

**AAR COMMERCIAL COMPANY LIMITED**

[CIN: L63090WB1982PLC035019]

1, British India Street (Old Complex), Mezzanine Floor, Room No.20, Kolkata-700069

Website: [www.aarccl.in](http://www.aarccl.in); Tel: 033-46003498, E mail: investors.commercial@rediffmail.com

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**NOTICE OF 36<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE THIRTY SIXTH ANNUAL GENERAL MEETING OF AAR COMMERCIAL COMPANY LIMITED (CIN - L63090WB1982PLC035019) WILL BE HELD ON MONDAY, SEPTEMBER 24, 2018 AT 11:00 A.M., AT THE REGISTERED OFFICE, 1, BRITISH INDIA STREET (OLD COMPLEX), MEZZANINE FLOOR, ROOM NO. 20, KOLKATA - 700069 TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS**

1. (a) To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2018 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.  
  
(b) To receive, consider and adopt the Audited Consolidated Statement of Profit and Loss for the year ended March 31, 2018 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
2. To appoint Director in place of Uma Sharma (DIN: 06862354), who retires by rotation and is eligible for re-appointment.
3. Ratification of Appointment of Auditors  
To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:-

“RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s R.K. Tapadia & Co., Chartered Accountants (Firm Regn. 318166E), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (“AGM”) till the conclusion of the 37<sup>th</sup> AGM of the Company to be held in the year 2019, to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**SPECIAL BUSINESS**

4. **To re-appoint Mr. Rajendra Yadav (DIN: 06980909) as an Independent Director for Second Term and, if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 framed thereunder, read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. Rajendra Yadav (DIN: 06980909), who was appointed as an Independent Director and who holds the office of Independent Director up to September 29, 2019 and who meets the criteria for Independence, being eligible for re-appointment be and is hereby re-appointed as a non-retiring

Independent Director on the Board of the Company for Second Term of 5 (Five) consecutive years w.e.f. September 30, 2019.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all other acts, deeds and things as may be necessary in this regard.”

By Order of the Board of Directors  
**AAR COMMERCIAL COMPANY LIMITED**

**Place:** Kolkata  
**Date:** 14<sup>th</sup> August, 2018

**DIRECTOR**  
**(Anupam Khetan)**  
**DIN: 07003797**

**Registered Office:**  
1, British India Street, (Old Complex),  
Mezzanine Floor, Room No. 20,  
Kolkata – 700069  
CIN-L63090WB1982PLC035019  
Tel: 033-46003498  
Email: investors.commercial@rediffmail.com  
Website: [www.aarccl.in](http://www.aarccl.in)

#### **NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY(IES) NEED NOT BE A MEMBER.** The instrument appointing Proxy(ies) as per the format included in the Annual Report should be returned to the Registered Office of the Company not less than FORTY-EIGHT HOURS before the time for holding the Meeting. Proxies submitted on behalf of limited companies, societies, partnership firms, etc. must be supported by appropriate resolution/authority, as applicable, issued by the member organization. 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 a Member.
2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company, a certified copy of the Board Resolution authorising their representative to attend and vote in their behalf at the Meeting.
3. Members/Proxies are requested to submit the enclosed Attendance Slip duly filled in and signed at the entrance of the venue for attending the Meeting. Members who hold shares in dematerialized form are requested to mention their Client ID and DP ID details and those who hold shares in physical form are requested to write Folio number in the attendance slip.
4. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. **The Register of Members and Transfer Books of the Company will be closed from Tuesday, September 18, 2018 to Monday, September 24, 2018, both days inclusive.**

6. Members who hold shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
7. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Company's Registrars and Transfer Agents, for consolidation into a single folio.
8. SEBI has mandated the submission of Permanent Account Number (PAN) for participating in the securities market, deletion of name of deceased holder, transmission/transposition of shares. Members are requested to submit the PAN details to their Depository Participant in case of holdings in dematerialized form and to the Company's Registrars and Transfer Agents, mentioning your correct reference folio number in case of holdings in physical form.
9. Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address/name, PAN details, etc. to their Depository Participant only and not to the Company's Registrars and Transfer Agents. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its Registrar and Transfer Agents to provide efficient and better service to the Members.
10. Members desiring any information as regards the Accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready at the Meeting.
11. **No gifts or coupons shall be distributed at the meeting.**
12. In terms of the provisions of Section 136 of the Companies Act, 2013 read with Rule 11 of the Companies (Accounts) Rules, 2014, service of notices/documents to the shareholders can be made through electronic mode, provided the Company has obtained the e-mail address(es) of the shareholder(s). Also, the shareholders who have not registered their e-mail address for receiving the Balance Sheet etc., they will be sent the physical copies through any recognised mode of delivery as specified under Section 20 of the Companies Act, 2013.

Further, in compliance with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall supply:

- (i) Soft copies of full annual reports containing its Balance Sheet, Statement of Profit & Loss and Board's Report to all those shareholder(s) who have registered their e-mail address(es) for the purpose;
- (ii) Hard copy of statement containing the salient features of all the documents as prescribed in Section 136 of the Companies Act, 2013 to those shareholder(s) who have not so registered;
- (iii) Hard copies of full annual reports to those shareholders who request for the same.

**As a result, Members are requested to register their e-mail address(es) and changes therein from time to time, by directly sending the relevant e-mail address along with the details of name, address, Folio No., shares held:**

- i) To the Registrar and Share Transfer Agent shares held in physical form and;**
- ii) In respect of shares held in demat mode, also provide DP ID/ Client ID with the above details and register the same with their respective Depository Participants.**

Upon registration of the e-mail address(es), the Company proposes to send Notices, Annual Report and such other documents to those Members via electronic mode/e-mail.

### 13. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, 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 Listing Regulations, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 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).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on **21<sup>st</sup> September, 2018 (9:00 AM)** and ends on **23<sup>rd</sup> September, 2018 (5:00 PM)**. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 17<sup>th</sup> September, 2018**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. **The process and manner for remote e-voting are as under:  
The procedure to login to e-Voting website consists of two steps as detailed hereunder:**

#### **Step 1: Log-in to NSDL e-Voting system**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
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 will be as per details given below:
  - 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 enter the 'initial password' and the system will force you to change your password.
  - 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 8digit 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 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](http://www.evoting.nsdl.com).
    - b. "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c. If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto: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.

#### **Step 2: 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 the Company.
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 (Scrutinizer mail ID) to with a copy marked to [evoting@nsdl.co.in](mailto: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](http://www.evoting.nsdl.com) to reset the password.
14. Since e-voting facility (including Ballot Forms) is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.

15. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their attendance slip along with a copy of Annual Report to the Meeting.

## **ATTENTION TO THE SHAREHOLDERS**

### **TRANSFER OF SHARES COMPULSORILY IN DEMAT MODE**

As per amended Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 amended vide SEBI Notification No. SEBI/LAD- NRO/GN/2018/24 dated June 8, 2018, **effective from December 5, 2018; securities of the listed companies can be transferred (except in case of transmission or transposition) only in the dematerialized form.**

In case any of the Shareholders have any queries or need any assistance in this regard, please contact;

<b>AAR COMMERCIAL COMPANY LIMITED</b> <b>Regd. Office Address:</b> <b>1, British India Street (Old Complex),</b> <b>Mezzanine Floor, Room No. 20,</b> <b>Kolkata - 700069</b>  <b>Phone:033-46003498</b> <b>Email-Id: investors.commercial@rediffmail.com</b> <b>Website:www.aarccl.in</b>	<b><u>Registrar &amp; Share Transfer Agent</u></b> <b>Niche Technologies Pvt. Ltd.</b> <b>D-511, Bagree Market, 5<sup>th</sup> Floor,</b> <b>71, B.R.B. Basu Road,</b> <b>Kolkata - 700001</b> <b>Tel.: (033) 2234-3576,</b> <b>(033) 2235-7270/7271</b> <b>Email id: nichetechpl@nichetechpl.com</b> <b>Website: www.nichetechpl.com</b>
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## **EXPLANATORY STATEMENT**

### **Item No. 4**

Section 149(10) of the Companies Act, 2013 provides that an Independent Director shall hold office for a term of up to 5 (Five) consecutive years on the Board and shall be eligible for re-appointment for Second Term of 5 (Five) consecutive years on passing a Special Resolution by the Company and disclosure of such appointment in its Boards' Report. Section 149(11) provides that an Independent Director may hold office for up to 2 (Two) consecutive terms.

Pursuant to the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreements with the stock exchanges, Mr. Rajendra Yadav (DIN: 06980909) was appointed as an Independent Director on the Board of the Company for a period of 5 (Five) years. He shall hold office as an Independent Director of the Company up to September 29, 2019 ("First Term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended reappointment of Mr. Rajendra Yadav as an Independent Director for Second Term of 5 (Five) consecutive years on the Board of the Company. This appointment shall be effective from September 30, 2019 up to September 29, 2024. On the recommendation of the Nomination and Remuneration Committee, based upon the performance evaluation of Independent Directors and the Board considers that, given his background, rich experience of diversified sectors and contributions made by him during his tenure, the continued association of Mr. Rajendra Yadav would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director. Accordingly, the Board has recommended reappointment of Mr. Rajendra Yadav as an Independent Director of the Company, not liable to retire by rotation and for Second Term of 5 (Five) consecutive years on the Board of the Company effective from September 30, 2019.

Section 149 of the Act and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an Independent Director of a Company shall meet the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013.

Mr. Rajendra Yadav is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director and has also given declarations that he meets with the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and under Listing Regulations (as amended from time to time).

In the opinion of the Board, Mr. Rajendra Yadav meets the criteria of Independence and qualifies for appointment as an Independent Director.

Mr. Rajendra Yadav is interested in the resolutions set out respectively at Item No. 4 of the Notice with regard to his respective re-appointment. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions. This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the Resolution set out at Item No. 4 of the Notice for approval by the Members by way of Special Resolution.

This Explanatory Statement may also be regarded as a disclosure under Regulation 36 of the Listing Regulations with the Stock Exchanges.

By Order of the Board of Directors  
**AAR COMMERCIAL COMPANY LIMITED**

**Place:** Kolkata

**Date:** 14<sup>th</sup> August, 2018 **DIRECTOR**

**(Anupam Khetan)**  
**DIN: 07003797**

**Registered Office:**

1, British India Street, (Old Complex),

Mezzanine Floor, Room No. 20,

Kolkata – 700069

CIN-L63090WB1982PLC035019

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Email: [investors.commercial@rediffmail.com](mailto:investors.commercial@rediffmail.com)

Website: [www.aarccl.in](http://www.aarccl.in)



<b>Name of the Director</b>	<b>Mr. Rajendra Yadav</b>
<b>DIN</b>	<b>06980909</b>
<b>Date of Birth and Age</b>	<b>11.11.1972 (46 Years approximately)</b>
<b>Date of first appointment on the Board</b>	<b>30.09.2014</b>
<b>Qualifications</b>	<b>Chartered Accountant</b>
<b>Experience and Expertise</b>	<b>Mr. Rajendra Yadav, aged about 46 years, is a qualified Chartered Accountant with over 10 years of work experience in finance and accounts. He possesses vast experience in the field of taxation, accounting, banking, finance and corporate law matters.</b>
<b>Number of Meetings of the Board attended during the year.</b>	<b>Six (6). For details please refer to Corporate Governance Report forming part of Annual Report. Apart from the regular Board Meetings, he has also attended separate meeting of Independent Directors.</b>
<b>List of Directorship / Membership / Chairmanship of Committees of other Board.</b>	<b>NIL</b>
<b>Shareholding in AAR Commercial Company Limited</b>	<b>NIL</b>
<b>Relationship with other directors, manager and other Key Managerial Personnel of the company</b>	<b>No Relationship with other directors, manager and other Key Managerial Personnel of the company</b>
<b>Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person</b>	<b>Mr. Rajendra Yadav is an Independent Director of the Company. He was appointed as an Independent Director on the Board of the Company for a period of five years and his first tenure as an Independent Director completes on September 29, 2019. He has been appointed as an Independent Director for his Second Term of 5 (Five) consecutive years on the Board of the Company. This appointment shall be effective from September 30, 2019 up to September 29, 2024. Apart from receiving sitting fees he has no other pecuniary relationship or transactions with the Company, Promoters, Directors, Key Managerial Personnel and their relatives.</b>
<b>Justification for choosing the appointee for appointment as Independent Directors</b>	<b>Considering and keeping in mind backgrounds, rich experiences of diversified sectors and contributions made by Mr. Rajendra Yadav during his tenure, his continued association would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director.</b>

**AAR COMMERCIAL COMPANY LIMITED**

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**ATTENDANCE SLIP**

**THIRTY SIXTH ANNUAL GENERAL MEETING**

Name of the Member  
(Including Joint-holders,  
if any)(In Block Letters)

DP ID/Client ID/Folio No

No. of Shares held

I/We hereby record my/our presence at the 36<sup>th</sup> Annual General Meeting of the Company on Monday, 24<sup>th</sup> September, 2018 at 11:00 A.M. at 1, British India Street (Old Complex), Mezzanine Floor, Room No. 20, Kolkata – 700 069.

Member's proxy Name: \_\_\_\_\_

Member's proxy Signature \_\_\_\_\_

Signature of the Member \_\_\_\_\_

**NOTE:**

1. Members/Proxy are requested to bring this Attendance Slip duly filled in and signed by them when they come to the meeting and hand it over at the entrance of the Meeting hall.
2. Please bring your copy of the Annual Report to the Meeting.
3. The Meeting is of members only and you are requested not to bring with you any person who is not a member or a proxy.

**AAR COMMERCIAL COMPANY LIMITED**

[CIN: L63090WB1982PLC035019]

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Website: www.aarccl.in; Tel: 033-46003498, E mail: investors.commercial@rediffmail.com

**PROXY FORM**

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

**THIRTY SIXTH ANNUAL GENERAL MEETING (MONDAY, SEPTEMBER 24, 2018)**

Name of the member(s): \_\_\_\_\_

Registered Address: \_\_\_\_\_  
\_\_\_\_\_

Email id: \_\_\_\_\_

Folio No./DP ID-Client ID No.: \_\_\_\_\_

I/We, being the member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

As my / our proxy to addend and vote (on a poll) for me / us and on my/ our behalf at the Thirty Sixth Annual General Meeting of the Company, to be held on Monday, 24<sup>th</sup> September, 2018 at 11.00 A.M. at 1, British India Street (Old Complex), Mezzanine Floor, Room No. 20, Kolkata - 700069 and any adjournment thereof in respect of such resolutions as are indicated below:

1. **(a)** To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2018 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
- (b)** To receive, consider and adopt the Audited Consolidated Statement of Profit and Loss for the year ended March 31, 2018 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
2. To appoint Director in place of Uma Sharma (DIN: 06862354), who retires by rotation and is eligible for re-appointment.
3. Ratification of Appointment of Auditors.
4. Re-appointment of Mr. Rajendra Yadav (DIN: 06980909) as an Independent Director for Second Term.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2018

Signature of Shareholder \_\_\_\_\_

Affix Revenue Stamp
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**GUIDE MAP TO VENUE OF AGM**

