

***NOTICE OF EXTRA ORDINARY  
GENERAL MEETING***

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**TRIDENT TEXOFAB LIMITED**  
**(CIN: L17120GJ2008PLC054976)**

## TRIDENT TEXOFAB LIMITED

(CIN: L17120GJ2008PLC054976)

**Regd. Office:** 2004, 2nd Floor, North Extension, Falsawadi, Begumpura, Nodh-4/1650,  
Sahara Darwaja, Surat-395003, Gujarat

**Phone:** +91-261-2451284/274 **Email:** [info@tridenttexofab.com](mailto:info@tridenttexofab.com)

**Website:** [www.tridenttexofab.com](http://www.tridenttexofab.com)

### NOTICE

NOTICE is hereby given that an **Extra Ordinary General Meeting (EGM)** of the Members of Trident Texofab Limited will be held on Saturday, 12<sup>th</sup> May, 2018 at 09.00 A.M. at The Gateway Hotel, Ambika Niketan, Surat Dumas Road, Athwalines, Surat-395007, Gujarat to transact the following business:

#### **SPECIAL BUSINESS:**

#### **1. APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY CREATED DUE TO THE RESIGNATION OF THE PREVIOUS 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(8) and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under as amended from time to time or any other Law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. Bipinchandra J. Modi & Co., Chartered Accountants (FRN: 101521W) be and are hereby appointed as a Statutory Auditors of the Company for the Financial Year 2017-2018 to fill the vacancy caused by the resignation of M/s. K S Jagirdar & Co., Chartered Accountants (FRN: 103846W).

**RESOLVED FURTHER THAT** M/s. Bipinchandra J. Modi & Co., Chartered Accountants (FRN: 101521W), Surat be and are hereby appointed as the Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this Extraordinary General Meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the Financial Year 2017-2018 on such remuneration as may be recommended by the audit committee and fixed by Mr. Hardik J. Desai, Managing Director of the Company in consultation with the Auditors.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company.”

By Order of the Board  
Trident Texofab Limited

REGISTERED OFFICE:  
2004, 2nd Floor, North Extension,  
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Email: [info@tridenttexofab.com](mailto:info@tridenttexofab.com)  
Website: [www.tridenttexofab.com](http://www.tridenttexofab.com)

Mehul N. Amareliya  
Company Secretary  
M. No. A54306

Date: 16.04.2018

Place: Surat

#### NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business as set out in the Notice is annexed hereto.
- 2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.**
3. The instrument appointing a proxy must be deposited with the Company at its Registered Office not less than 48 hours before the time for holding the Meeting.
4. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten per cent of the total Share Capital of the Company carrying voting rights. A Member holding more than ten percent of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other Member. Proxies submitted on behalf of Limited Companies, Societies, etc., must be supported by an appropriate resolution/authority as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.
5. Corporate members intending to send their authorized representative to attend the Extraordinary General Meeting are requested to send a certified copy of the Board Resolution authorizing the representative to attend and vote on their behalf at the meeting.
6. The Notice of Extraordinary General Meeting along with the Attendance Slip and Proxy Form are being sent by electronic mode to all members whose email addresses are registered with the Company/Depository Participant(s) unless a Member has requested for a hard copy of the same. For Members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.

7. The Notice of the Extraordinary General Meeting is uploaded on the Company's website <https://www.tridenttexofab.com/investors> which may be accessed by the Members.
8. A route map giving directions to reach the venue of the Extraordinary General Meeting (EGM) is given at the end of the Notice.
9. The Company's Registrar and Transfer Agents (RTA) for its Share Registry Work (Physical and Electronic) are **M/s. Karvy Computershare Private Limited (Karvy) having their office at Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.**
10. Pursuant to Sections 101 and 136 of the Companies Act, 2013, read with the Rules framed thereunder and pursuant to the circulars issued by the Ministry of Corporate Affairs (MCA) regarding the Green Initiative, the Notice of the EGM inter alia, would be sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Karvy/ Depository Participant and who have not opted to receive the same in physical form.
11. For Members who have not registered their e-mail addresses and/or have opted to receive the documents in physical form, physical copies of the Notice of the EGM would be sent by the permitted mode.
- 12. Members are requested to support the Green Initiative by registering/ updating their email addresses, with their Depository Participant (in case of Shares held in dematerialized form) or with Karvy (in case of Shares held in physical form).**
13. A copy of the Notice will also be available on the website of the Company viz. <https://www.tridenttexofab.com/investors> Members are entitled to receive such communication in physical form, upon making a request to the Company for the same. For any communication, the Members may also send a request to the Company's investor email id: [cs@tridenttexofab.com](mailto:cs@tridenttexofab.com).
14. Relevant documents referred to in the Notice will be available for inspection at the Registered Office and the Corporate Office of the Company during normal business hours, i.e. 10.00 a.m. to 6.00 p.m. on all working days except Saturdays and Sundays, up to and including the date of the EGM.
15. Members/Proxies/Authorized Representatives are requested to bring their Attendance Slip enclosed herewith to the Meeting. Corporate Members intending to send their Authorized Representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 16. General instructions/information for Members for voting on the Resolutions:**
  - a. Voting at EGM: The Members have to cast their vote through ballot, thereby exercising their voting rights at the EGM. The Company will make necessary arrangements in this regard at the EGM Venue. The facility for voting through ballot shall be made available at the Meeting.
  - b. The voting rights of Members shall be in proportion to their Share in the paid-up Equity Share Capital of the Company as on the cut-off date i.e. **Saturday, 05<sup>th</sup> May, 2018**. Members are eligible to cast their vote at the EGM only if they are holding Shares as on that date. A person who is not a Member as on the cut-off date is requested to treat this Notice for information purposes only.

- c. Mr. Praful N. Vekariya (ACS 21367, COP 10858), Practicing Company Secretary has been appointed as Scrutinizer to scrutinize the ballot at the EGM, in a fair and transparent manner.
- d. The Scrutinizer after scrutinizing the votes cast at the Meeting by ballot, will, not later than 48 hours of conclusion of the Meeting, make a Scrutinizer's Report of the votes cast in favour or against, if any and submit the same forthwith to the Chairman or a person duly authorized by the Chairman who shall counter sign the same and declare the results of the voting.

The results declared along with the Scrutinizer's Report will be placed on the website of the Company at <https://www.tridenttexofab.com/investors> immediately after the results are declared and will simultaneously be forwarded to BSE Limited SME Platform, where Equity Shares of the Company are listed.

By Order of the Board  
Trident Texofab Limited

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Mehul N. Amareliya  
Company Secretary  
M. No. A54306

Date: 16.04.2018  
Place: Surat

## **ANNEXURE TO NOTICE**

### **EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013:**

#### **1. FOR ITEM NO.:- 1:**

##### **APPOINTMENT OF STATUTORY AUDITOR TO FILL THE CASUAL VACANCY:-**

It is informed that M/s. K S Jagirdar & Co., Chartered Accountants, Surat has tendered their resignation as Statutory Auditors of the Company due to reason as stated in their resignation letter, that the Company is required to announce its audited result before 30th May, 2018 by holder of peer review board certified Chartered Accountant and that Peer Review audit certificate of their firm is still awaited. Under the circumstances, in order to safeguard the interest of the company and shareholders and to avoid delay in announcement of the audited result, they have tendered their resignation with immediate effect, so that, the board can appoint other eligible Chartered Accountants as statutory auditor of our company.

The resignation of M/s. K S Jagirdar & Co., resulted into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditors can only be filled up by

the Company in general meeting as per the recommendations made by the Audit Committee and the Board of Directors in this regards. The Audit Committee in its meeting held on 12<sup>th</sup> April, 2018 has recommend name of M/s. Bipinchandra J. Modi & Co., and the Board of Directors in its board meetings held on 14<sup>th</sup> April, 2018 has considered recommendation of audit committee and further recommend appointing M/s. Bipinchandra J. Modi & Co., Chartered Accountants (FRN: 101521W), Surat, as statutory auditors of the Company to fill the casual vacancy caused by the resignation of M/s. K S Jagirdar & Co., Chartered Accountants (FRN: 103846W),Surat. M/s. Bipinchandra J. Modi & Co., Chartered Accountants (FRN: 101521W), Surat, if appointed in the Extraordinary General Meeting will be holding office of Statutory Auditors from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting for the Financial Year 2017-2018.

M/s. Bipinchandra J. Modi & Co., Chartered Accountants (FRN: 101521W), Surat, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with the confirmation that, their appointment, if approved by the shareholders would be within the limits prescribed under the Act.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of shareholders.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in the proposed resolution.

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Trident Texofab Limited

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Mehul N. Amareliya  
Company Secretary  
M. No. A54306

Date: 16.04.2018  
Place: Surat



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## 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]

Extra Ordinary General Meeting on Saturday, 12<sup>th</sup> May 2018 at 09:00 AM

Name of the members(s): \_\_\_\_\_

Registered Address : \_\_\_\_\_  
(With Pin) \_\_\_\_\_

Email ID : \_\_\_\_\_

Folio No. / Client ID : \_\_\_\_\_

DP ID : \_\_\_\_\_

I / We, being the member(s) of \_\_\_\_\_ shares of the above named Company hereby appoint:

1. Name: .....

Address: .....

Email Id.....Signature.....  
or failing him

2. Name: .....

Address: .....

Email Id.....Signature.....  
or failing him

3. Name: .....

Address: .....

Email Id.....Signature.....

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Extra Ordinary General Meeting of the Company, to be held on Saturday, May 12, 2018 at 09.00 a.m. at The Gateway Hotel, Ambika Niketan, Surat Dumas Road, Athwalines, Surat-395007, Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description
	<b>Special Business</b>
1.	Ordinary Resolution: Appointment of Statutory Auditor to fill the casual vacancy

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2018

Signature of Member(s) \_\_\_\_\_

Affix Revenue Stamp of Rs. 1 here
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Signature of Proxy holder (s) \_\_\_\_\_

**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 Meeting.
2. In the case of a body corporate, the proxy form should be signed by the authorized person duly enclosing thereto, a certified copy of the resolution of the board under Section 113 of the Companies Act, 2013.
3. A proxy need not be a member of the Company.
4. For the Resolutions, Explanatory Statements and Notes, please refer to the notice of the Extra Ordinary General Meeting.





**TRIDENT TEXOFAB LIMITED**

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**Extra Ordinary General Meeting on Saturday, 12<sup>th</sup> May 2018 at 09:00 AM**

**ATTENDANCE SLIP**

**[PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING AND HAND IT OVER AT THE ENTRANCE DULY FILLED IN]**

Joint Shareholders desiring to attend the Meeting may obtain additional Attendance Slip on request. Such request should reach the Company/Registrar & Transfer Agents, M/s. Karvy Computershare Private Limited at Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 on or before 01<sup>st</sup> May, 2018.

**Folio No. / DP ID/Client ID\*:** .....

**Name of the member (s):** .....

**Registered Address:** .....

.....

**No. of Shares held:** .....

**No. of Shares held (in word):** .....

I/We hereby record my/our presence at the EXTRA ORDINARY GENERAL MEETING of the Company held at The Gateway Hotel, Ambika Niketan, Surat Dumas Road, Athwalines, Surat-395007, Gujarat on Saturday, 12th May 2018 at 09:00 AM

Full name of Member's /Proxy .....  
(in Block Letters)

Signature of Member's /Proxy.....

\*Applicable for investors holding shares in electronic form.

Note: Persons attending the Extra Ordinary General Meeting are requested to bring their copies of Notice of Meeting.

## TRIDENT TEXOFAB LIMITED

### ROUTE MAP OF THE VENUE OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY

**Saturday, 12th May 2018 at 09:00 AM**

**EGM Venue:** The Gateway Hotel, Ambika Niketan, Surat Dumas Road, Athwalines,  
Surat-395007, Gujarat

