



Date 06.09.2019

To,

Corporate Relationship Department,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Sub : Notice of 25th Annual General Meeting

Scrip Code : 531506

Dear Sir/Madam,

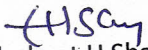
In terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, We send herewith a Notice Convening the 25th Annual General Meeting of the Company to be held on Friday, 27th September, 2019 at 10.30 A.M. at the Registered Office of the Company, at 232, Panchratna, Mama Parmanand Marg, Opera House, Mumbai 400004 Maharashtra.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,

For Shukra Bullions Limited


Chandrakant H Shah
Director
Din No. 01188001



Encl. : As above

SHUKRA BULLIONS LIMITED

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 25th Twenty Fifth Annual General Meeting of the Members of Shukra Bullions Limited will be held on Friday, 27th September, 2019 at 10.30 A.M. at the Registered Office of the Company at 232, 2nd Floor, Panchratna, M.P. Marg., Opera House, Girgaon, Mumbai Maharashtra -400004 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mayuri Chandrakant Shah (DIN 01188108), who retires by rotation and being eligible, he offers herself for re-appointment.

SPECIAL BUSINESS

3. Related party Transactions.

To consider and if thought fit, to give your assent to the following resolution as Ordinary Resolution.

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Meeting of Board and its Power) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India(Listing Obligation and Disclosure Requirements) Regulation, 2015, (including any statutory modification (s) of enactment thereof for the time being in force) and also pursuant to the consent of the Audit committee and the Board of Directors vide Resolution in their respective meeting, the consent of shareholders of the Company be and is hereby accorded to the Material Related Party Transaction to be entered by the Company during the financial year 2018-19 up to Rs.10 Crore and for the year 2019-2020, 2020-2021 up to a value of 50 Crores (Rupees Fifty Crores only) for each year as per details set out under item no. 3 of the statement annexed to this notice and that the Board of Directors be and is hereby authorized to perform and execute all such deed, matters and things including delegation of such authority as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto. Provided that the said contract(s)/arrangement(s)/transaction(s)so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

RESOLVED further that the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any committee of Directors of the Company and to do al acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolutions.’

REGISTERED OFFICE:
232 , 2nd Floor , Panchratna ,
M.P. Marg, Opera House,
Girgaon, Mumbai-400004
Place: Mumbai
Date : 13.08.2019

By order of the Board of Directors
For Shukra Bullions Limited
Sd/-
Chandrakant H Shah
Director
(DIN 01188001)



NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member. Proxies in order to be effective must be duly stamped and received by the company at least 48 hours before the commencement of the meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013 and the Rules framed thereunder, 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 member.

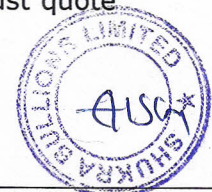
2. The business set out in the Notice may be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 19. The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.
3. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
4. 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 relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
6. A statement giving the details of the Directors seeking appointed / reappointment, nature of their expertise in specific functional areas, names of the companies in which they hold directorships, memberships / chairmanships for Board / Committees, shareholding and relationship between Directors inter-se as stipulated in Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement), 2015, are provided in the Annexure.
7. The Register of Members and Share Transfer Books of the Company will remain close from Sunday, 22nd September, 2019 to Friday, September 27, 2019 (both days inclusive)



8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their Demat accounts. Members holding shares in physical form should submit their PAN to the Registrar /Company.
9. A member desirous of getting any information on the accounts or operations of the Company is required to forward his/her queries to the Company at least 7 days prior to the Meeting so that the required information can be made available at the Meeting.
10. Members / Proxies are requested to please bring their copies of the Annual Report to the meeting.
11. The Company's shares are listed on BSE Limited, Mumbai.
12. Members holding Shares in physical form are requested to notify immediately any change in their address with PIN CODE to the Registrar and Transfer Agent of the Company at the address given below and in case their shares are held in Demat, this information should be passed on directly to their respective Depository Participants and not to the Company.

**BIG SHARE SERVICE PRIVATE LIMITED
1ST FLOOR, BHARAT TIN WORKS BUILDING,
OPP. VASANT OASIS, MAKWANA ROAD,
MAROL, ANDHERI EAST, MUMBAI 400059
MAHARASHTRA
Telephone No.-022- 62638200, Fax : 62638299
mail : info@bigshareonline.com**

13. Relevant documents referred to in the Notice and in the Explanatory Statements are open for inspection at the administrative office of the Company during office hours on all working days except public holidays between 11.00 a.m. and 1.00 p.m. up to date of Annual General Meeting.
14. Member/Proxies holding their Share in Physical Mode are requested to fill the enclosed attendance slip and handover the same at the entrance with signature. In the absence thereof, they may not be admitted to the meeting venue.
15. Members who are holding share in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification at the meeting.
16. In all correspondence with the Company, members are requested to quote their Folio Number and in case their shares are held in Demat form, they must quote their DP ID and Client Id Number.



17. Members, who have not registered their e-mail addresses so far, are requested to register their email address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

18. Members are requested to intimate if shares are held in the same name or in the same order and names, but in more than one account to enable the company to club said accounts into one account.

19. VOTING THROUGH ELECTONIC MEANS ` :

- (i) Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies(Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide e-voting facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The detailed procedure to be followed in this regard has been given below. The Members are requested to go through them carefully.
- (ii) The Board of Directors of the Company has appointed Mr. Pragnesh M. Joshi, Practicing Company Secretary, Ahmedabad as Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- (iii) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not entitled to cast their vote again.
- (iv) The Company has engaged the services of National Securities Depository Limited (NSDL) as the agency to provide e-voting facility.
- (v) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 20th September, 2019.
- (vi) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 20thSeptember, 2019 only shall be entitled to avail the facility of e-voting/remote e-voting.
- (vii) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 20thSeptember, 2019 may obtain the User ID and Password from Big Share Services Private Limited (Registrar & Transfer Agent of the Company.)
- (viii) The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairperson. The results declared along with consolidated scrutinizer's report shall be placed on the website of the Company (www.shukrabullions.com) and



on the website of NSDL (<http://www.evotingindia.com>). The result shall simultaneously be communicated to the Stock Exchange.

(ix) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of Meeting, i.e. 27th September, 2019.

The e-voting facility will be available during the following voting period:

Commencement of e-voting	Tuesday, 24th September, 2019 at 10:00 AM IST
End of e-voting period	Thursday, 26th September, 2019 at 05:00 PM IST

E-voting shall not be allowed beyond Thursday, 26th September, 2019 at 05:00 PM IST. The e-voting module shall be disabled by **NSDL** for voting thereafter. During the e-voting period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off-Date may cast their votes electronically. The **Cut-off-Date for the purpose of e-voting is 20th September, 2019.**

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>
Step 2 : Cast your vote electronically on NSDL e-Voting system.**

DETAILS ON STEP 1 ARE MENTIONED BELOW:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL by Opening your web browser and typing the following URL: <https://www.evoting.nsdl.com/> either on a desktop Computer/laptop or your smart phone.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.



4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password as prompted by the system.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf



file contains your 'User ID' and your 'initial password'

- (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the " Initial password" or are unable to retrieve it or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request to www.evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

DETAILS ON STEP 2 IS GIVEN BELOW:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.



8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pragneshmjoshi@yahoo.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

Tablet based e-voting at the Venue of the Meeting

NSDL offers the new tablet based e-voting system to companies wherein it provides the tablets installed with the e-voting application, facilitators required for handling the tablets, technicians and installation of the WI-FI connectivity required for e-voting at the venue of the general meetings. Use of such tablet base system of electronic voting is user friendly as the shareholders who attend general meetings can now conveniently cast their votes faster as compared to voting by physical polling papers. The companies thus complete the entire voting process faster and announce the results quickly.

1. At the registration counter of General Meeting, during verification process shareholder will receive 8 digit e vote key as a physical copy.
2. Shareholder will have to enter the e-vote key at the option provide on the TABLET and click on 'Processed to Vote' to log in.
3. The shareholder can view the details of the resolutions and cast vote.
4. The scrutinizer gets a consolidated report after conclusion of the general meeting.

REGISTERED OFFICE:
232 , 2nd Floor , Panchratna ,
M.P. Marg, Opera House,
Girgaon , Mumbai-400004

Place : Mumbai
Date : 13.08.2019

**By order of the Board of Directors
For Shukra Bullions Limited
Sd/-
Chandrakant H Shah**

**Director
(DIN 01188001)**



ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

Item No. 2

Brief resume of director to be reappointed

Mrs. Mayuri Chandrakant Shah (DIN 01188108), Director is the founder of our Company, he has served our company for more than 20 years. His zeal and dedication towards work has helped the company to achieve greater heights. Our company needs his foresight and knowledge for future development.

The details of Mrs. Mayuri Chandrakant Shah in pursuance of the Listing Agreement are mentioned hereunder:

Name of Director	Mrs. Mayuri Chandrakant Shah
Date of Birth	07/05/1960
Date of Appointment	14/02/1995
Qualification	Graduate
Expertise in specific functional Areas	Management & Administration
List of Companies in which directorship is held as on	1.SHUKRA JEWELLERY LIMITED 2.SHUKRA LAND DEVELOPERS LIMITED 3.SHUKRA CLUB & RESORTS LIMITED
Chairman / Member of the committee of other companies	N.A.

As required under Companies Act, 2013 approval of members of the company is being sought for the reappointment of Mrs. Mayuri Chandrakant Shah as Director of the company.

The Board of Director recommends the relevant resolution for your consideration and approval as an Ordinary Resolution.

None of the other Directors, Key Managerial Personnel or their relatives other than of Mrs. Mayuri Chandrakant Shah being appointee, and Mr. Chandrakant Shah being relative, are concerned or interested in the resolution.

Item No. 3 {brief of RTP and date of approval at BM}

Under Regulation 23 of the Securities and Exchanges Board of Indian (Listing Obligation and Disclosure Requirements) Regulation 2015, all Related Party Transactions shall require prior approval of the Audit Committee and all material Related Party Transactions shall require approval of the Shareholder through resolution. The said regulation further provides a definition of the terms "Material" as follows.



"A transaction with a related party shall be considered material if the transaction/transactions to be entered in to individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

As part of its regular business the Company purchase/deal in the Flat/Plot/Bungalow/gems and jewellery etc. from Shukra Jewellery Limited/Shukra Land developers Limited/Shukra club and resorts limited/ Shree Aadinath Developers at an arm's length basis in the financial year 2018-19 The aggregate value of these transactions is like to be around 6,59,79,573 Cr.it may be noted that during the Financial year 2018-19 total consolidated turnover of the Company was 3,64,73,929 (i.e.180.90%)

(a) Name of the related party;	Shukra JEWELLERY Ltd	SHUKRA LAND DEVELOPERS LIMITED	SHREE AADINATH DEVELOPERS	SHUKRA CLUB & RESORTS LIMITED
(b) Name of the director or key managerial personnel who is related, if any;	Common Directors 1.Chandrakant Shah 2. Mayuri Shah 3. Aejaz Puthawala 4. Mintu Shah 5. Anilkumar Patel 6. Sandip Shah	Common Directors 1.Chandrakant shah 2. Mayuri Shah 3.Aejaz Puthawala	1.Chandakant shah	1. Chandrakant shah 2. Mayuri shah
(c) Nature of relationship;	Director and common Shares holders in entity	Directors and common Shareholders in entity	PROPRIETOR IS DIRECTOR OF THE COMPANY	Directors and common shareholders in entity
(d) Nature, material terms, monetary value and particulars of the contract or arrangements;	Sale/Purchase of Jewellery Items and real estate plot, land, premises, etc.	Sale purchase of land plot, premises , bungalow etc.	Sale purchase of land plot, premises, bungalow etc.	Sale purchase of land, plot, premises, bungalow. Etc.
(e) any other information relevant or important for the members to take a decision on the proposed resolution.]	N.A.	N.A.	N.A.	N.A
Amount of transaction entered during financial 2018-19	Up to Rs. 5 crore	Up to Rs. 3 crore	Up to Rs. 1 crore	Up to Rs. 1 crore
Amount of transaction to be entered during each financial 2019-2020 & 2020-2021	Up to Rs. 15 crore	Up to Rs. 15 crore	Up to Rs. 15 crore	Up to Rs. 5 crore



The Audit committee of the Board of Directors of the Company reviewed the ongoing transaction and recommended the same for approval by the Board of Directors and Members of the Company . The Board of Directors also at their meeting held on May 30, 2019 reviewed the ongoing transactions and proposed the same to be placed before the members for their approval.

The Member's approval to the above material related party transactions is sought in terms of Regulations 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015.

The Members approval is solicited for the resolutions at Item No. 3 of the accompanying Notice.

REGISTERED OFFICE:
232 , 2nd Floor , Panchratna ,
M.P. Marg, Opera House,
Girgaon , Mumbai-400004

By order of the Board of Directors
For Shukra Bullions Limited
Sd/-
Chandrakant H Shah

Place : Mumbai
Date :13.08.2019

Director
(DIN 01188001)

