

SHIVAMSHREE BUSINESSES LIMITED

(Erstwhile known as Siddarth Businesses Limited)

Regd Office: A-31, Gali No. 2, Madhu Vihar, Hanuman Mandir Delhi-110092

Co. office: F-12, 1st Floor, Pushpak Appt, Opp. Ratnakar-6, Jodhpur Gam, Satellite, Ahmedabad-380015

Ph. No. +91 79 40063353, Email: info@shivamshree.com

Website:

<http://www.shivamshree.com> CIN-

L01403DL1983PLC015704

Date: 28th August, 2023

To,

The Deputy Manager,

Department of Corporate Services-Listing,

Bombay Stock Exchange Ltd.,

Phiroze Jeejeebhoy Towers, Dalal

Street, Mumbai -400 001

Scrip Code- 538520

Respected Sir/Madam,

Subject: Submission of Notice of 40th Annual General Meeting (AGM)

We submit herewith the Notice of 40th Annual General Meeting of the Company to be held on Tuesday, 26th September, 2023 at 03:00 p.m. at its registered office at A-31, Gali No.2, Madhu Vihar, Hanuman Mandir, Delhi (East) - 110092, India through Video Conferencing ("VC")/Other Audio Visual means ("OAVM") along with instructions for e-voting.

Accordingly find below the Notice of the AGM. The same is available on the Company's website www.shivamshree.com

This is for your kind information.

Thanking You,

Yours faithfully,

For, Shivamshree Businesses Limited

Prafulbhai Parshottambhai Bavishiya

Director

(DIN: 01908180)

Encl.: As above

NOTICE

Notice is hereby given that the 40th Annual General Meeting of the Shareholders of **SHIVAMSHREE BUSINESSES LIMITED** will be held on Tuesday 26th September, 2023 at 03:00 P.M. through Video Conferencing (VC) / other Audio Visual Means (OAVM) to transact the following business. The venue of the meeting shall be deemed to be the registered office: A-31, Gali No. 2, Madhu Vihar, Hanuman Mandir, Delhi (East)-110092.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2023 and the Statement of Profit & Loss Account for the year ended on that date together with the report of Directors and Auditors' thereon.
2. To appoint a Director in place of Mr. Prafulbhai Parshottambhai Bavishiya, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.
3. To approve re-appointment of the Auditors and to authorize the Board to fix their remuneration, the retiring auditors **M/s. M A A K & Associates**, Chartered Accountants, statutory auditors of the Company, are eligible for re-appointment, and in this connection to consider and, if thought fit, to pass, with or without modifications, the following as an Ordinary Resolution:

"RESOLVED THAT the company hereby approves the re-appointment of **M/s. M A A K & Associates**, Chartered Accountants, statutory auditors of the Company, to hold office from the conclusion of this meeting up to the conclusion of the next Annual General Meeting of the Company to be held for the financial year 2027-2028 on a remuneration to be fixed by the Board of Directors of the Company in consultation with the Auditors plus such out of pocket expenses as may be payable to them in respect of the Audit of Accounts of the Company."

SPECIAL BUSINESS:

1. 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 196, 197, 198 and 203 read with schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and subject to such other consents and permissions as may be necessary and subject to such conditions as are agreed by the Board of Directors, consent of the members, be and is hereby accorded to the appointment of Mr. Prafulbhai Parshottambhai Bavishiya (DIN: 01908180) as Managing Director of the company for a period of five years from 27/09/2023 to 26/09/2027."

"RESOLVED FURTHER THAT, his appointment as Managing Director is as per the recommendation of Nomination and Remuneration Committee in its meeting held on August 28th, 2023 and that he will not draw any remuneration from the Company."

Date: 28.08.2023
Place: Ahmedabad

By order of the Board,
For, Shivamshree Businesses Limited

SD/-

SD/-

Director
Praful Bavishiya
DIN:01908180

Director
Shailesh Bavishiya
DIN:01908191

NOTES:**Explanatory Statement as required under Section 102 of the Companies Act, 2013****To the Item No. 3 of the Notice:**

Mr. Prafulbhai Parshottambhai Bavishiya (DIN: 01908180) is appointed as Managing Director of the Company under section 196, 197, 198 and 203 of the Companies Act, 2013 and Rules made thereunder for a term of five consecutive years from September 27th, 2023 to September 26th, 2027 in the Board Meeting of the Company held on August 28th, 2023. The Nomination and Remuneration Committee of the company in their meeting held on August 28th, 2023 has recommended the appointment of Mr. Prafulbhai Parshottambhai Bavishiya as Managing Director of the Company Mr. Prafulbhai Parshottambhai Bavishiya will not draw any remuneration as Managing Director of the Company.

As per provisions of the Act, his appointment for the above tenure is subject to ratification by members of the Company.

Your Directors recommend the above resolution for approval of the Shareholders as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

This may also be treated as a written memorandum setting out the terms of appointment of Mr. Prafulbhai Parshottambhai Bavishiya, pursuant to section 190 of the Companies Act, 2013.

1. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("The Listing Regulations"), MCA Circulars and SEBI Circular, the AGM of the Company is being held through VC / OAVM, the 40th AGM of the Company shall be conducted through VC/OAVM and hence, the facility for appointment of proxy by the members is not available for this AGM and the Proxy Form and the Attendance Slip including Route Map are not annexed to this Notice. Pursuant to the circulars issued by the Ministry of Corporate Affairs, the Company has decided to send the Annual Report for the Financial Year 2022-2023 and Notice of the 40th AGM only through e-mail to all the Members of the Company.
2. For convenience of the Members and for proper conduct of the AGM, Members can login and join at least 20 minutes before the time scheduled for the AGM and login facility shall be kept open throughout the proceedings of the AGM. The facility of participation at the AGM through VC/OAVM will be made available for 1000 Members on first come first served basis. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shares, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Corporate Members are required to send a certified true copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representatives to attend and vote on their behalf at the Meeting.
5. Pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, as amended from time to time, the

Company is pleased to provide its Members the facility for voting through remote e-voting as well as e-voting during the AGM in respect of all the businesses to be transacted at the AGM and has engaged RTA to provide e-voting facility and for participation in the AGM through VC/OAVM facility.

6. A brief resume of the Director proposed to be re-appointed at this AGM, nature of their expertise in specific functional areas, names of companies in which they hold directorship and membership / chairmanships of Board Committees, shareholding and relationship between directors inter-se as stipulated under Regulation 36 of the Listing Regulations and other requisite information as per Clause 1.2.5 of Secretarial Standard-2 on General Meetings, are provided in **Annexure-I**.

7. The Company's Statutory Auditors, **M/s. M A A K & Associates**, Chartered Accountants, statutory auditors of the Company having firm registration number 135024W hold office until the conclusion of financial year 2022-2023. The Members may note that consequent to the recent changes in the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 by the Ministry of Corporate Affairs (MCA) vide notification dated May 7, 2018, the proviso to Section 139(1) of the Companies Act, 2013 read with explanation to sub-rule 7 of Rule 3 of the Companies (Audit and Auditors) Rules, 2014, the requirement of ratification of appointment of Auditors by the Members at every AGM has been done away with. Therefore, the Company is not seeking any ratification of appointment of **M/s. M A A K & Associates**, Chartered Accountants (Firm Reg. No. 135024W) as the Auditors of the Company, by the Members at the ensuing AGM.

Company has received a certificate from the statutory auditors to the effect that their re-appointment, if made, would be within the limits prescribed. There are certain qualifications or observations or remarks made by the Auditors in their Report.

8. Electronic copy of the Annual Report for FY 2022-2023 and Notice of AGM are uploaded on the Company's website www.shivamshree.com and is being sent to all the Members whose email IDs are registered with the Company/Depository Participant(s)/RTA for communication purposes and also available on the website of BSE Ltd. at www.bseindia.com. Further, Notice of the AGM is available on the website of the agency engaged for providing e-voting facility, i.e. www.evoting.com.

9. All the documents referred to in the accompanying Notice and the Statement setting out material facts can be obtained for inspection by writing to the Company at its email ID info@shivamshree.com till the date of the AGM.

10. The cut-off date for the purpose of determining the Members eligible for participation in remote e-voting (e-voting from a place other than venue of the AGM) and voting at the AGM is September 14th, 2023. Please note that a person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting at the Meeting. If Members opt for remote e-voting, then they should not vote at the Meeting. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting can attend the Meeting and participate in the Meeting but shall not be entitled to cast their vote again.

11. In case of joint holders attending the Meeting, the joint holder who is highest in the order of names will be entitled to vote at the Meeting.

12. The Board vide its resolution passed on May 11th, 2023 has appointed Mr. Ishit Vyas, (M/s. Ishit Vyas & Co. Membership No. F7728), Company Secretaries, Ahmedabad, as its Secretarial Auditor and also he has been

appointed as the Scrutinizer in the Board Meeting held on August 28th, 2023 to scrutinize both the remote e-voting as well as e-voting during the AGM in a fair and transparent manner.

13. Any person, who acquires shares of the Company and becomes member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. September 14th, 2023 may obtain the login ID and password by sending an email to helpdesk.evoting@cdslindia.com or info@shivamshree.com in by mentioning their Folio No./DP ID and Client ID No. However, if you are already registered with CDSL for e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget User Details/Password" option available on www.evotingindia.com once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again. At the end of remote e-voting period, the facility shall forthwith be blocked.
14. The Register of Members and Share Transfer Books will remain closed from Friday, September 15th, 2023 to Tuesday, September 26th, 2023(both days inclusive).
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the RTA/Company.
16. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.
17. Members who desire to raise/ ask questions during the AGM are requested to send the same to Sblgrp99@gmail.com before 5 p.m on Monday, September 25th, 2023. The speaker Members are requested to maintain a time limit of 5 minutes to complete their questions.
18. The Company is pleased to provide members, facility to exercise their right to vote at the 40th Annual General Meeting (AGM) by electronic means through e-Voting Services provided by RTA.

The instructions for shareholders voting electronically are as under:

- The voting period begins on September 23rd, 2023, 9:00a.m. and ends on September 25th, 2023, 5:00 During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (September 14th, 2023) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- The shareholders should log on to the e-voting website www.evoting.com.
- Click on Shareholders.
- 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.

- Next enter the Image Verification as displayed and Click on Login.
- 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.
- 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 sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	• Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both 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).

- After entering these details appropriately, click on “SUBMIT” tab.
- 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.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for <Shivamshree Businesses Limited>.
- 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.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 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.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password& enter the details as prompted by the system.
- Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles.

Please follow the instructions as prompted by the mobile app while voting on your mobile.

➤ **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (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 tohelpdesk.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 linked in the login 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.
- Any person, who acquires shares of the Company and become Member of the Company after dispatch of the notice and holding shares as of the Cut-off Date i.e. September 14th, 2023, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if he/she is already registered with CDSL for remote e-Voting then he/she can use his/ her existing User ID and password for casting vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evotingindia.com or contact CDSL at the Toll Free No.: 1800-200-5533.
- A person, whose name is recorded in the Register of Members or in the list of Beneficial Owners maintained by the Depositories as on Cut-off Date only shall be entitled to avail the facility of remote e- Voting as well as voting at the Meeting through Polling Paper.
- The result of voting at the Meeting including remote e-Voting shall be declared after the Meeting but not later than Forty Eight Hours of the conclusion of the Meeting.
- The result declared along with the Report of the Scrutinizer shall be placed on the website of the Company www.shivamshree.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The Company shall simultaneously forward the results to BSE Limited where the shares of the Company are listed.
- Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders-

Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front & back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders

Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING AGM THROUGH VC/ OAVM

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the Skyline Financial Services Private Limited e-Voting system. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / I Pads for better experience.

3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a Speaker by sending their request in advance least 7 (Seven) days before the date of the Meeting mentioning their name, demat account number/folio number, email id, mobile number at info@shivamshree.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 (Seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@shivamshree.com. These queries will be replied to by the company suitably by email.
6. Those Shareholders who have registered themselves as a Speaker will only be allowed to express their views/ask questions during the meeting. The time allotted to each Speakers 3 (Three) minutes.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, 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 Mr. Nitin Kunder (022-23058738) or Mr. Bhavesh Pimputkar (022-23058543) or Mr. Rakesh Dalvi(022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to:

Mr. Bhupendra Patel,

Vice President,

Central Depository Services (India) Limited (CDSL), A Wing,

25th Floor, Marathon Futurex,

Mafatlal Mill Compounds,

N M Joshi Marg, Lower Parel (East),

Mumbai - 400013.

Or

Send an email to helpdesk.evoting@cdslindia.com or call on 022 - 23058602, Fax: 022-23002043.

CONTACT DETAILS	PARTICULARS
COMPANY	SHIVAMSHREE BUSINESSES LIMITED REGISTERED OFFICE:- A-31, Gali No.2, Madhu Vihar, Hanuman Mandir Delhi East Delhi – 110092 CORPORATE OFFICE :- 1st Floor, 12 Pushpak Apartment, Opp. Ratnakar 6, Prernatirth Derasar Road, Satellite, Ahmedabad-380015 info@shivamshree.com
REGISTRAR AND TRANSFER AGENT	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED 1st Floor, D-153A, Okhla Industrial Area, Phase I, New Delhi-110020. E-mail: info@skylinerta.com
E-VOTING AGENCY	CENTRAL DEPOSITORY SERVICES [INDIA] LIMITED E-MAIL:- helpdesk.evoting@cdslindia.com
SCRUTINIZER	MR. ISHIT VYAS & CO. E-MAIL: team@ishitvyas.com

**DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT
THE FORTHCOMING ANNUAL GENERAL MEETING (ANNEXURE-I)**

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard-2 on General Meetings]

(1) MR. PRAFULBHAIPARSHOTTAMBHAI BAVISHIYA

Name of the Director	Mr. Prafulbhai Parshottambhai Bavishiya
DIN	01908180
Age (Yrs.)	54 Years
Date of birth	31.05.1969
Date of First appointment on the Board of the Company	09.02.2016
Brief Resume and expertise	He is a commerce graduate and heads the Operation and Admin department of the Company. He has more than 25 years of rich experience in the field of operations and administration.
Chairperson/Member of the Committee of the Board of Directors of the Company*	N/A
Designation	Executive Director
Directorship in Other Listed Company	NIL
Related to other directors	Mr. Prafulbhai Bavishiya is husband of Mrs. Arun Bavishiya and brother of Mr. Shailesh Bavishiya. Except for this he is not related to any other director of the Company

**Date: 28.08.2023
Place: Ahmedabad**

**By order of the Board,
For, Shivamshree Businesses Limited**

SD/-

SD/-

**Director
Praful Bavishiya
DIN:01908180**

**Director
Shailesh Bavishiya
DIN:01908191**