

## NOTICE OF 23<sup>rd</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 23<sup>rd</sup> Annual General Meeting of the Members of **High Street Filatex Limited** will be held on Monday, the 18<sup>th</sup> Day of September, 2017 at 2:00 P.M. at its Registered office at B-17, II<sup>nd</sup> Floor, 22 Godam Industrial Area, Jaipur (Rajasthan) to transact the following businesses:

### ORDINARY BUSINESS:

#### Item no.1 – Adoption of Financial Statements

To consider and adopt the Audited Financial Statements of the company for the financial year ended on March 31, 2017 together with the Reports of the Board of Directors and Auditors thereon.

#### Item no. 2 – Appointment of Mr. Bhagwan Singh as a Director liable to retire by rotation

To appoint a Director in place of Mr. Bhagwan Singh (DIN: 02305246) who retires by rotation and being eligible, offers himself for re-appointment.

#### Item no. 3 – Appointment of Statutory Auditors

To appoint the Statutory Auditors of the company and to fix their remuneration.

To consider and if thought fit to pass the following resolution as ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and recommendation of the Audit Committee and Board of Directors, M/s Dilip Bachhawat & Co., Chartered Accountants (Firm Registration No.:009311C) be and is hereby appointed as the Statutory Auditors of the company, to hold office from the conclusion of this Annual General Meeting until the conclusion of 28<sup>th</sup> Annual General Meeting of the Company (subject to ratification by the members at every Annual General Meeting held after this AGM) at such remuneration and reimbursement of out of pocket expenses as shall be decided by the Board of Directors of the Company in accordance with the recommendation of the audit Committee and in consultation with the Auditors.”

Date: 1<sup>st</sup> August, 2017  
Place: Jaipur

By the Order of Board of Directors  
For High Street Filatex Limited

Sd/-  
**(Bhagwan Singh)**  
Chairman  
DIN: 02305246

### NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING/AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY.** The Proxy form in order to be effective must be duly filled, stamped and signed by the member and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL PAID-UP SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL PAID-UP 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 PERSON OR SHAREHOLDER.**
- Corporate members intending to send their authorized representative to attend the Meeting are requested to send to the Company, a duly certified true copy of the board resolution authorizing their representatives to attend and vote at the Meeting on their behalf.
- Members are requested to:
  - Notify the change in address if any, with Pin Code numbers immediately to the Company (in case of shares held in physical mode).
  - Bring their copy of the Annual Report and Attendance Slip with them at the AGM.
  - Quote their Regd. Folio Number/DP and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.
- For convenience of members, an attendance slip is annexed to the proxy form. Members are requested to affix their signature at the space provided and hand over the attendance slips at the place of meeting. The proxy of a member should mark on the attendance slip as 'Proxy'
- Members are informed that in case of joint holders attending the meeting, only such joint holder who is higher in the order of the names will be entitled to vote.
- The Register of Members and the Share Transfer Books of the Company will remain closed from 12<sup>th</sup> September, 2017 to 18<sup>th</sup> September, 2017 (both days inclusive) for the purpose of Annual General Meeting. The voting rights of shareholders shall be in proportion to their shares in the paid up share capital of the Company as on 11<sup>th</sup> September, 2017 i.e. cut-off date.
- Members desiring any information as regards the accounts are requested to write to the Company at least seven days in advance of the Meeting so as to enable the Management to keep the information ready.
- All documents referred to in the Notice and Explanatory Statement are open for inspection at the Registered Office of the Company during office hours on all days except Saturdays, Sundays & public holidays between 11.00 A.M. to 1.00 P.M. upto the date of the Meeting.
- Members are requested to address all correspondence including application for transfer etc. to Beetal Financial & Computer Services Pvt. Ltd Beetal House, 3<sup>rd</sup> Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062, Tel-011 29961281, 29961282.
- The Register of Directors and KMP and their shareholding and register of contracts or arrangements in which Directors are interested maintained under Sections 170 and 189 of the Companies Act, 2013 respectively will be available for inspection by the members at AGM.
- In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by The Companies (Management and Administration) Amendment, Rules, 2015 and The Companies (Management and Administration) Amendment, Rules, 2016 and Regulation 44 of Securities Exchange Board of India (Listing Obligations & Disclosure requirements), Regulations, 2015 the Company is pleased to offer remote e-voting facility to the members to enable them to cast their votes electronically from a place other than the venue of the AGM ('Remote E-voting') on all resolutions set forth in this Notice.  
For this purpose, the Company has signed an agreement with the Central Depository Services (India) Limited ("CDSL") for facilitating e-voting.
- The Remote e-voting period would begin on Thursday 14<sup>th</sup> September, 2017 at 10.00 A.M. and ends on Sunday, 17<sup>th</sup> September, 2017 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. 11<sup>th</sup> September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is casted by the shareholder, the shareholder shall not be allowed to change it subsequently.

14. A person who has acquired shares & become a member of the company after the dispatch of notice of AGM & holding shares as of cut-off date, may obtain the login ID & password by sending a request athelpdesk.evoting@cDSLindia.com. However, if the person is already registered with Central Depository Services (India) Limited ("CDSL") for remote e-voting then the existing user ID & password can be used for casting vote.
15. The Members who have not registered their email address so far, are requested to register their e-mail address for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.
16. The facility for voting through polling paper shall be made available at the AGM & members who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
17. CS Manoj Maheshwari, Practicing Company Secretary, Jaipur has been appointed as a scrutinizer for the conduct of e-voting and polling process in a fair and transparent manner at 23<sup>rd</sup> Annual General Meeting.
18. Physical copies of Annual Report for 2017 are being sent to all the members in the permitted mode along with attendance slip and proxy form inter-alia indicating the process of e-voting. Electronic copy of notice and Annual Report 2017 is also being sent to all the members whose email id's are registered with the Company / Depository Participant(s) for communication purpose. Further, the members to whom the annual report has been sent by the email id may ask for Physical copy of annual report if they wish to.
19. It is to inform that shares of your Company have the demat activation with Central Depository Services (India) Limited and National Services Depository Limited (w.e.f. 11<sup>th</sup> February, 2013). The ISIN number is INE319M01011.
20. All the members are requested to intimate their present residential address and valid contact no. and e-mail ids to the Registrar and Transfer Agent (RTA) of the company or at the Registered Office of the company to ensure the effective communication of future corporate actions.
21. Members may also note that the Notice of the 23<sup>rd</sup> AGM and the Annual Report for 2017 will also be available on the company's website www.highstreetfilatex.in and also on the CDSL website at www.evotingindia.com for their download. The physical copies of the aforesaid document will also be available at company's registered office for inspection during normal business hours on working days. For any communication, the shareholders may also send request to the company designated email id highstreet.filatex@gmail.com.
22. The final Results including the E-voting and poll results shall be declared within 48 Hours from the conclusion of the Annual General Meeting (AGM). The final results along with the Scrutinizers' report shall be placed on the company's website www.highstreetfilatex.in immediately after the result is declared and also on the website of CDSL at www.evotingindia.com and shall be communicated to the concerned Stock Exchanges simultaneously.
23. If you are holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for EVSN of any company, then your existing login id and password are to be used.

### Process for E-voting:

The Company has signed an agreement with Central Depository Services (India) Limited ("CDSL") for facilitating e-voting to enable the shareholders to cast their vote electronically.

### The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 14<sup>th</sup> September, 2017 at 10.00 A.M and ends on 17<sup>th</sup> September, 2017 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 11<sup>th</sup> September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iv) Click on "Shareholders" tab.
- (v) Now, select the "HIGH STREET FILATEX LIMITED" from the drop down menu and click on "SUBMIT".
- (vi) 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.
- (vii) Next enter the Image Verification as displayed and Click on Login.
- (viii) 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.
- (ix) 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) <ul style="list-style-type: none"> <li>• 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.</li> <li>• 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.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If 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 (v).</li> </ul>

- (x) After entering these details appropriately, click on "SUBMIT" tab.
- (xi) 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.
- (xii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xiii) Click on the EVSN for the relevant <HIGH STREET FILATEX LIMITED> on which you choose to vote.
- (xiv) 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.
- (xv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xvi) 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.
- (xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
  - (xviii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
  - (xix) 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.
  - (xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
  - (xxi) **Note for Non- Individual Shareholders & Custodians:**
    - Non- Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
    - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details they have to create 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](mailto: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.
- (xxii) 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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

Date: 1<sup>st</sup> August, 2017  
Place: Jaipur

By the Order of Board of Directors  
For High Street Filatex Limited

Sd/-  
**(Bhagwan Singh)**  
Chairman  
DIN: 02305246

## BOARD'S REPORT

To,  
Dear Members,  
High Street Filatex Limited

Your Directors have immense pleasure in presenting the 23<sup>rd</sup> Annual Report on the business and operations of your Company, together with the Audited Financial Statements for the financial year ended on March 31, 2017.

### 1. FINANCIAL PERFORMANCE

The performance of the Company for the Financial Year ended March 31, 2017 is summarized as below:

(Rs. in Lakhs)

Particulars	Year ended on	
	31-03-2017	31-03-2016
Sales	47.55	322.89
Other Income	0.02	6.98
Increase / (Decrease) in stock	16.0	138.07
<b>Total Income</b>	<b>63.57</b>	<b>467.94</b>
Less: Manufacturing & other expenses	0.00	.40
<b>Profit/(Loss) before Depreciation &amp; Tax</b>	<b>3.38</b>	<b>7.40</b>
Less: Depreciation	5.58	5.58
<b>Profit/(Loss) after Depreciation before tax</b>	<b>(2.20)</b>	<b>1.82</b>
Less: Provision for Taxation	0.38	0.17
Less: Taxation for earlier period	0.00	0.25
<b>Profit/Loss after Taxation</b>	<b>(2.58)</b>	<b>1.40</b>

### 2. STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

During the year under review, there has been significant changes in the government policies & demonetization factor which hit the business throughout the country from November onwards. During this period, more emphasis was given on currency exchange & paying capacity was minimized. Even working capital of company got hampered as there was shortage of cash & there was no rotating cash in the market as well. Company was not having enough funds for their regular working & prices of raw material also increased. Our suppliers of material suspended the supply of material which affected our production. We were not able to utilize the production capacity of our machines as required material was not available & production was made with the available material only. Further, the production cost also increased as machines were not utilized in their full capacity and in turn decreased the revenue from Rs. 322.89 Lacs to Rs. 47.54 Lakhs as compared with the previous year. As a result of demonetization and increase in prices of raw material, the company incurred a net loss of Rs. 2.59 lakhs after tax from operations during the year under review as against the net profit of Rs. 1.40 lakhs as in the previous year.

Management is planning to establish new project with the object of attainment of better future & growth. Consequent to such establishment, innovative knitting products will be developed and launched and wide new range of socks for all type of age groups, wrist bands and headbands will be produced.

### 3. DIVIDEND

In view of loss incurred during the year under review, your Directors do not recommend any dividend during the Financial Year 2016-17.

### 4. AMOUNTS TRANSFERRED TO RESERVES

No such amount is proposed to be transferred to reserves.

### 5. EXTRACT OF ANNUAL RETURN

An extract of Annual Return in Form MGT-9 containing details as on the financial year ended 31<sup>st</sup> March, 2017 as required under Section 92 (3) of the Companies Act, 2013, read with The Companies (Management and Administration) Rules 2014 in the prescribed format is appended as "Annexure- 1" to the Board's Report.

### 6. NUMBER OF BOARD MEETINGS

Board meetings are conducted in accordance with the provisions of Companies Act, 2013 read with Articles of Association of the Company, SEBI (LODR) Regulations, 2015 and Secretarial Standard -1. The Board meets at regular intervals to discuss and decide on business strategies/policy and review the financial performance of the Company. The Board/committee meetings are pre-scheduled and a tentative annual calendar of the Board/committee meetings is circulated to the Directors well in advance to facilitate the Directors or members to plan their schedules and to ensure meaningful participation in the meetings. In case of Business exigencies the Board's approval is taken through circular resolution which is noted and confirmed at the subsequent Board meeting.

The Board meets at least once in a calendar quarter to review the quarterly performance and the financial results of the Company. Notice of each Board Meeting is given well in advance in writing to all the Directors. The agenda along with relevant notes and other material information are sent in advance separately to each Director. The Agenda along with the relevant notes and other material information is circulated at least a week prior to the date of the meeting. This ensures timely and informed decisions by the Board. During the Financial Year, every Board Meeting was conducted in accordance with all the relevant provisions applicable.

The Chief Financial Officer of the Company is invited to attend all the Board Meetings. Other senior managerial personnel are called as and when necessary to provide additional inputs for the items being discussed by the board.

- The Whole-time Director and the Chief Financial Officer of the Company make the presentation on the quarterly and annual operating & financial

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- (xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xxi) **Note for Non- Individual Shareholders & Custodians:**
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  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
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Date: 1<sup>st</sup> August, 2017  
Place: Jaipur

By the Order of Board of Directors  
For High Street Filatex Limited

Sd/-  
**(Bhagwan Singh)**  
Chairman  
DIN: 02305246