Statement sets out all the material facts relating to the Special Business mentioned under are accompanying this notice:

Item No. 3
The Board of Directors at their meeting held on 02.12.2016 co-opted Mr. SUDHAKARAN KUTTAPPAN NAIR in the Board as Additional Director as per section 160 and other applicable provision of the Company Act, 2013 his tenures of office expires at the ensuing Annual General Meeting. He is proposed to be confirmed and appointed as a director of the Company, as his induction on the Board would be beneficial to the Company.

Accordingly, the Board recommends the Ordinary Resolutions in relation to appointment of Mr. SUDHAKARAN KUTTAPPAN NAIR as a Director for approval by the shareholders of the Company. Mr. SUDHAKARAN KUTTAPPAN NAIR being appointee may be deemed to be interested in the Resolution for their respective appointment as set out in Item Nos. 3 of the Notice.

Except as provided above, none of the other Directors, promoters and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

Item No. 4 and 5
Ms. PRIYANKA DINESHBHAI MEHTA and Mr. MAYANK NARENDRABHAI MEHTA was appointed as an Additional Director of the Company with effect from 24.04.2017 and 08.11.2016 respectively pursuant to the provisions of Section 160 of the Companies Act, 2013 read Articles of Association of the Company. They holds office upto the date of ensuing Annual General Meeting of the Company. It is proposed to appoint Ms. PRIYANKA DINESHBHAI MEHTA and Mr. MAYANK NARENDRABHAI MEHTA as Independent Director of the Company and to hold office for five consecutive years for a term up to September 29, 2022.

The Board recommends the resolution for the approval of shareholders.

Except as provided above, none of the other Directors, promoters and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 and 5 of the Notice.

By Order of the Board
FOR, EXDON TRADING COMPANY LIMITED

PLACE: MUMBAI
DATE: 26.05.2017

(SUDHAKARAN NAIR)
DIRECTOR
DIN: 07669906