



CIN: U67120GJ1994PLC023257

**Registered Address:**

P04-01E, Tower A, World Trade Center,  
Block-51, Road 5E, Zone-5, Gyan Marg,  
GIFT City, Gandhinagar, Gujarat 382 355

**Corporate Office:**

"SIHL House", Opp. Ambawadi  
Jain Temple, Nr. Nehrunagar Cross Road,  
Ahmedabad 380015 Gujarat, India.

Tel: +91 79 4107 2222 | +91 79 6822 6822 | Website: www.sihl.in

## NOTICE OF 28TH ANNUAL GENERAL MEETING OF SHAH INVESTOR'S HOME LIMITED

Dear Members,

You are cordially invited to attend the 28<sup>th</sup> Annual General Meeting of the Members of Shah Investor's Home Limited ("the Company") to be held on **Saturday, 17<sup>th</sup> September 2022 at 2:00 P.M** through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with the relevant Circulars issued by the Ministry Of Corporate Affairs on to transact the following businesses:

**ORDINARY BUSINESS:**

**ITEM NO. 01: Adoption of Audited Standalone Financial Statements**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Board of Directors and Auditors thereon.

**ITEM NO. 02: Adoption of Audited Consolidated Financial Statements**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company and its Subsidiaries for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.

**ITEM NO. 03 –Re-Appointment of Mr. Upendra Trikamlal Shah (DIN: 00023057) as a Director liable to Retire by Rotation.**

To re-appoint Mr. Upendra Trikamlal Shah (DIN: 00023057) who retire by rotation and being eligible offers himself for re-appointment.

**ITEM NO. 04: To declare dividend on Equity Shares**

To declare and pay Dividend on Equity Shares as recommended by Board if approved at this meeting

**SPECIAL BUSINESS:**

**Item No. 05: Appointment of Additional Independent Director Mr. Amit Lalitkumar Doshi (DIN- 01603380) As Independent Director**

To Appoint Additional Independent Director Mr. Amit Lalitkumar Doshi (DIN- 01603380) as Independent Director 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 pursuant to the provisions of Sections 149, 152, 161(1) and any other applicable provisions 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), consent

of Members of the Company is be and hereby accorded that Mr. Amit Lalitkumar Doshi (DIN- 01603380) who was appointed as Additional Independent Director on 01st July, 2022 by Board of Directors and pursuant to the recommendations of Nomination & Remuneration Committee be and is hereby appointed as Independent Director of the Company for the term of 5 consecutive years up to 30th June 2027.

“RESOLVED FURTHER THAT any Directors of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

**By Order of the Board of Directors**

**UPENDRA TRIKAMLAL SHAH**  
**Chairman and Managing Director**  
**DIN: 00023057**

**Place: Ahmedabad**  
**Date: 22.08.2022**

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World Trade Center, Block-5I, Road 5E, Zone-5,  
Gyan Marg, GIFT City, Gandhinagar Gujarat 382355  
CIN- U67120GJ1994PLC023257

## NOTES

- a) The Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 2/2022 dated May 5, 2022 (in continuation of Circular number 20/2020 dated May 5, 2020 read with circular number 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 2/2021 dated January 13, 2021 and 21/2021 dated December 14, 2021 (collectively referred to as “MCA Circulars”) permit for holding the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the above MCA Circulars, the provisions of the Companies Act, 2013 (“hereinafter referred as “Act”), the AGM of the Company is being held through VC / OAVM.
- b) The proceedings of the AGM will be deemed to be conducted at the Corporate Office of the Company at SIHL House, Opp. Ambawadi Jain Temple, Nehru Nagar Cross Road, Ahmedabad-380015 which shall be deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
- c) The Notice calling the AGM and the Annual Report has been uploaded on the website of the Company at [www.sihl.in](http://www.sihl.in)
- d) In view of the MCA Circulars, since this meeting is being held through video conferencing, physical attendance of members has been dispensed with. Therefore, appointment of proxies is not applicable. Hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, corporate members are required to send to the Company or RTA, a certified copy of the Board Resolution, pursuant to section 113 of the Companies Act 2013, authorizing their representative to attend and vote at the Meeting through VC.
- e) The attendance of Members attending AGM through VC/OAVM will be counted as Quorum under Section 103 of Companies Act, 2013.
- f) A Statement pursuant to Section 102 of the Companies Act, 2013, setting out all material facts relating to the relevant resolutions of this Notice is annexed herewith and the same should be taken as part of this Notice.
- g) All relevant documents referred to in this Notice requiring the approval of the members at the meeting shall be available for inspection by the Members. Members who wish to inspect the documents are requested to send an email to [company.secretary@sihl.in](mailto:company.secretary@sihl.in) mentioning their name, folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
- h) Members holding shares in dematerialized form are requested to intimate any change in their address or bank account details (including 9 Digit MICR no., 11 Digit IFSC code no. and core banking account no.) to their respective Depository Participants with whom they are maintaining demat accounts.
- i) Members holding shares in physical form are requested to send an email communication duly signed by all the holder(s) intimating about the change of address immediately to the Company along with the self-attested copy of their PAN Card(s), unsigned copy of the Cheque leaf where an active Bank account is maintained and the copy of the supporting documents evidencing change in address.
- j) Members who wish to claim Dividends, which remain unclaimed, are requested to either correspond with the Corporate Secretarial Department at the Company’s Corporate office/ or mail at [company.secretary@sihl.in](mailto:company.secretary@sihl.in) or the Company’s Registrar and Share Transfer Agent for revalidation and encashment before the due dates. The details of such unclaimed dividends are available on the Company’s website at [www.sihl.in](http://www.sihl.in). Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (“IEPF”).
- k) In accordance with the MCA Circulars, the Company shall provide the VC facility to the members for participating in the Meeting. The members are requested to follow the following instructions in order to participate in the Meeting through VC mechanism:
- The login-id and password for joining the meeting has been separately provided along with this Notice
  - The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start.
  - Participation of single member shall only be allowed at a time.
  - Members are requested to mail for any Queries on the Accounts and Operations of the Company or the businesses covered under the Notice to [shamik.chokshi@sihl.in](mailto:shamik.chokshi@sihl.in)/[hemant.roy@sihl.in](mailto:hemant.roy@sihl.in) at least seven days in advance of the meeting so that the answers may be made readily available at the meeting;
  - In case of any technical assistance required at the time of log in/ assessing at the Meeting through VC, Members are requested to e-mail at [techsupport@sihl.in](mailto:techsupport@sihl.in) or call at Landline No. 079-4107 2296/97/98/99 or Mobile No. 9327355002

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013 (“THE ACT”)

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 05 of the accompanying Notice.

### Item No.-05: Appointment of Additional Independent Director Mr. Amit Lalitkumar Doshi (DIN- 01603380) As Independent Director

Board through resolution passed in meeting held on 01st July, 2022 pursuant to the recommendations of Nomination & Remuneration Committee, has appointed Mr. Amit Lalitkumar Doshi as Additional Independent Director of the Company up to Ensuing Annual General Meeting.

The Board through Resolution passed in meeting held on 22nd August, 2022 and pursuant to the recommendations of Nomination & Remuneration Committee, recommended regularization of Mr. Amit Lalitkumar Doshi and to be appointed as Non Executive-Independent Director, subject to the approval of Members of the Company.

Mr. Amit Lalitkumar Doshi possesses the requisite knowledge, experience and skills for the position of the Director. He has given his consent for the proposed appointment. Mr. Doshi has also given a declaration to the company that he meets criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Qualification of Directors) Rules, 2014. Mr. Doshi will not be entitled for any remuneration as per the Company policy for Non Executive Directors except sitting fees for attending Board Meetings.

The Board hereby seeks approval of Members for regularization and appointment of Mr. Amit Lalitkumar Doshi by passing Ordinary Resolution.

**Brief Profile:** Mr. Amit Lalitkumar Doshi, an Engineer with a PG Diploma in Management, is an astute professional with an experience of 39 years in diverse areas like Strategic Planning, Marketing, Sales, Service, New Business Development, HR, Project Engineering, Mass Media and has worked with Forbes, Hitachi, Dainik Bhaskar & Cadila Pharma as Key Management Person namely CAO / COO / Executive Director.

He is also the Honorary Treasurer at Ahmedabad District Branch of the Red Cross Society of India. An avid traveler & collector, his huge collection of Shot glasses from various countries has now been officially recognized too.

Brief Profile of Mr. Amit Lalitkumar Doshi seeking Regularization at ensuing Annual General Meeting pursuant to Clause 1.2.5 Secretarial Standard II Issued by ICSI is as follows:

Name of the Director	Amit Lalitkumar Doshi
DIN	01603380
D.O.B & Age	04/02/1960 (62 years)
Date of appointment	01/07/2022
Qualifications	Engineer with a PG Diploma in Management
Experience and Expertise	He is an astute Professional with an experience of 39 years in diverse areas like Strategic Planning, Marketing, Sales Service, New Business Development, HR, Project Engineering, Mass Media and worked with many reputed Companies.
Number of Meetings of the Board attended during the year	NIL
Shareholding in SIHL	NIL
List of Directorship / Membership / Chairmanship of Committees of other Board	NIL
Terms and Conditions of appointment/ along with details of remuneration sought to be paid and remuneration last drawn by such person	Terms & Conditions : As set out in Appointment Letter Remuneration sought to be paid: Sitting Fees of Rs. 7000/- per Meeting Last Remuneration drawn: NIL
Justification for choosing the appointees for appointment as Independent Directors	He possesses the requisite knowledge, experience and skills for the position of an Independent Director
Relationship with other Directors	No

None of the Directors or Key Managerial Personnel of the company or their relatives is considered as concerned and interested in the Resolution.

The Board recommends the resolution set forth in Item no.5 for the approval of the members as Ordinary resolution.

**ANNEXURE-1**  
**Details of Director seeking Re-appointment**  
**(Pursuant to Clause 1.2.5 of SS - 2 - Secretarial Standard on General Meetings)**

**UPENDRA TRIKAMLAL SHAH:-**  
**(Chairman & Managing Director)**

Name of the Director	UPENDRA TRIKAMLAL SHAH
DIN	00023057
D.O.B & Age	21/02/1953 (69 years)
Date of appointment	12/10/1994
Qualifications	B.Com and LL.B
Experience and Expertise	He started his career into stock market since 1980. He has rich experience of more than 36 years in the business
Number of Meetings of the Board attended during the year	08 out of 08
Shareholding in SIHL	28.25%
List of Directorship / Membership / Chairmanship of Committees of other Board	1. SIHL Consultancy Limited
Terms and Conditions of appointment/re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	As set out in Appointment Letter Remuneration sought to be paid:- No Change Last Remuneration drawn: Rs. 55,08,000 (F.Y 2021-22)