



STL GLOBAL LIMITED

CIN: L51909DL1997PLC088667

Unit No. 111, Block No. – 1, 1st Floor, Tribhuvan Complex, Ishwar Nagar, New Delhi – 110065

Tel.: 011-26935829, website: www.stl-global.com

EMAIL: investors@stl-global.com

NOTICE OF EIGHTEENTH ANNUAL GENERAL MEETING

Notice is hereby given that the Eighteenth Annual General Meeting of the members of STL Global Limited will be held on Wednesday the 30th day of September 2015 at Conference Room-3, First Floor, India Corporate Centre, J2/B1 Extension, Mohan Cooperative, Mathura Road, New Delhi-110044 at 10:00 A.M. to transact the following business:-

ORDINARY BUSINESS

- 1. To receive, consider, approve and adopt the audited Balance-Sheet as at 31st March, 2015 and the reports of the Directors and the Auditors and if thought fit to pass with or without modifications, the following as Ordinary Resolution:**

“RESOLVED THAT the Audited Balance Sheet of the Company as on 31st March, 2015 and Profit and Loss A/C for the year ending on that date, together with the Directors’ and the Auditors Reports thereon be and are hereby received, approved and adopted.”

- 2. To appoint a Director in place of Mr. Jai Prakash Aggarwal (DIN: 00049237), who retires by rotation and being eligible offers himself for re-appointment and if thought fit to pass with or without modifications, the following as Ordinary Resolution:**

“RESOLVED THAT Mr. Jai Prakash Aggarwal (DIN: 00049237), whose period of office is liable to be determination by retirement of Directors by rotation and who has offered himself for re-appointment be and is hereby re-appointed as Director of the Company.”

- 3. To appoint auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration, and if thought fit to pass with or without modifications, the following as Ordinary Resolution:**

“RESOLVED THAT M/s M. M. Goyal & Co., Chartered Accountants, be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed by the Board of Directors.”

SPECIAL BUSINESS

- 4. To consider and thought fit, to pass with or without modification(s), the following resolution as Special Resolution for Re-appointment of Mr. Jai Parkash Aggarwal as Managing Director**

“RESOLVED THAT pursuant to the provisions of Sections 197, 198 and 203 read with Schedule V and such other applicable provisions, if any of the Companies Act, 2013 and subject to the approval of Central Government, if any, consent of the company be and is hereby accorded to the appointment of Mr. Jai Parkash Aggarwal (DIN: 00049237), as Managing Director of the Company for a period of 5

years, with effect from 28th February 2015 on the remuneration and terms and conditions as set out in the accompanying explanatory statement attached hereto with liberty to the Board of Directors (herein after referred to as 'the Board', which term shall be deemed to include any Committee which the Board may constitute to exercise its powers including the powers conferred by this resolution) to alter/vary any such terms and conditions so as not to exceed the limits specified in Schedule V read with section 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or re-enactments thereof.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary or increase the remuneration, payable to Mr. Jai Parkash Aggarwal for such remaining period of his tenure, including salary, perquisites, allowances etc., with such prescribed limits or ceilings under Companies Act 2013 without any further reference to or approval by the Company in General Meeting.

RESOLVED FURTHER THAT the remuneration proposed to be paid to Mr. Jai Parkash Aggarwal be paid as minimum remuneration in the case of absence and inadequacy of profits.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps including acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

5. To consider and thought fit, to pass with or without modification(s), the following resolution as Special Resolution for Re-appointment of Mr. Sanjiv Kumar Aggarwal as Whole Time Director

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and 203 read with Schedule V and such other applicable provisions, if any of the Companies Act, 2013 and subject to the approval of Central Government, if any, consent of the company be and is hereby accorded to the appointment of Mr. Sanjiv Kumar Aggarwal (DIN: 00227251) as Whole Time Director of the Company for a period of 5 years, with effect from 01st October 2015 on the remuneration and terms and conditions as set out in the accompanying explanatory statement attached hereto with liberty to the Board of Directors (herein after referred to as 'the Board', which term shall be deemed to include any Committee which the Board may constitute to exercise its powers including the powers conferred by this resolution) to alter/vary any such terms and conditions so as not to exceed the limits specified in Schedule V read with section 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or re-enactments thereof.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary or increase the remuneration, payable to Mr. Sanjiv Kumar Aggarwal for such remaining period of his tenure, including salary, perquisites, allowances etc., with such prescribed limits or ceilings under Companies Act 2013 without any further reference to or approval by the Company in General Meeting.

RESOLVED FURTHER THAT the remuneration proposed to be paid to Mr. Sanjiv Kumar Aggarwal be paid as minimum remuneration in the case of absence and inadequacy of profits.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps including acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

6. To consider and thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

"RESOLVED THAT Pursuant to the provisions of Section 149, 150, 152, 161 and any other applicable provisions of the Companies Act 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with schedule IV to the Companies Act, 2013. Mr. Arunagshu Ghosh, (DIN: 07072570), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. January 17, 2015 and who hold office up to the



date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director of the Company, has been received, be and is hereby appointed as an Independent Director of the Company to hold office for Five (5) Consecutive years for a term up to March 31, 2020.”

7. To consider and thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT Pursuant to the provisions of Section 149, 150,152, 161 and any other applicable provisions of the Companies Act 2013 and the rules made there under(including any statutory modification(s) or re-enactment thereof for the time being in force) read with schedule IV to the Companies Act, 2013. Mrs. Anjana Mehra, (DIN: 07071868), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. January 17, 2015 and who hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director of the Company, has been received, be and is hereby appointed as an Independent Woman Director of the Company to hold office for Five (5) Consecutive years for a term up to March 31, 2020.”

By Order of the Board
For **STL GLOBAL LIMITED**
Sd/-

J. P. Aggarwal
(DIN: 00049237)
(Chairman cum Managing Director)

Date: 10th August, 2015
Place: Faridabad

NOTES:-

1. The Explanatory Statement, pursuant to section 102 of the Companies Act, 2013, with regard to the above stated resolutions mentioned is enclosed.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. A blank form of proxy is enclosed which if used should be returned to the Company duly completed not latter than Forty-Eight hour before the commencement of the meeting.
3. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their own copies to the meeting. We hope you will help us in our endeavor to control cost.
4. Members desirous of raising queries at the AGM are requested to send in their queries so as to reach the Company’s Registered Office at least seven days in advance before the AGM so that the same can be adequately replied.
5. Members are requested to produce the enclosed Attendance Slip duly signed at the entrance to the Meeting. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID Numbers for identification.
6. No Gifts shall be distributed at the ensuing 18th Annual General Meeting of the Company.
7. Members are requested to notify the change of address, if any, immediately to the Company/Registrar quoting their folio numbers in respect of shares held in physical mode.
8. **Voting through electronic means:**

The Company is pleased to offer e-voting facility for its Members to enable them to cast their votes electronically and the business may be transacted through electronic voting system

The ‘Step-by-Step’ procedure and instructions for casting your vote electronically are as under:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on “Shareholders” tab.
- (iii) 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.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Physical Shareholders who have not updated their PAN with the Company are requested to use the first two letters of their name in Capital Letter followed by 8 digits folio no in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the folio number. Eg. If your name is Ramesh Kumar with folio number 1234 then enter RA00001234 in the PAN field • Demat Shareholders who have not updated their PAN with their Depository Participant are requested to use the first two letters of their name in Capital Letter followed by 8 digit CDSL/ NSDL client id. For example: in case of name is Sanjay Pujara and Demat A/c No. is 12058700 00001234 then default value of PAN is 'RA00001234.
DOB#	<p>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.</p>
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <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 the number of shares held by you as on September 23rd, 2015 in the Dividend Bank details field.

- (vii) Click on the EVSN for the relevant **STL Global limited** on which you after entering these details appropriately click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly 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 also to be 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for STL Global limited on which you choose to vote.
- (xi) 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.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xiii) 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.
 - (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
 - (xvi) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

Please follow all steps from Sl. no. (i) to Sl. no. (xvi) above to cast vote.

General Instructions:

- (A) The voting period begins on Sunday, 27th September, 2015 (9:00 am) and ends on Tuesday, 29th September, 2015 (5:00 pm). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (B) Since the company is required to provide members the facility to cast their vote by electronic means, the shareholders holding shares either in physical form or in dematerialized form as on the cut-off date of 23rd September 2015 and not casting their vote electronically, may only cast their vote at the Annual General meeting.
- (C) Mrs. Savita Trehan, Practising Company Secretary, (CP NO. 2569), has been appointed as the Scrutinizer to scrutinize the e-voting process.
- (D) The Scrutinizer shall, with in a period of three working days from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the company and make a scrutinizer’s Report of the votes cast in favour of or against, if any , forthwith to the Chairman of the Company.

- (E) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 23rd September.
- (F) The Results declared along with the Scrutinizer's report shall be placed on the Company's website i.e. www.stl-global.com and on the website of CDSL within two days of passing the resolutions at the 18th annual general meeting of the Company on 30th September, 2015.
- (G) 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.com under help section or write an email to helpdesk.evoting@cdslindia.com.

9. The Register of Members and Share Transfer Books of the Company Shall remain closed from Thursday the 24th September 2015 to Wednesday the 30th September 2015 (both days inclusive).

10. ADDITIONAL INFORMATION IN TERMS OF CLAUSE 49 OF THE LISTING AGREEMENT ON DIRECTORS RECOMMENDED FOR APPOINTMENT/RE-APPOINTMENT OR SEEKING ELECTION AT THE ANNUAL GENERAL MEETING:

Name of the Director	Mr. Jai Parkash Aggarwal	Mr. Sanjiv Kumar Aggarwal	Mr. Arunagshu Ghosh	Mrs. Anjana Mehra
Date of birth	22-12-1949	07-11-1956	02-09-1953	08-12-1951
Nationality	Indian	Indian	Indian	Indian
Date of Appointment	February 28, 2005	September 30, 2005	January 17, 2015	January 17, 2015
Qualifications	B.E. (Mechanical)	Law Graduate	Graduate	B.A. & L.L.B
Expertise in specific functional areas	Mr. J.P. Aggarwal also has a vast & varied experience of more than 45 years in Textile & Chemical Industry. He is associated with the Company since its inception and has been mainly involved in the long term planning and overall Management of affairs of the Company.	Mr. Sanjiv Kumar Aggarwal is having over 35 years of rich, vast and varied experience in legal & other diverse fields. He advises the board in legal matters & policy formulation.	Mr. Arunagshu Ghosh is 62 years of age. He was retired from the Lal Bahadur Shastri School, Delhi from Administration department. He advice the board in many policy making decision & other company's & shareholders benefit related matters.	Mrs. Anjana Mehra is 63 years of age. She is having over 35 years of rich, vast and varied experience in legal matters. She advises the board in legal matters & policy formulation.
Shareholding in STL Global	2868827 (10.45%)	NIL	NIL	NIL
Directorship in other Companies and membership of Committees	Companies: 2 Committees: 2	Companies: NIL Committees: 2	Companies: NIL Committees:1	Companies: NIL Committees:2

EXPLANATORY STATEMENT

{Pursuant to provisions of section 102 of the Companies act 2013}

As required under section 102 of the Companies Act, 2013. The following Explanatory Statement set out all material facts relating to the business mentioned under notice convening Eighteenth Annual General Meeting:

ORDINARY BUSINESS

Item No. 2

Mr. Jai Parkash Aggarwal is associated with the Company since its inception and has been the major driving force behind the company's evolution.

Mr. Jai Parkash Aggarwal retires by rotation at the forthcoming 18th Annual General Meeting and being eligible he offers himself to be re-appointed. The Board recommends his re-appointment. None of the directors except Mr. J. P. Aggarwal & Mr. Vishal Aggarwal is concerned or interested in this resolution.

Also pursuant to the provisions of the listing agreement, it is to be noted that Mr. Jai Parkash Aggarwal is the Father-in-law of Mr. Vishal Aggarwal and except this he does not have any inter-se relationship with any other director of the Company.

SPECIAL BUSINESS

Item No. 4

Mr. Jai Parakash Aggarwal aged 65 years is the chairman cum Managing Director of the Company, having more than 45 years of experience in Textile Industry. He is associated with the Company since its inception and has been the major driving force behind the company's evolution. He has done B.E. (Mechanical) from Thapar University. He started his career in Chemical Business in the year 1971 as production Engineer in Dalmia Cement Factory. Later on, he set up a plant of chlorinated paraffin Wax at Faridabad, in 1980 he set up another plant of Chlorinated Paraffin Wax at Gujarat. From 1992 to 1998, he was associated with SPL industries as the Chairman of the Company. Presently, he is responsible for execution of objectives and strategic planning of the Company.

Mr. Jai Parkash Aggarwal, currently holding the position of Managing Director of the company since its inception. His term as a Managing Director would expired on 27.02.2015 and in order to continue on this position the board has also approved his appointment as a Managing Director for a further period of 5 years effective from 28th February 2015 subject to approval of shareholders. Board is of the opinion that continuation of Mr. Jai Parkash Aggarwal as a Managing Director is ideally suited to nature of our industry and necessary for effectively managing the affairs of the company.

As there is inadequacy of profits in the company during the financial year ended on 31st March 2015, hence in accordance with the provisions of Schedule V of the Companies Act 2013, the remuneration of Mr. Jai Parakash Aggarwal has also been approved by the Remuneration Committee.

Mr. Jai Parakash Aggarwal is entitled to the following remuneration as already approved by the Board, in pursuance of the provisions of Schedule V and other applicable provisions of the Companies Act 2013.

- A) **Appointment** : For a period of 5 years effective from 28/02/2015 to 27/02/2020
B) **Remuneration** : From 28/02/2015 to 27/02/2020

1. Basic Salary : **Rs. 45000/- Per Month**
2. House Rent Allowance : **Rs. 18750/- Per Month**
3. Conveyance Allowance : **Rs. 11250/- Per Month**
4. Contribution to provident fund and superannuation funds as per the rules of the company.
5. Medical benefits for self and family provided that the total expenses on this account should not exceed Rs. 45000/- per year being one month basic salary.
6. Leave and Leave travel allowance as per the prevailing policy of the Company.

This should also be considered as an abstract of the terms of appointment of Mr. Jai Parkash Aggarwal as Managing Director of the Company and a memorandum as to the nature of the concern or interest of the Directors in the said appointment, as required under section 190 of the Companies Act, 2013.

The resolution contained at item no. 4 of the notice convening 18th AGM is proposed to be passed as a Special Resolution for appointment of Mr. Jai Parkash Aggarwal as a Managing Director. The Board recommends above resolution for the approval of shareholders. Except Mr. Jai Parkash Aggarwal and Mr. Vishal Aggarwal none of the Directors is concerned or interested in this resolution. Office of Mr. Jai Parkash Aggarwal as a director shall be subject to retirement by rotation at the Annual General Meetings of the Company.

Also pursuant to the provisions of the listing agreement, it is to be noted that Mr. Jai Parakash Aggarwal is the Father-in-law of Mr. Vishal Aggarwal and except this he does not have any inter-se relationship with any other director of the Company.

Item No. 5

Mr. Sanjiv Kumar Aggarwal, aged 59 years is currently holding the position of Whole Time Director of the company since 01st October 2010. His term as a Whole Time Director will also expire on 30.09.2015 and in order to continue on this position the board has also approved his appointment as a Whole Time Director for a further period of 5 years effective from 01st October 2015 subject to approval of shareholders. Board is of the opinion that continuation of Mr. Sanjiv Kumar as a Whole Time Director is ideally suited to nature of our industry and necessary for effectively managing the affairs of the company.

As the shareholders already know, Mr. Sanjiv Kumar Aggarwal is a Law Graduate and he has having over 35 years of rich, vast and varied experience in legal & other diverse fields. He advises the board in legal matters & policy formulation.

As there is inadequacy of profits in the company during the financial year ended on 31st March 2015, hence in accordance with the provisions of Schedule V of the Companies Act 2013, the remuneration of Mr. Sanjiv Kumar Aggarwal has also been approved by the Remuneration Committee.

Mr. Sanjiv Kumar Aggarwal is entitled to the following remuneration as already approved by the Board, in pursuance of the provisions of Schedule V and other applicable provisions of the Companies Act 2013.

A) Appointment : For a period of 5 years effective from 01/10/2015 to 30/09/2020

B) Remuneration : From 01/10/2015 to 30/09/2020

1. Basic Salary : **Rs. 21000/- Per Month**
2. House Rent Allowance : **Rs. 8750/- Per Month**
3. Conveyance Allowance : **Rs. 5250/- Per Month**
4. Contribution to provident fund and superannuation funds as per the rules of the company.
5. Medical benefits for self and family provided that the total expenses on this account should not exceed Rs. 21000/- per year being one month basic salary.
6. Leave and Leave travel allowance as per the prevailing policy of the Company.

This should also be considered as an abstract of the terms of appointment of Mr. Sanjiv Kumar Aggarwal as Whole Time Director of the Company and a memorandum as to the nature of the concern or interest of the Directors in the said appointment, as required under section 190 of the Companies Act, 2013.

The resolution contained at item no. 5 of the notice convening 18th AGM is proposed to be passed as a Special Resolution for appointment of Mr. Sanjiv Kumar Aggarwal as a Whole Time Director. The Board recommends above resolution for the approval of shareholders.

Item No. 6

The Securities and Exchange Board of India (SEBI) has amended clause 49 of the listing agreement inter alia stipulating the conditions for the appointment of independent directors by a listed company.

It is proposed to appoint Mr. Arunagshu Ghosh as an independent director under Section 149 of the Companies Act, 2013 and clause 49 of the Listing agreement and to hold office for Five (5) consecutive years commencing from 18th Annual general meeting of the Company. Mr. Arunagshu Ghosh is not disqualified from being appointed as director in terms of Section 164 of the Act and have given his consent to act as director.

The company has also received declaration from him that he meet with the criteria of independence as prescribed both under sub-section (6) of the section 149 of the act and clause 49 of the Listing agreement. He was retired from the Lal Bahadur Shastri School, Delhi from Administration department. He advice the board in many policy making decision & other company's & shareholders benefit related matters. He advices the board in financial matters as well as in policy formulation & decision making. The board is of the opinion that rich & diversified experience of Mr. Arunagshu Ghosh would be of immense benefit of the Company in terms of his advice to the board in decision making.

Also pursuant to the provisions of the listing agreement, it is to be noted that Mr. Arunagshu Ghosh does not have any inter-se relationship with any of the directors of the Company.

The Board recommends the resolution set out in **item no. 6** for the approval of members.

Item No. 7

The Securities and Exchange Board of India (SEBI) has amended clause 49 of the listing agreement inter alia stipulating the conditions for the appointment of independent directors by a listed company.

It is proposed to appoint Mrs. Anjana Mehra as an independent woman director under Section 149 of the Companies Act, 2013 and clause 49 of the Listing agreement and to hold office for Five (5) consecutive years commencing from 18th Annual general meeting of the Company. Mrs. Anjana Mehra is not disqualified from being appointed as director in terms of Section 164 of the Act and have given his consent to act as director.

The company has also received declaration from her that she meets with the criteria of independence as prescribed both under sub-section (6) of the section 149 of the act and clause 49 of the Listing agreement Mrs. Anjana Mehra is 63 years of age. She is having over 35 years of rich, vast and varied experience in legal matters. She advices the board in legal matters & policy formulation. The board is of the opinion that rich & diversified experience of Mrs. Anjana Mehra would be of immense benefit of the Company in terms of her advice to the board in decision making.

Also pursuant to the provisions of the listing agreement, it is to be noted that Mrs. Anjana Mehra does not have any inter-se relationship with any of the directors of the Company.

The Board recommends the resolution set out in **item no. 7** for the approval of members.

By Order of the Board
For **STL GLOBAL LIMITED**

Date: 10th August, 2015
Place: Faridabad

Sd/-
J. P. Aggarwal
(DIN: 00049237)
(Chairman cum Managing Director)



STL GLOBAL LIMITED

CIN: L51909DL1997PLC088667

Unit No. 111, Block No. – 1, 1st Floor, Tribhuwan Complex, Ishwar Nagar, New Delhi – 110065

Tel.: 011-26935829, website: www.stl-global.com

EMAIL: investors@stl-global.com

DP Id No.		Folio No.	
Client Id No.		No. of shares	

ATTENDANCE SLIP

I/We hereby record my presence at the Eighteenth Annual General Meeting of the Company held on Wednesday the 30th day of September 2015 at Conference Room-3, First Floor, India Corporate Centre, J2/B1 Extension, Mohan Cooperative, Mathura Road, New Delhi-110044, at 10:00 A.M.

NAME/S OF THE SHAREHOLDER (IN BLOCK LETTERS)	
NAME OF THE PROXY (IN BLOCK LETTERS)	
SIGNATURE OF THE SHAREHOLDER/PROXY	

Notes:

1. Member/s intending to appoint a Proxy should complete the Proxy form below and deposit it at the registered office of the Company not later than 48 hours before the time of Commencement of the meeting.
2. A Proxy need not be a member.
3. A Proxy cannot speak at the meeting or vote on a show of hands.

_____Space intentionally left blank_____



STL GLOBAL LIMITED

CIN: L51909DL1997PLC088667

Unit No. 111, Block No. – 1, 1st Floor, Tribhuwan Complex, Ishwar Nagar, New Delhi – 110065

Tel.: 011-26935829, website: www.stl-global.com

EMAIL: investors@stl-global.com

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s) : _____
Registered address : _____
E-mail Id : _____
Folio No/Client ID : _____
DP ID : _____

I/We, being the member (s) of _____ holding _____ shares of the above named company, hereby appoint

1. Name: _____ Address: _____

E-mail Id: _____ Signature: _____ or failing him

2. Name: _____ Address: _____

E-mail Id: _____ Signature: _____ or failing him

3. Name: _____ Address: _____

E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 18th Annual general meeting of the company, to be held on Wednesday, 30th day of September, 2015 At 10:00 a.m. at Conference Room-3, First Floor, India Corporate Centre, J2/B1 Extension, Mohan Cooperative, Mathura Road, New Delhi-110044 and at any adjournment thereof in respect of such resolutions as are indicated below-

S. No.	Resolution	Optional	
		For	Against
1	Adoption of Financial statements, Directors' Report and Auditors Report for the financial year 2014-15		
2	Retirement by rotation of Director – Mr. Jai Parkash Aggarwal		
3	Appointment of Auditors		
4	Re-Appointment of Mr. Jai Parkash Aggarwal as an Managing Director		
5.	Re-Appointment of Mr. Sanjiv Kumar Aggarwal as an Whole Time Director		
6	Appointment of Mr. Arunagshu Ghosh as an Independent Director		
7	Appointment of Mrs. Anjana Mehra as an Independent Woman Director		

Affix Revenue

Stamp of Rs. 1/-

Signed this _____ day of _____ 2015 Signature of shareholder _____

Signature of Proxy holder's _____

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. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of 18th Annual General Meeting.
3. It is optional to put an "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details of member(s) in above box before submission.