



**NOTICE OF
ANNUAL GENERAL MEETING
“GOLDSTAR POWER LIMITED”
DATED. 05.09.2018**



NOTICE OF NINETEENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 19TH ANNUAL GENERAL MEETING OF THE MEMBERS OF GOLDSTAR POWER LIMITED WILL BE HELD ON SATURDAY, 29TH SEPTEMBER, 2018 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT BEHIND RAVI PETROL PUMP, RAJKOT HIGHWAY, AT & POST HAPA, DIST. JAMNAGAR-361120, GUJARAT, INDIA TO TRANSACT THE FOLLOWING BUSINESS:

❖ **Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Muljibhai M. Pansara, Chairman, [DIN: 00300722] as a director, who retires by rotation and being eligible, offers himself for re-appointment.

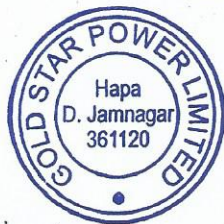
Date: September 05, 2018
Place: Jamnagar

By Order of the Board of Directors,
For, **Goldstar Power Limited**



Darshak Thaker

Company Secretary & Compliance Officer
(Membership No: A46919)



NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting (“the meeting”) is entitled to appoint a proxy to attend and vote on poll and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) 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 may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
2. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
3. Corporate Members intending to send their authorised 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 respective Specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
4. Brief Profile of the Directors Retiring by Rotation & being eligible offering themselves for the re-appointment and/or the Independent Directors being re-appointed has been provided hereto and forming part of Annual Report as per requirements of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015/ Secretarial Standards.



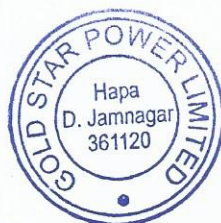
5. Attendance Slip, proxy form and the route map of the venue of the Meeting has been provided hereto and forming part of Annual Report.
6. The requirement to place the matter relating to ratification of appointment of Auditors by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of M/s. Doshi Maru & Associates, Chartered Accountants, (FRN: 0112187W) Statutory Auditors, who were appointed in the 18th Annual General Meeting, held on June 31, 2017 to hold the office till the conclusion of the 20th Annual General Meeting.
7. The Register of Member and Share Transfer Books will remain closed from Saturday, 22nd September, 2018, to Saturday, 29th September, 2018 (both days Inclusive) for the purpose of Annual General Meeting. The book closure dates have been fixed in consultation with the Stock Exchange.
8. 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 Section 170 and Section 189 of the Companies Act, 2013 respectively will be available for Inspection by the Members at the Annual General Meeting.
9. Members desirous of getting any information about the Accounts and/ or Operations of the Company or any questions at the Annual General Meeting are requested to write to the Company so as to reach the Company's Registered Office at least 7 days before the Annual General Meeting to enable us to keep the information ready at the Meeting.



10. The persons whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, 21st September, 2018 i.e., cut-off date** only shall be entitled to vote at the AGM.
11. Members/proxies are requested to:
- a. Bring the Copy of the Annual Report and Attendance Slip with them at the Annual General Meeting;
 - b. Quote their Regd. Folio Number/ DPID and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent;
12. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9 A.M. to 5 P.M.) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.
13. Member's voting rights shall be in proportion to his/her share of paid up share capital of the company. In case of Joint holders attending the meeting together, only whose name appearing first, will be entitled to vote.
14. As per the Notification issued by Ministry of Corporate Affairs dated March 19, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under chapter XB and XC as per SEBI (ICDR) Regulations, 2009 will be exempted from E-voting provisions. Company is covered under XB and is listed on SME platform of NSE EMERGE. Hence, Company is not required to provide E-voting facility. However, voting through permitted mode under the Companies Act, 2013 will be allowed at the venue of the Meeting.



15. The format of Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/ Registrar and Transfer Agents to record additional; details of Members, including their Permanent Account Number (PAN), email address, and the Securities and Exchange Board of India (“SEBI”) has mandated the submission of Permanent Account Number (PAN) by every participant in the Securities Market. Members holding shares in the electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).
16. Pursuant to the provisions of Section 101 and 136 of the Companies Act, 2013 read with the Company (Account) Rules, 2014 Annual Report for the Financial Year 2017-2018, Notice of the 19th Annual General Meeting of the Company along with the Attendance Slip and Proxy Form, are being sent by electronic mode to all the members whose email addresses are registered with the Company/Depository Participant(s) unless any member has requested for a Hard copy of the same. For Members who have not registered their email address, physical copies of the Annual Report is being sent through permitted mode. Members may also note that the Annual Report for the Financial Year 2017-18 will also be available on the Company’s Website www.goldstarpower.com under Investors section for download.
17. To prevent Fraudulent Transactions, Members are advised to exercise due diligence and notify the company immediately any change in the address or demise of any member as soon as possible to their Depository Participants with whom they are maintaining their Demat Accounts. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the Concerned Depository Participant and holdings should be verified.



18. To promote green initiatives, Members are also requested to update their email address with their Depository Participants to enable the Company to send future communications electronically.
19. A person who is not a member as on cut-off date should treat this Notice for Information purpose only.
20. The NRI shareholders are requested to inform the Company immediately about:
 1. The change in the Residential Status on return to India for Permanent Settlement.
 2. The particulars of NRO bank account in India if not furnished earlier.
21. With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the company to consolidate their holdings in one folio.
22. The Company has appointed **CS Purvi G. Dave, Partner, MJP Associates, Practising Company Secretary** to act as a Scrutinizer, to scrutinize the entire voting process in the Annual General meeting in a fair and transparent manner. The Scrutinizer shall immediately, after the conclusion of voting period, unblock the votes in the presence of at least two witnesses not in the employment of the company and not later than 3 days from the conclusion of meeting, make a Scrutinizer's report of the votes cast in favour or against, if any, to the Chairman of the Company, who shall counter sign the same.



23. The results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Website of the Company www.goldstarpower.com and also on the website of RTA, Link Intime India Private Limited immediately after the result is declared by the Chairman and communicated to NSE Limited.
24. The Company's Register and Share Transfer Agents (RTA) is LINK INTIME INDIA PRIVATE LIMITED, C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai - 400 083.

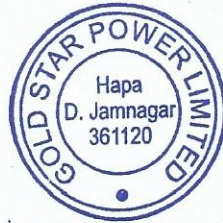
Date: September 05, 2018
Place: Jamnagar

By Order of the Board of Directors,
For, Goldstar Power Limited

D. B. Thaker

Darshak Thaker

Company Secretary & Compliance Officer
(Membership No: A46919)



“ANNEXURE TO NOTICE”

BRIEF PROFILE OF DIRECTORS SEEKING REAPPOINTMENT:

Directors Name	Mr. Mulji M. Pansara
DIN	00300722
Date of Birth	04 th May, 1962
Date of Appointment as a Director in the Company	12 th July, 1999
No. of Equity Shares held in the Company	27,72,942 Equity Shares
Experience in Specific Functional Area	Experience of around 4 decades in the Field on Battery Industry.
Directorship held in other Indian Companies (Excluding Directorship in Goldstar Power Limited)	1. BLUE STAR WIND ENERGY PRIVATE LIMITED.
Membership / Chairmanship of Committees public Limited Companies (Excluding Membership/ Chairmanship of Goldstar Power Limited)	Nil
Relationship with other Directors, Managers and other Key Managerial Personnel of the Company.	As per section 2(77) of the Companies Act, 2013, Mr. Mulji Pansara (DIN: 00300722) is relative of Directors i.e. Brother of Mr. Amrutlal Pansara, (DIN: 00300786), Father of Mr. Navneet Pansara, (DIN: 00300843), Father of Mr. Vishal Pansara, (DIN: 02230565) and Father in Law of Mrs. Dhruvi Pansara, (DIN: 01943399)



CIN: L36999GJ1999PLC036274

GOLDSTAR POWER LIMITED

Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar,
Gujarat-361120

ATTENDANCE SLIP

(To be handed over at the Registration Counter)

**19th Annual General Meeting on Saturday, 29th September, 2018 at 11:00 A.M. at
Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar-
361120, Gujarat, India**

Name and Address of the Sole/ First Name Shareholder	
Name of Joint Holder(s) if any	
Name of Proxy holder	
Registered Folio No/DP ID- Client ID	
No. of Shares Held	

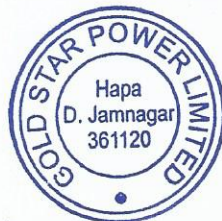
I/we hereby record my presence at the Nineteenth Annual General Meeting of the Company being held on 29th September, 2018 at 11:00 A M at the Registered Office of the Company situated at Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar-361120, Gujarat, India.

Signature of Proxy

Signature of Member/Joint holder

1. Only members/proxy holder can attend the Meeting.
2. Members are requested to produce the above attendance slip, duly signed in accordance with their specimen signatures registered with the Company, for admission to the meeting.

Note: Please complete the Attendance slip and hand it over at the Registration counter at the venue.



CIN: L36999GJ1999PLC036274

GOLDSTAR POWER LIMITED

Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar,

Gujarat-361120

PROXY FORM MGT-11

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

Name of Member(s):	
Registered Address:	
Email ID:	
Folio No./Client ID:	
DP ID:	

I/we being the member(s) of _____ Equity shares of Goldstar Power Limited do hereby appoint:

1. Name:

Address: Email ID:

Signature: or Failing him,

2. Name:

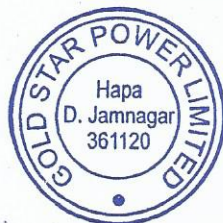
Address: Email ID:

Signature: or Failing him,

3. Name:

Address: Email ID:

Signature:



as my or our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of members of the Company, to be held on Saturday, 29th September, 2018 at 11:00 A.M. at the Registered Office of the Company and at any adjournment thereof, in respect of such resolutions as are indicated below:

Sr. No	Resolutions	Voting		
		For	Against	Abstain
Ordinary Business				
1.	Adoption of Audited Financial Statements of the Company and Reports of Board of Directors and Auditors thereon for the Financial Year 2017-2018.			
2.	Appoint Mr. Muljibhai M. Pansara as a Director who is liable to retire by rotation and being eligible, offers himself for Re-Appointment.			

Signed this _____ day _____, 2018

Signature of Shareholder

Signature of Proxy Holder(s)

Affix Rs. 1/-

Revenue Stamp

Note:

1. This form of proxy, in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. In case of joint holders, the signature of any one holder shall be sufficient, but the names of all joint holders should be stated.
3. Appointing a proxy does not prevent a member from attending in person if he/she so wishes.



**Route Map of Venue of 19th Annual General Meeting
(Registered Office)**

“GOLDSTAR POWER LIMITED”

(Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar-
361120, Gujarat, India)

