



HIGH STREET FILATEX LIMITED



**24th Annual Report
2017-18**

CORPORATE INFORMATION

CONTENTS

KEY MANAGERIAL PERSONNEL

Page No.

Board of Directors:

- **Mr. Bhagwan Singh** (Chairman) DIN: 02305246
Whole Time Director
- **Mr. Rajneesh Chindalia** DIN: 00050984
Non-Executive Independent Director
- **Mr. Rajdeep Ghiya** DIN: 00082495
Non-Executive Independent Director
- **Mr. Devendra Kumar Palod** DIN: 00082459
Non-Executive Independent Director
- **Ms. Sabita Roy** DIN: 06791036
Non-Executive Women Director & CFO

Statutory Auditors:

M/s Dilip Bachchawat & Co.,
Chartered Accountants
(FRN: 009311C)

Secretarial Auditor:

M/s V.M. & Associates
Company Secretaries
(FRN: P1984RJ039200)

Principle Bankers:

State Bank of India

Company Secretary & Compliance Officer:

CS Shefali Singhal

Registrar & Share Transfer Agent:

Beetal Financial & Computer Services (P) Limited
"Beetal House", 3rd Floor, 99 Madangir,
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir,
New Delhi-110062
Ph. No. 91-011-29961281,29961282
Fax No. : 91-011-29961284
Website : www.beetalfinancial.com
E-mail ID : beetalrta@gmail.com

Registered Office:

CIN: L18101RJ1994PLC008386
B-17, IInd Floor, 22 Godown Industrial Area,
Jaipur-302006
Ph. No.0141-4025431
E-mail : highstreet.filatex@gmail.com
Website : www.highstreetfilatex.in

Listed At:

Bombay Stock Exchange Limited, Mumbai
Calcutta Stock Exchange Limited, Kolkata

Day, Time & Venue of AGM:

Wednesday, 26th September, 2018 at 2.00 PM at B-17,
IInd Floor, 22 Godown Industrial Area, Jaipur-302006
(Rajasthan)

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NOTICE OF 24th ANNUAL GENERAL MEETING

Notice is hereby given that the 24th Annual General Meeting of **High Street Filatex Limited** will be held on Wednesday, the 26th Day of September, 2018 at 2:00 P.M. at its Registered office situated at B-17, 11th Floor, 22 Godam Industrial Area, Jaipur-302006 (Rajasthan) to transact the following business:

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 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon.

Item no. 2 – Appointment of Ms. Sabita Roy as a Director liable to retire by rotation

To appoint a Director in place of Ms. Sabita Roy (DIN: 06791036) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

Item no. 3 – Re-appointment of Mr. Bhagwan Singh as a Chairman cum Whole Time Director of the company

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Articles of Association and all other applicable rules, Laws and acts (if any) and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities (if any) while granting such approvals as may be applicable and on the recommendation of Nomination & Remuneration Committee on approval of the Board of Directors of the company, the consent of the members be and is hereby accorded for the re-appointment of Mr. Bhagwan Singh (DIN:02305246) as Chairman cum Whole-Time-Director of the company, for a further period of 3 (Three) years with effect from 10th September, 2018 at a remuneration and other terms and conditions as mentioned below provided with liberty to the Board of Directors on recommendation of the Nomination and Remuneration Committee to alter and vary the terms and conditions of appointment and / or remuneration, subject to the same not exceeding the limits specified in this resolution:

1. **Remuneration:** Rs. 120,000/- per annum (Rupees One Lakh Twenty Thousand Only).
2. **Perquisites:**
 - i) He shall also be entitled to reimbursement of expenses on actual basis which are incurred for business of the company.
 - ii) Free use of company's car with driver for company's business.
3. **Sitting Fee etc.:** No sitting fee shall be paid to Mr. Bhagwan Singh for attending the meetings of Board of Directors or any committee thereof.

Other Terms & Conditions:

1. Mr. Bhagwan Singh will perform the duties and exercise the powers, which from time to time may be assigned to or vested in him by the Board of Directors of the Company.
2. Either party i.e. the Company or Mr. Bhagwan Singh, may terminate the agreement by giving the other party 3 month's prior notice in writing to that effect.
3. If at any time Mr. Bhagwan Singh ceases to be Director of the company for any reason whatsoever, he shall cease to be the Whole Time Director of the Company.

4. The terms & conditions as above including remuneration, may be altered / varied from time to time by the Board of Directors as it may, in its absolute discretion, deem fit within the maximum amount payable to the appointee in accordance with Schedule V annexed to the Act, as may be amended from time to time or any other relevant Statutory enactment(s) thereof in this regard, subject to the same not exceeding limits as specified in the said resolution.

5. He shall be liable to retire by rotation.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by Central Government to Schedule V of the Act or any other relevant Statutory enactment(s) thereof in this regard, the Board of Directors of the Company be and is hereby authorized to vary or increase the remuneration including salary, commission, perquisites, allowances, etc. within such prescribed limit subject to that the same does not exceed the ceiling as provided in the said resolution and the said terms of appointment of Mr. Bhagwan Singh, as Whole Time Director of the company, be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company for their approval in the general meeting.

RESOLVED FURTHER THAT Ms. Sabita Roy (DIN: 06791036), Director and Ms. Shefali Singhal Company Secretary of the Company be and are hereby severally authorized to sign and submit the necessary forms with Registrar of companies, Rajasthan in this regard and to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”

Item no. 4 – Re-appointment of Mr. Rajneesh Chindalia as an Independent Non-Executive Director

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Mr. Rajneesh Chindalia (DIN: 00050984), Independent Director of the Company, who was appointed as an Independent Director in the (Item No. 7.) of Annual General Meeting of the Company held on 15th September, 2014 and whose term of appointment is going to expire on 31st March 2019 and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 (1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for second term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as maybe deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto”.

Item no. 5– Re-appointment of Mr. Rajdeep Ghiya as an Independent Non-Executive Director

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Schedule IV of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rajdeep Ghiya (DIN: 00082495) , Independent Director of the Company, who was appointed as an

Independent Director in the (Item No. 6) Annual General Meeting of the Company held on 15th September, 2014 and , and whose term of appointment is going to expire on 31st March 2019 and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as maybe deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto”.

Item no. 6 – Re-appointment of Mr. Devendra Kumar Palod as an Independent Non-Executive Director

To consider and, if thought fit, to pass the following resolution as an Special Resolution :

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and

Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Devendra Kumar Palod (DIN: 00082459) , Independent Director of the Company, who was appointed as an Independent Director in the (Item No. 5) Annual General Meeting of the Company held on 15th September, 2014 and , and whose term of appointment is going to expire on 31st March 2019 and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024 and whose office shall not be liable to retire by rotation”.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as maybe deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto”.

Date: 13th August, 2018

By the Order of Board of Directors

Place: Jaipur

For High Street Filatex Limited

Sd/-

Bhagwan Singh

(Chairman cum Whole Time Director)

DIN: 02305246

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting (AGM/Meeting) is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF 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 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 PERSON OR SHAREHOLDER.

3. Corporate members intending to send their authorized representative(s) to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified true copy of the board resolution or Power of Authority to the Company, authorizing their representatives to attend and vote at the Meeting on their behalf.
4. Members / Proxies / Authorized Representatives attending the meeting are requested to bring attendance slip duly filled, along with their copy of Annual Report at the Annual General Meeting.
5. 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'
6. Members are requested to:
 - a) Notify the change in address if any, with Pin Code numbers immediately to the Company (in case of shares held in physical mode).
 - b) Quote their Regd. Folio Number/DP and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent (“RTA”).
7. During the period beginning 24 hrs. before the time fixed for the commencement of the AGM and until the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
8. 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.
9. The Register of Directors and Key Managerial Personnel (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
10. Members desiring any information with regards to accounts and/or operation of the Company 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.
11. Brief resume of Directors proposed to be appointed /re-appointed along with such other details as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Secretarial Standards on General Meetings (SS-2) are provided as Annexure to this Notice.
12. All documents referred to in the Notice and Explanatory Statement are open for inspection by the members at the Registered Office of the Company during office hours on all working days except Saturdays, Sundays & public holidays between 11.00 A.M. to 1.00 P.M. upto the date of the Meeting.
13. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation/variation in nomination in the prescribed Form SH-14 with the company's RTA. In respect of shares held in electronic/demat form, the nomination form may be filed with the respective Depository Participant. Members are requested to address all correspondence including application for transfer etc. to the company's RTA: Beetal Financial & Computer Services Pvt. Ltd., Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062, Tel-011 29961281, 29961282.

14. Members holding shares in physical form in multiple folios in identical names are requested to apply for consolidation of such folios along with share certificates to the Company/ Registrar and Share Transfer Agent.
15. Non Resident Indian Members are requested to inform RTA of the Company any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India with complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier.
16. 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 and bank account details to their Depository Participant(s) with whom they are maintaining their de-mat accounts and members holding shares in physical form to the Company/ RTA.
17. 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 amended) and Regulation 44 of Securities and 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.
18. The Remote e-voting period would begin on Saturday, 22nd September, 2018 at 10.00 A.M. and ends on Tuesday, 25th September, 2018 at 5.00P.M. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Wednesday, 19th September, 2018 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.
19. 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 at helpdesk.evoting@cdslindia.com However, if the person is already registered with CDSL for remote e-voting then the existing user ID & password can be used for casting vote.
20. 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.
21. The facility for voting through polling paper shall also 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.
22. CS Manoj Maheshwari, Practicing Company Secretary, Jaipur (FCS 3355) has been appointed as a scrutinizer for the conduct of remote e-voting and polling process in a fair and transparent manner at 24th AGM.
23. Physical copies of Annual Report 2017-18 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 2017-18 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.
24. "SEBI has vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 dated 8th June, 2018 has mandated that - "except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, the members are requested to note that request for transfer of shares held in physical form will not be processed w.e.f. 5th December, 2018 and it shall be mandatory to demat the securities for getting the shares transferred." **Further, the register of members would be closed from 20th September, 2018 to 26th September, 2018.**

Process of dematerialization of Shares

Members who continue to hold shares in physical form are requested to dematerialize their shares at the earliest and avail the benefits of dealing in shares in demat form. For convenience of Members, the process of getting the shares dematerialized is given hereunder:

 - a) Demat account should be opened with a Depository Participant (DP).
 - b) Members should submit the Dematerialization Request Form (DRF) along with share certificates in original, to their DP along with requisite fees.
 - c) DP will process the DRF and will generate a Dematerialization Request Number (DRN).
 - d) DP will submit the DRF and original share certificates to the Registrar and Transfer Agents (RTA), which is **Beetal Financial & Computer Services(P) Ltd.**
 - e) RTA will process the DRF and confirm or reject the request to DP/ depositories.
 - f) Upon confirmation of request, the shareholder will get credit of the equivalent number of shares in his demat account maintained with the DP.
25. 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.
26. Members may also note that the Notice of the 24th AGM and the Annual Report for 2017-18 will be available on the company's website www.highstreetfilatex.in and also on the CDSL website at www.evotingindia.com for their download. For any other communication, the Members may also send request to the company designated email id highstreet.filatex@gmail.com.
27. The final Results including the Remote E-voting and polling shall be declared within 48 Hours from the conclusion of the 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 simultaneously to the concerned Stock Exchanges simultaneously.
28. The route map showing the direction to reach the venue of AGM is attached at the end of the Notice of this Report.

Process for E-voting:

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

The instructions for Members voting electronically are as under:

- (i) Members who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (ii) The Members should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Members" tab.

- (iv) Now, select the “HIGH STREET FILATEX LIMITED” from the drop down menu and click on “SUBMIT”.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) 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"> • 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 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"> • 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).

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <HIGH STREET FILATEX LIMITED> on which you choose to vote.
- (xiii) 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.

- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) 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.
- (xix) Members 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.

(xx) Note for Non- Individual Members& Custodians:

- Non- IndividualMembers (i.e. other than Individuals, HUF, NRI etc.) and custodians 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.
- 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.
- (xxi) 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 under help section or write an email to helpdesk.evoting@cdslindia.com.

Date: 13th August, 2018
Place: Jaipur

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

Sd/-
Bhagwan Singh
(Chairman cum Whole Time Director)
DIN: 02305246

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO.:3 Re-appointment of Mr. Bhagwan Singh as a Chairman cum Whole Time Director of the company

Mr. Bhagwan Singh (DIN: 02305246) was appointed as Whole Time Director of the Company by the members at the 19th AGM of the Company

held on 10th September, 2013 for a period of five consecutive years commencing from 10th September 2013.

The Board of Directors of the Company ("the Board") at its meeting held on 13th August 2018 has, subject to approval of members, re-appointed Mr. Bhagwan Singh as a Chairman cum Whole Time Director, designated as Executive Director, for a further period of 3(three) years from the expiry of his present term, that is, 9th September, 2018, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and approved by the Board. It is proposed to seek members' approval for the re-appointment and remuneration payable to Mr. Bhagwan Singh as a Chairman cum Whole time Director, of the Company. The Board of Directors have appointed him on the current remuneration of Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand) per annum. In case, the Company has no profits or its profits are inadequate, then the remuneration shall be paid to him in accordance with the provisions of the Companies Act, 2013 read with Schedule V of the Act.

The Company has received declaration from him stating that he is not disqualified from being appointed as Director under Section 164 of the Companies Act, 2013. He has also given his consent to continue to act as Chairman cum Whole Time Director of the Company, if so appointed by the members.

The Board recommends the passing of the Special Resolution as set out in Item no. 3 of the Notice for approval by the members.

Except Mr. Bhagwan Singh, none of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No 3.

Disclosures as per Schedule V of Companies Act, 2013

I. General Information

- i. **Nature of Industry:** High Street Filatex Limited is engaged in Trading of Socks and Trading of Commodity.
- ii. **Date of commencement of commercial production:** In year 1994
- iii. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** N.A.
- iv. **Financial performance based on given indicators:**

Particulars	Amount in Rs.	
	2017-18	2016-17
Total Revenue	235377.88	4757262.07
Profit Before Tax	(1378318.86)	(220204.80)
Net Profit After Tax	(1094568.86)	(258864.80)
EPS	(1.69)	(0.40)

- v. **Foreign investments or collaborators, if any:** NIL

II. Information about the Appointee

i. Background Details

Mr. Bhagwan Singh aged about 37 years has required qualification and varied experience in general corporate management, finance, banking and other allied fields enabling him to contribute effectively in his capacity as director. He is an Instrumental guiding force and source of inspiration to whole Team.

ii. Past Remuneration

Mr. Bhagwan Singh was receiving remuneration of Rs. 1.20 Lakhs per annum and his re-appointment is also done on same remuneration.

iii. Recognition or Awards: NIL

iv. Job Profile and his Suitability

Mr. Bhagwan Singh is serving company from 10.09.2013 and is having excellent grasp and thorough knowledge and experience

of General Management. Looking into his knowledge in various aspects relating to the Company's affairs and many years experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Bhagwan Singh should be continued with the Company.

v. Remuneration proposed:

The remuneration proposed is detailed in the resolution.

vi. Comparative remuneration Profile with respect to Industry, Size of the Company, Profile of the position and person Looking into the vast experience of Mr. Bhagwan Singh, the proposed remuneration is in consensus with remuneration paid to the KMP's of other industries of similar size for similarly placed persons.

vii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Mr. Bhagwan Singh hold 6299 Shares .97% of total shareholding of the company.

III. Other Information:

- i. **Reasons of loss or inadequate profits:** As the machines with company has become obsolete and outdated therefore no production or minimal production was there due to which the company incurred losses during the year.
- ii. **Steps taken or proposed to be taken for improvement. :** Company is trying to come up with new plant and has also started trading in commodities so that the company can cope up with present situation.
- iii. **Expected increase in productivity and profit in measurable terms:** Company has started trading in commodities with a view to come out with positive results.

Item no. 4, 5 & 6 – Re-appointment of Mr. Rajneesh Chindalia, Mr. Rajdeep Ghiya and Mr. Devendra Kumar Palod as an Independent Non-Executive Director

Mr. Rajneesh Chindalia (DIN: 00050984), Mr. Rajdeep Ghiya (DIN: 00082495) and Mr. Devendra Kumar Palod (DIN: 00082459) were appointed as an Independent Non-Executive Director of the Company by the members at the 20th AGM of the Company held on 15th September, 2014 for a period of five consecutive years commencing from 1st April, 2014 upto 31st March, 2019.

As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on performance of Mr. Chindalia, Mr. Ghiya and Mr. Palod as evaluated by the Board and on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Chindalia, Mr. Ghiya and Mr. Palod being eligible for re-appointment as an Independent Director and offering themselves for re-appointment, are proposed to be re-appointed as an Independent Director for second term of five consecutive years from 1st April, 2019 upto 31st March, 2024.

The Company has received declaration from them stating that they meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further not disqualified from being appointed as Independent Director gave their consent to continue to act as Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Chindalia, Mr. Ghiya and Mr. Palod fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 for their reappointment as an Independent Non-Executive Director of the Company and are independent of the management. Copy of the draft letter for appointment of Mr. Chindalia, Mr. Ghiya and Mr. Palod as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (11:00 am to 01:00 pm) on any working day, except Saturday, Sunday & Public Holidays upto the date of AGM of the Company and the same is also available on the website (www.highstreetfilatex.in) of the company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Chindalia, Mr. Ghiya and Mr. Palod as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of Mr. Chindalia, Mr. Ghiya and Mr. Palod as

an Independent Director for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024, for the approval by the Members of the Company. Except Mr. Chindalia, Mr. Ghiya and Mr. Palod being appointees and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4, 5 & 6 of the accompanying Notice of the AGM. Mr. Rajneesh Chindalia, Mr. Rajdeep Ghiya and Mr. Devendra Kumar Palod is not related to any Director of the Company.

Date: 13th August, 2018
Place: Jaipur

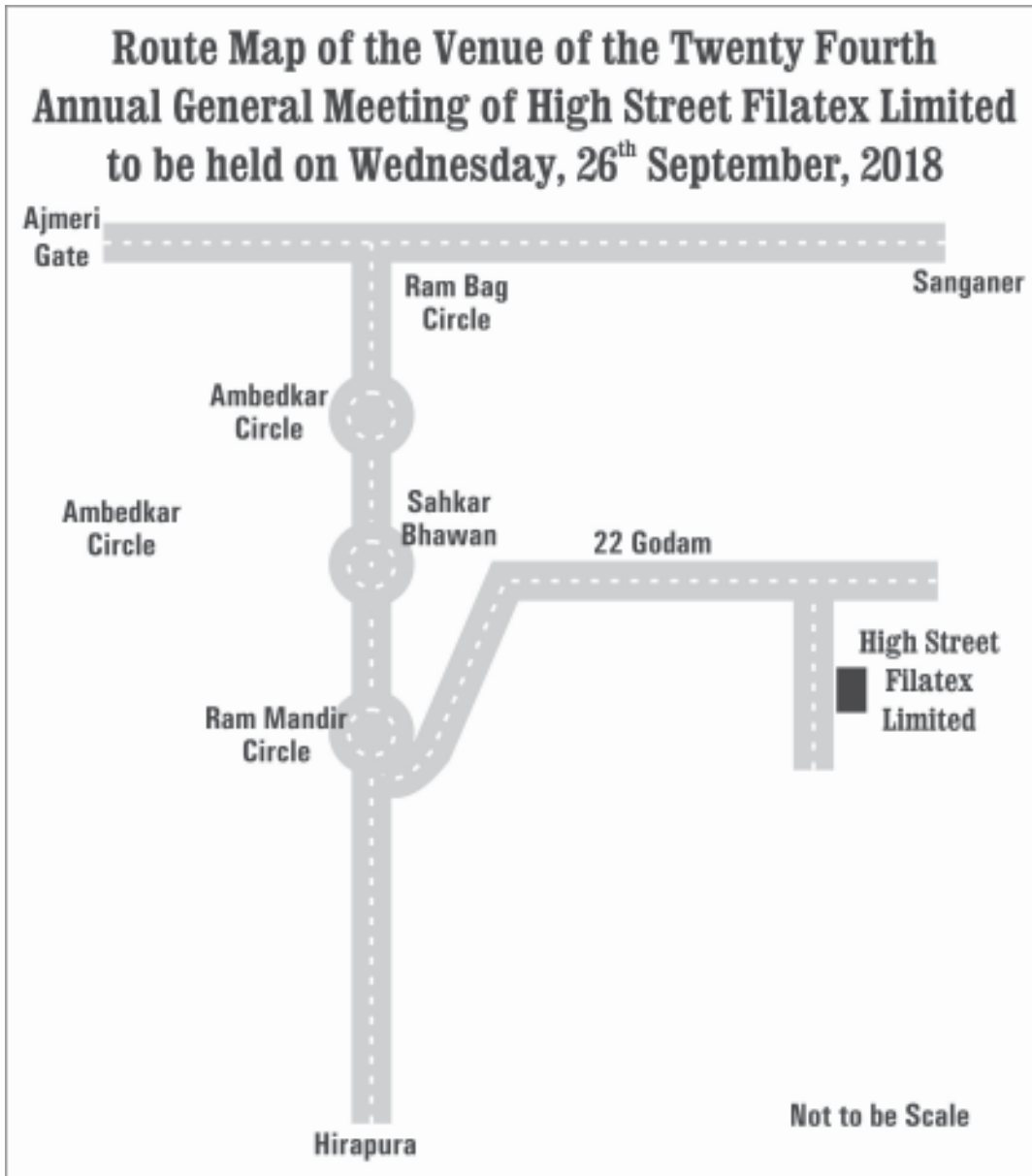
By the Order of Board of Directors
For High Street Filatex Limited

Sd/-
Bhagwan Singh
(Chairman cum Whole Time Director)
DIN: 02305246

ANNEXURE TO AGM NOTICE

The Statement of disclosures pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is as under:

Name of the Director	Ms. Sabita Roy (DIN:06791036)	Mr. Bhagwan Singh (DIN:02305246)	Mr. Rajneesh Chindalia (DIN:00050984)	Mr. Rajdeep Ghiya (DIN:00082495)	Mr. Devendra Kumar Palod (DIN:00082459)
Age	32 Years	36 Years	50 Years	32 Years	46 Years
Qualification	MBA	B.A.	B.E.	B.Tech	MBA
Brief Resume of the Director and Expertise in specific functional area	She has worked in the various department of finance in various capacities. She has a Vide experience in the field of accounts, finance and corporate governance.	He has the required qualification and Varied experience in general corporate management, finance, banking and other allied fields.	Vast experience in the textile industry and marketing of manufactured goods.	Technocrat and is having wide experience in manufacturing industry.	Rich professional experience in the industry.
Date of first appointment on the board in the current designation	15 th Sept.2014	10 th Sept. 2013	15 th Sept.2014	15 th Sept.2014	15 th Sept.2014
Shareholding in the Company	NIL	6299	NIL	NIL	NIL
Directorships	NIL	NIL	NIL	NIL	NIL
Directorship/Memberships/Chairmanship of Committees of other Boards	NIL	NIL	NIL	NIL	NIL
Inter-se relationship between Directors and other Key Managerial Personnel	She is not related to any Director and Key Managerial Personnel of the company.	He is not related to any Director and Key Managerial Personnel of the company	He is not related to any Director and Key Managerial Personnel of the company	He is not related to any Director and Key Managerial Personnel of the company	He is not related to any Director and Key Managerial Personnel of the company
Number of Meetings of the Board attended	6	6	6	6	6
Details of remuneration last Drawn	NIL	Rs. 120000/- during the Financial Year 2017-18	NIL	NIL	NIL
Remuneration Proposed to be Paid	NIL	Rs. 120000/- during the Financial Year 2018-19	NIL	NIL	NIL
Terms and Conditions of Appointment/re-appointment	As per Resolution of Item No.2 mentioned above.	As per Resolution of Item No.3 mentioned above.	As per Resolution of Item No.4 mentioned above.	As per Resolution of Item No.5 mentioned above.	As per Resolution of Item No.6 mentioned above.



High Street Filatex Limited

REGD OFFICE: B-17, IIND FLOOR, 22 GODAM INDUSTRIAL AREA, JAIPUR-302006, INDIA, Tel No: 0141-2214074, 2211658, Fax-0141-2212984
 Web Site: www.highstreetfilatex.in E-mail: highstreet.filatex@gmail.com

CIN: L18101RJ1994PLC008386

Form No. MGT-11

PROXY FORM

Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of Companies (Management and Administration) Rules, 2014

CIN : L18101RJ1994PLC008386
 Name of the Company : HIGH STREET FILATEX LIMITED
 Registered Office : B-17, IIND FLOOR, 22 GODAM INDUSTRIAL AREA, JAIPUR-302006, RAJASTHAN

Name of the Member(s):
 Registered address:
 E-mail Id: Folio No. / DP ID and Client ID:

I, we being the member(s) of shares of the above named Company, hereby appoint:

- 1) Name: Email:
 Address:
 Signature: **Or failing him/her**
- 2) Name: Email:
 Address:
 Signature: **Or failing him/her**
- 3) Name: Email:
 Address:
 Signature:

as my/our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 24th Annual General Meeting of the Company, to be held on Wednesday, 26th Day of September, 2018 at 2.00 P.M. at the Registered office of the Company at B-17, IInd Floor, 22 Godam Industrial Area, Jaipur-302006 (Rajasthan) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Vote	
		For	Against
1.	Adoption of Financial Statements		
2.	Appointment of Ms. Sabita Roy, as a director liable to retire by rotation.		
3.	Re-appointment of Mr. Bhagwan Singh as a Chairman cum Whole Time Director of the company		
4.	Re-appointment of Mr. Rajneesh Chindalia as an Independent Non-Executive Director.		
5.	Re-Appointment of Mr. Rajdeep Ghiya as an Independent Non Executive Director.		
6.	Re-Appointment of Mr. Devendra Kumar Palod as an Independent Non Executive Director.		

Signed this day of 2018.

Signature of Member Signature of proxy Holder(s)

Notes: This form of Proxy, in order to be effective, should be duly completed, stamped and deposited at the Registered Office of the Company at B-17, IInd Floor, 22 Godam Industrial Area, Jaipur -302006 (Rajasthan) not later than 48 (FORTY-EIGHT) hours before the commencement of the aforesaid meeting.

Affix Revenue Stamp of Rs. 1 (Pl. sign across the stamp)

ATTENDANCE SLIP

High Street Filatex Limited

REGD OFFICE: B-17, IIND FLOOR, 22 GODAM INDUSTRIAL AREA, JAIPUR-302006, INDIA, Tel No: 0141-2214074, 2211658, Fax-0141-2212984
 Web Site: www.highstreetfilatex.in E-mail: highstreet.filatex@gmail.com

CIN: L18101RJ1994PLC008386

24th Annual General Meeting -26th September, 2018 at 02:00 P.M.

Registered FolioNo. / Client ID: DP ID:

Name and Address of First /Sole Shareholder : No. of Shares held:

I certify that I am a member /proxy /authorized representative for the member of the company.

I hereby record my presence at the 24th Annual General Meeting of the company at B- 17 , IInd Floor, 22 Godam Industrial Area , Jaipur -302006 (Rajasthan) on Wednesday, 26th September, 2018 at 02:00 P.m.

.....
Name of the Member/Proxy (In BLOCK Letters)

.....
Signature of member / proxy

- a) Only Member / Proxy can attend the meeting.
- b) Member / Proxy who wish to attend the meeting must bring this attendance slip to the meeting and hand it over at the entrance of the meeting hall.

**BOOK-POST
(Printed Matter)**

HIGH STREET FILATEX LIMITED

Venue : B-17, IIND FLOOR, 22 GODOWN INDUSTRIAL AREA, JAIPUR-302006