

SHRI MATRE POWER & INFRASTRUCTURE LTD.

(formerly Shri Shakti LPG Ltd.)

(CIN L40102TG1993PLCO15988)

Lr.No. SMPIL/Reg.30/2016

Dated 3rd September 2016

To
The Corporate Relations Department
BSE LIMITED
25th Floor, Dalal Street
P.J. Towers
Mumbai - 400001
SCRIP CODE : 531322

The Listing Department
NATIONAL STOCK EXCHANGE
Exchange Plaza, 5th Floor
Plot No. C/I, G Block
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 001
Name of the Scrip: SHAKTIGAS

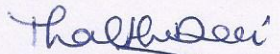
Dear Sir/Madam,

Sub: REG 30 OF SEBI (LODR) REGULATIONS 2015 - SMPIL - SCRIP
CODE SHAKTIGAS & 531322 - REG.

As required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the Postal Ballot Notice seeking approval of the Members for the transactions as set out in the notice.

Kindly take the compliance on to the record.

For Shri Matre Power and Infrastructure Ltd.


(CS Lalitha Devi T.)
Company Secretary

Encl: AA

Revised for W-6 n/6

SHRI MATRE POWER AND INFRASTRUCTURE LTD.
(Formerly Shri Shakti LPG Ltd)
(CIN L40102TG1993PLCO15988)

Regd. office : Venus Plaza, Adj. to Old Airport,
Begumpet, S.P. Road, Hyderabad - 500016
Website : www.shrishakti.com;
email : info@shrishakti.com; cs@shrishakti.com
Telephone : 040-27902929/27905656

NOTICE OF POSTAL BALLOT

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014

Dear Member(s)

NOTICE is hereby given pursuant to Section 110 of the Companies Act 2013 (the Act), read with Section 13 and 15 of the Act for obtaining the consent of the Members by way of special resolution through postal ballot for Alteration in Objects Clause of the Memorandum of Association of the Company and for change of the name of the company.

Accordingly the draft Special Resolutions and Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons for which such resolutions are proposed are being sent to you along with the Postal Ballot Form for your consideration.

Kindly accord your assent or dissent, as the case may be, to the above mentioned resolution in the enclosed form. Your assent must be recorded in the box marked "Assent" and dissent in the box "Dissent" by placing a tick mark (in the appropriate column against the resolutions).

M/s Krishna Kumar & Associates represented by its proprietor CS. A. Krishna Kumar (Membership No. FCS: 5356), Practicing Company Secretary has been appointed as the Scrutinizer for conducting the Postal Ballot and electronic voting (e-voting) process thereto in accordance with the provisions of the Act and Rules made thereunder in a fair and transparent manner.

Before casting your vote, please read carefully the instructions printed in the postal ballot form and return the form duly completed in the attached self addressed Business Reply Envelope so as to reach the scrutinizer on or before the closing of the working hours i.e. on Thursday, the 29th September 2016 at 5.00 p.m. to A. Krishna Kumar, Scrutinizer, M/s. Shri Matre Power and Infrastructure Limited, Venus Plaza, Adj. to Old Airport, Begumpet, S.P.Road, Hyderabad - 500 016 (Telangana).

For Members opting for E-Voting :

In Compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide e-voting facility as an alternate, to all its Members, to enable them to cast their votes electronically, instead of physical Postal Ballot Form. E-voting is optional.

Please carefully read and follow the instructions on e-voting printed in this Notice. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny in accordance with the provisions of Section 110 of the Act, 2013 read with Companies (Management and Administration) Rules, 2014.

The results of said postal ballot along with the Scrutinizer's report will be posted on the Company's website www.shrishakti.com and will be communicated to the Bombay Stock Exchange Limited and National Stock Exchange where the equity shares of the Company are listed.

The results of postal ballot shall also be announced through newspaper advertisement.

Thanking You,

By Order of the Board

Sd/-

Date: 8-8-2016
Place: Hyderabad

(D.V. MANOHAR)
CHAIRMAN & MANAGING DIRECTOR

Encl : as above

INSTRUCTIONS FOR VOTING

Voting through Physical Postal Ballot Form

1) The Members are requested to carefully read the instructions printed in the Postal Ballot Form and return the Postal Ballot Form duly completed with the assent (for) or dissent (against), in the enclosed postage pre-paid self-addressed envelope, so as to reach the Scrutinizer, not later than the close of working hours i.e., **5:00 P.M on Thursday, the 29th September 2016** to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Member.

2) The Members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted.

Envelopes containing Postal Ballot Form if deposited in person or sent by courier at the expense of the members will also be accepted.

Voting through electronic means

The instructions for Shareholders for e-voting are as under:

(a) In case of Shareholders' receiving e-mail from NSDL

- (i) Open e-mail and open PDF file viz; "remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL:
<https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- (vii) Select "EVEN" of Shri Matre Power and Infrastructure Limited
- (viii) Now you are ready for e-Voting as Cast Vote page opens
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote

(xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail akkfcs@yahoo.co.in with a copy marked to evoting@nsdl.co.in.

(b) In case of Shareholders' receiving Postal Ballot Form by Post:

(i) Initial password is provided as below/at the bottom of the Postal Ballot Form.

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

(c) 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 Downloads section of www.evoting.nsdl.com.

(d) If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.

I.

The e-voting period will commence on **31st August 2016 at 10.00 a.m. and end on 29th September 2016 at 5:00 p.m. (both days inclusive)**. During this period members, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by NSDL thereafter. Please note that once the vote on a resolution has been cast, members cannot change it subsequently.

In case of any queries you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the "downloads" section of <https://www.evoting.nsdl.com> or contact NSDL by email at evoting@nsdl.co.in

General

1) The Scrutinizer will submit the report to the Chairman after completion of the scrutiny and the results of the Postal Ballot will be announced on 03/10/2016 at the Registered Office of the Company. The results of the Postal Ballot will be hosted on the Company's website at www.shrishakti.com for information of the Members, besides being communicated to the stock exchanges on which the shares of the Company are listed. The date of declaration of the Postal Ballot results will be taken as the date of passing the Resolutions.

2) Members can opt for only one mode of voting i.e. either by physical ballot or by electronic mode. In case, any member casts vote through physical ballot as well as electronic mode, then voting done through physical ballot shall prevail and voting done by electronic mode will be treated as invalid.

3) The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

RESOLUTIONS TO BE PASSED THROUGH THE POSTAL BALLOT

ITEM NO. 1

ALTERATION OF THE OBJECTS CLAUSE AND ADOPTION OF NEW SETS OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

(a) MAIN OBJECTS

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), and the Rules framed thereunder, as amended from time to time, and subject to the approval of the Ministry of Corporate Affairs or any other approvals from statutory or regulatory authority, as may be necessary, Clause III (Objects Clause) of the Memorandum of Association of the Company, be and is hereby altered by inserting the following sub-clause 4 under Part - A of Clause III, after the existing sub-clause 3 under the Main Objects and the remaining sub-clauses be re-numbered accordingly :

'4. To carry on the business of hospitality and tourism including e-commerce, owning, leasing and operating hotels, restaurants, bars, food courts, outdoor catering, food trucks, food delivery, logistic supports, travel & tourism portals, travel and tourism startups, amusements parks, shopping plazas, recreation centers, clubs and amusement arcades and to acquire lands, premises and assets of running businesses for this purpose.'

(b) OTHER OBJECTS

"RESOLVED THAT the other objects existing in the Memorandum of Association of the company will be altered so as to include the following as 1(e) after the existing Clause 1(d) and the entire Other Objects be shifted to "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A)" of the Company as per the provisions of the Companies Act, 2013."

"1(e): To fish using refrigerated vessels / trawlers in the EEZ and other permitted areas of Indian sea waters and in various other countries' waters using variety of fishing gear and methods and sea food processing, value-adding into ready to cook and ready to eat products, marketing and trading of sea food commodities, trading in fishing gear, marine and ships spares, operating mother ships and barges for ferry vessels, management of fishing ports, ship chandelling, etc."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all other steps as may be required to give effect to the above resolutions."

**ITEM NO. 2 CHANGE OF NAME AND CONSEQUENT ALTERATION OF
MEMORANDUM & ARTICLES OF ASSOCIATION OF THE COMPANY**

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

"RESOLVED THAT pursuant to Section 13 and other applicable provisions, if any of the Companies Act, 2013 and subject to the approval of the Ministry of Corporate Affairs and any other Regulatory/Statutory approvals as may be required in this matter, consent of the members of the company be and is hereby accorded to the Board of Directors of the Company for changing the name of the Company from "Shri Matre Power and Infrastructure Limited" to "Sri Havisha Hospitality and Infrastructure Limited."

"RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name "Shri Matre Power and Infrastructure Limited" be substituted with the new name "Sri Havisha Hospitality and Infrastructure Limited" and clause I of the Memorandum of Association of the Company be substituted with the following clause :

Name of the Company : The Name of the Company is "Sri Havisha Hospitality and Infrastructure Limited". "

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all other steps as may be required to give effect to the aforesaid resolution."

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

The Board is of the opinion that the hospitality Industry is one area with lot of potential particularly in the States of AP and Telengana. The Board accordingly decided that Company should explore possibility of acquiring /merging with any other Company which is in Hospitality business so that the operations can be commenced within a short time.

The objects clause of the company requires to be so made out as to cover the wide range of activities to enable the company to consider embarking upon new projects and activities considered to be convenient, advantageous and feasible for the company's business.

In order to seize the opportunity available in hospitality segment, it is proposed to elaborate the Main Objects of the Company by incorporating the suitable clauses in the Main Objects of the Memorandum to cover these activities. In this connection, the new sub-Clauses no.4 of Main Objects is being added to the existing clauses and clause 1(e) after the clause 1(d) in Other Objects to enable the Company to take-up the same as and when opportunity arises.

In view of the above, it is proposed to amend the objects clause of the memorandum of association of the company by inserting the sub-clause under Part - A of Clause III, after the existing sub-clause 3 and the remaining sub-clauses be re-numbered accordingly.

Such Alteration in the Main Objects would require the approval of members by passing Special Resolution through Postal Ballot under Section 13 read with Rule 22 of Companies (Management & Administration) Rules, 2014. Further such amendments in the Objects Clause of the Memorandum of Association shall be effective upon the Registration of the Resolution by the Registrar of Companies, Andhra Pradesh & Telangana, Hyderabad.

As per Section 4 read with Section 6 and 13 of the Companies Act 2013 every company has to adopt new sets of Memorandum of Association by replacing the incidental or ancillary objects with the title "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:-" and by completely deleting the Other Objects Clause. Hence it is proposed to adopt the new sets of Memorandum of Association as per the Companies Act, 2013.

The necessary Postal Ballot forms and the draft Resolutions along with the Explanatory Statements pertaining to the said resolution explaining in detail the material facts, has been sent along with the said Notice. The draft copy of the Memorandum of Association of the Company is available for inspection at the Registered Office of the Company on any working day during business hours.

The Board recommends the Resolution at Item No. 1 of the Notice for approval of the shareholders by way of a Special Resolution by Postal Ballot through Physical Postal Ballot or through e-voting process, as the case may be, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for passing the Special Resolutions under Item No. 1 as set out in this Notice.

None of the Directors, Key Managerial Personnel and relatives thereof is interested or concerned in the proposed Special resolution except to the extent of their shareholding.

Item No. 2

Your Company is in process of expansion of business and the management proposes to change the name of your Company. The Board of Directors of the Company proposed that in order to ensure that the name of the Company adequately reflects the businesses being carried on by the Company, it is proposed to appropriately change the name of the Company from "Shri Matre Power and Infrastructure Limited" to "Sri Havisha Hospitality and Infrastructure Limited"

Pursuant to Company's application for reservation of name filed with Ministry of Corporate Affairs (MCA on 11-8-2016, the MCA has made available the name "Sri Havisha Hospitality and Infrastructure Limited" for a period of 60 days from the date of application.

Pursuant to Section 13 of the Companies Act, 2013, approval of members of the company is required by way of special resolution for alteration of Memorandum and Articles of Association of the Company for the above name change.

The Board recommends the Resolution at Item No. 2 of the Notice for approval of the shareholders by way of a Special Resolution by Postal Ballot through Physical Postal Ballot or through e-voting process, as the case may be, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for passing the Special Resolutions under Item No. 2 as set out in this Notice.

None of the Directors, Key Managerial Personnel and relatives thereof is interested or concerned in the proposed Special resolution except to the extent of their shareholding.

By order of the Board

Sd/-

(D.V. MANOHAR)
CHAIRMAN & MANAGING DIRECTOR

Date: 8-8-2016
Place: Hyderabad

SHRI MATRE POWER AND INFRASTRUCTURE LTD.

(Formerly Shri Shakti LPG Ltd)
(CIN L40102TG1993PLCO15988)

Regd. office : Venus Plaza, Adj. to Old Airport,
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Website : www.shrishakti.com;
email : info@shrishakti.com; cs@shrishakti.com
Telephone : 040-27902929/27905656

POSTAL BALLOT FORM

(To be returned to the Scrutinizer appointed by the Company)

Name & Registered Address of the Sole/First
named Member / Beneficial owner

Name(s) of Joint Holders, if any

Folio NO. / DP ID-Client ID
(for shares held in demat form)

I / We hereby exercise my / our vote in respect of the Special Resolutions to be passed through postal
ballot for the Special Business stated in the Notice of Postal Ballot dated 08-08-2016 issued by the
Company by conveying my / our assent or dissent to the said resolution by placing a tick (✓) mark
in the appropriate box below :

Description	No. of shares held	Assent (For)	Dissent (Against)
ITEM NO. 1 Alteration of the Objects Clause and Adoption of New Sets of Memorandum of Association pursuant to Section 13 read with Sections 4 and 6 and any other applicable provisions, if any, of the Companies Act, 2013 and as per the Postal Ballot Notice dated 08-08-2016.			
ITEM NO. 2 Change of Name and consequent alteration of Memorandum and Articles of Association of the Company pursuant to Section 13 and any other applicable provisions, if any, of the Companies Act, 2013 and as per the Postal Ballot Notice dated 08-08-2016.			

Place :

Date :

Signature of the Member