

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 24<sup>th</sup> Annual General Meeting of the members of Innovative Tyres & Tubes Limited will be held on Monday 30<sup>th</sup> September, 2019 at 9.00 AM at its registered office situated at Plot No. 1201-02-03, GIDC, Halol Dist. Panchmahals, Gujarat Pin code 389350 to transact the following business:

### ORDINARY BUSINESS:

#### Item No. 1: Adoption of financial results

To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended on 31<sup>st</sup> March 2019, together with the Reports of the Board of Directors and Auditors thereon.

#### Item No. 2: Appointment of Mr. Pradeep R Kothari as a director liable to retire by rotation

To appoint a Director in place of Mr. Pradeep R Kothari, Whole Time Director (DIN: 00572331), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

#### Item No. 3: Ratification of appointment of statutory auditors

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

**"RESOLVED THAT** pursuant to the provisions of sections 139, 141, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, (including any statutory enactment or modification thereof for the time being in force), pursuant to recommendation of audit committee of the Board of Directors, and pursuant to resolution passed by the members of the company at their AGM held on 10<sup>th</sup> July, 2017, the appointment of M/s. Maloo Bhatt & Co., Chartered Accountants, Vadodara (Firm Registration No. 129572W) as Statutory Auditors of the Company to hold office for the term of five consecutive years upto the conclusion of next AGM of the Company be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix their remuneration for the financial year ended 31<sup>st</sup> March, 2020 as may be determined by audit committee in consultation with the Statutory Auditors."

### SPECIAL BUSINESS:

#### 4. RE-APPOINTMENT OF MR. NITIN J MANKAD AS A WHOLE TIME DIRECTOR OF THE COMPANY:

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

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Nitin J Mankad (DIN: 00089701) as Whole time Director of the Company, for a period of 1 (one) year, with effect from April 01, 2019, on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors and Nomination and Remuneration Committee to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Nitin J Mankad, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profit in any financial year, the Company shall pay remuneration by way of salary, allowances, perquisites and other benefits to Mr. Nitin J Mankad, in respect of such financial year, as the Board of Directors may deem fit, subject to the limits and conditions prescribed in Schedule V to the Act for the time being in force.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**5. RATIFICATION OF REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR 2019-20**

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to section 148 and other applicable provisions of the Companies Act, 2013, if any, and the Companies (Audit and Auditors) Rules, 2014, including statutory modification(s) or re-enactment thereof for the time being in force, remuneration of Rs. 60,000/- p.a. plus applicable taxes and out of pocket expenses that may be incurred, as approved by the Board, be paid to **M/s. V. P. & Associates**, Cost Accountants, Vadodara, for conducting the audit of cost records for the financial year 2019-20 be and is hereby ratified and confirmed by the members of the Company."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all such acts and take all such steps as may be necessary, to implement the said resolution."

Place: Halol  
Date : 20<sup>th</sup> August 2019

By order of the Board of Directors  
**For Innovative Tyres & Tubes Limited**

Registered Office:  
1201, 1202, 1203, GIDC Halol,  
Panchmahal – 389350.  
CIN: L25112GJ1995PLC086579  
Website: [www.innovativetyres.com](http://www.innovativetyres.com)  
E-mail: [investors@innovativetyres.co.in](mailto:investors@innovativetyres.co.in)  
Tel: 02676-220621

**Mukesh Desai**  
Chairman & Managing Director

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate should not be more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent 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 shareholder.
3. The Company has notified closure of Register of members and Share transfer books from Saturday, September 28, 2019 to Monday, September 30, 2019 (both days inclusive). Notice of the Meeting is being sent to all the Members, whose names appeared in the Register of Members as on August 23, 2019.
4. The Business as set out in the Notice will be transacted through E-Voting. The Company is providing the facility for voting by Electronic means i.e. e-voting. The instructions and other information relating to e-voting are given under point no. 17 of notes below.
5. Corporate members intending to send their authorised representatives to attend the meeting are requested to send a certified true copy of Board Resolution.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business set out above is annexed hereto.
7. Brief profile of Director who has proposed to be appointed / re-appointed, nature of his expertise in specific functional areas, name of companies in which he hold directorships and memberships / chairmanships of Board Committees, shareholding as stipulated under regulation 36(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, are annexed to the Notice.
8. In case of Joint holders attending the meeting, only such joint holder who is higher in order of names will be entitled to vote.
9. Relevant documents referred to in the accompanying Notice is open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
10. Members are requested to:
  - a. Intimate immediately any change in their address to the Company's Registrar and Share Transfer Agents, Link Intime India Private Limited, C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083.
  - b. Quote Folio No. in all correspondence and in case the shares are held in dematerialized form, quote DP ID and Client ID number.
  - c. Register their e-mail address with their respective depository participant to receive the Annual Report and other communications from the Company in electronic form.
11. Members intending to obtain information about the accounts to be approved in the meeting are requested to inform the Company 7 (seven) days in advance from the date of the Annual General Meeting.

12. As a measure of economy, copies of Annual Report will not be distributed at the ensuing Annual General Meeting. Therefore, members are requested to bring their copy of Annual Report in the Meeting. Members/Proxies should also bring the Attendance Slip attached herewith, duly filled in all aspects for attending the meeting.
13. In order to support the "Green Initiative" taken by Ministry of Corporate Affairs and to save the environment, the Annual Report of the Company will be available on company's website i.e. [www.innovativetyres.com](http://www.innovativetyres.com) and on the website of stock exchange where the equity shares of the company are listed i.e. [www.nseindia.com/emerge](http://www.nseindia.com/emerge). As per Section 136(1) of the Act, the physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical mode in addition to e-communication or have any other queries can write to us at [investors@innovativetyres.co.in](mailto:investors@innovativetyres.co.in).
14. The route map showing directions to reach the venue of the 24<sup>th</sup> Annual General Meeting is annexed with the report.
15. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer the facility of voting through electronic means and the business set out in the Notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through the e-voting platform of Central Depository Services (India) Limited ("remote e-voting").
16. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Monday, September 23, 2019, shall be entitled to avail the facility of remote e-voting as well as voting at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
17. **The instructions for members voting electronically are as under:**
  - (i) The voting period begins **on Friday, September 27, 2019 at 09.00 a.m. IST** and ends on **Sunday, September 29, 2019 at 05.00 p.m. IST**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 23, 2019 may cast their vote electronically. The e-voting module shall be disabled by LINKINTIME for voting thereafter.
  - (ii) Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
  - (iii) Click on "Login" tab, available under Shareholders' section.
  - (iv) Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
  - (v) Your User ID details are given below:
    - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
    - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
    - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No. + Folio Number registered with the Company
  - (vi) Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on "Sign Up" tab available under Shareholders' section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

For Shareholders holding shares in Demat Form or Physical Form	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN Field</li> </ul>
DOB/DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details (Last four Digits) as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> <li>Please enter the DOB/ DOI or Dividend Bank Details in order to register. If the abovementioned details are not recorded with the depository participants or company, please enter Folio number in the Dividend Bank Details field as mentioned in instruction (v).</li> </ul>

(vii) If you are holding shares in demat form and had registered on to e-Voting system of LIPL:

<https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

(viii) If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".
- In case shareholder is having valid email address, Password will be sent to the shareholders registered email address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

- For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) Cast your vote electronically

- After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of Innovative Tyres and Tubes Limited. you choose to vote.
- On the voting page, you will see "Resolution Description" and against the same the option 'Favour/ Against' for voting.
- Cast your vote by selecting appropriate option i.e. 'Favour/Against' as desired.
- Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.
- If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
- After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'YES', else to change your vote, click on 'NO' and accordingly modify your vote.
- Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
- You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

#### General Guidelines for shareholders:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL:  
<https://instavote.linkintime.co.in> and register themselves as **"Custodian / Mutual Fund / Corporate Body"**.
  - They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **"Custodian / Mutual Fund / Corporate Body"** login for the Scrutinizer to verify the same.
  - During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
  - Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
  - In case the shareholders have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in) or Call us: - Tel: 022 - 49186000.
- (x) M/s Swati Bhatt & Co., Practicing Company Secretary (Membership No. FCS 7323, COP No. 8004), has been appointed as Scrutinizer to scrutinize the voting and e-Voting process in a fair and transparent manner.
- (xi) The Chairman shall, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the e-Voting facility.
- (xii) The Scrutinizer shall after conclusion of voting at the Annual General Meeting, will count the votes cast at the meeting in the presence of at least two witnesses not in employment of the Company and shall make a consolidated scrutinizer's report, not later than three days of the conclusion of the AGM, of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him, who shall countersign the same and declare the result of the voting forthwith.
- (xiii) The Results of the voting with the report of the Scrutinizer shall be placed on the website of the Company [www.innovativetyres.com](http://www.innovativetyres.com) immediately after declaration of the results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the National Stock Exchange of India Limited.
- (xiv) Your default Sequence Number has been printed on the address sticker, which is to be used for E-voting purpose as you have not updated your PAN details.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

### **ITEM NO: 4 - RE-APPOINTMENT OF MR. NITIN J MANKAD AS A WHOLE TIME DIRECTOR OF THE COMPANY**

The Board of Directors of the Company ("Board"), at their meeting held on February 13, 2019 has re-appointed Mr. Nitin J Mankad (DIN:00089701) as Whole Time Director, for a period of 1 (one) year with effect from April 01, 2019, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee ("NRC Committee").

It is proposed to seek members' approval for the reappointment of and remuneration payable to Mr. Nitin J Mankad as Whole Time Director of the Company, in terms of the applicable provisions of the Act.

Broad particulars of the terms of re-appointment of, and remuneration payable to Mr. Nitin J Mankad are as under:

1. Salary Rs. 87,500/- per month.
2. Perquisites: Car with Driver, telephone.
3. Subject to overall ceiling on remuneration, the Whole time Director may be given other allowances, benefits and perquisites, as may be decided by the Board of Directors from time to time. However, the overall amount of salary and perquisites shall not exceed an amount equal to the annual salary of Rs. 10.50 Lakhs.

In computing the monetary ceilings on perquisites, Company's contribution to Provident Fund, Pension Fund and Gratuity shall not be taken into account."

In event of no profits or inadequacy of profits, in any financial year, during the currency of term of Mr. Nitin Mankad, the Company shall pay, the remuneration as per Section II of Schedule V to the Companies Act, 2013, as applicable to the Company or such other limits, as may be prescribed by the Central Government from time to time."

None of the directors/Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested in the resolution set out at Item No. 4 of the Notice except Mr. Nitin J Mankad.

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

### **ITEM NO: 5 – RATIFICATION OF REMUNERATION OF COST AUDITOR OF THE COMPANY**

The Board of Directors at their meeting held on 16<sup>th</sup> May, 2019, on recommendation of Audit Committee, has approved to pay remuneration of Rs. 60,000/- p.a. plus applicable taxes and out of pocket expenses that may be incurred, as approved by the Board, to the Cost Auditors, M/s. V P & Associates, Cost Accountants, to conduct the audit of the cost records of the company for the financial year ended March 31, 2020. According to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to cost auditors as recommended by Audit Committee and approved by the Board, has to be ratified by the members of the company.

The Company has already received consent letter from the Cost Auditors. Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditors for the financial year 2019-20 by passing an Ordinary Resolution as set out in Item No. 5 of the Notice.

None of the directors/key managerial persons /their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

The Board recommends the ordinary resolution set out in Item No. 6 of the Notice for approval by the members.

Place : Halol

Date : 20<sup>th</sup> August 2019

By order of the Board of Directors  
**For Innovative Tyres & Tubes Limited**

Registered Office:

1201, 1202, 1203, GIDC Halol,

Panchmahal – 389350.

CIN: L25112GJ1995PLC086579

Website: [www.innovativetyres.com](http://www.innovativetyres.com)

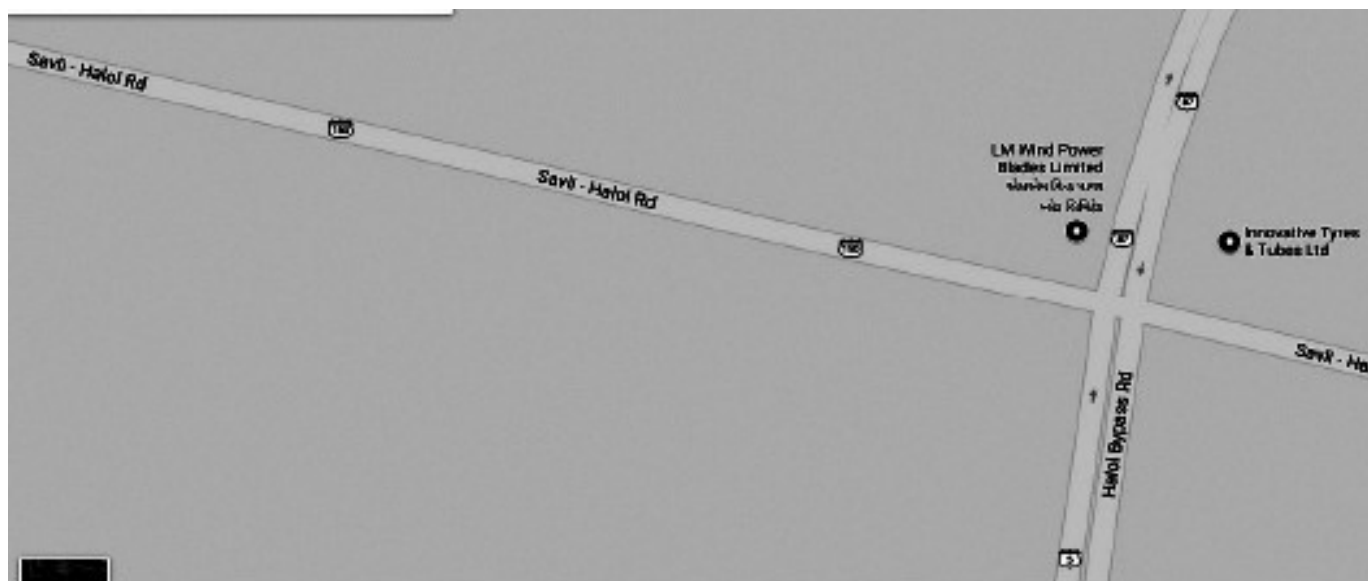
E-mail: [investors@innovativetyres.co.in](mailto:investors@innovativetyres.co.in)

Tel: 02676 -220621

**Mukesh Desai**  
Chairman & Managing Director



## ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING



# ANNEXURE TO THE NOTICE DATED 20<sup>th</sup> AUGUST, 2019

## BRIEF PROFILE OF DIRECTORS REAPPOINTMENT, RETIRING BY ROTATION/ELIGIBLE FOR RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING

Particulars	Mr. Nitin Mankad	Mr. Pradeep Kothari
Age	70 years	55 years
Qualifications	B. Sc	High School
Experience (including expertise in specific functional area)/Brief Resume	Mr. Nitin Mankad is a well-known personality in the Gujarat industries fraternity and has held several coveted offices in his career. He is the current President of the Federation of Gujarat Industries, a member of National Council of ASSOCHAM and ex-President of EXIM Club, ex-VP of Vadodara Chamber of Commerce and Industries, among several other key positions. As the most experienced Director of the company, Mr. Mankad is currently entrusted with legal operations of the company, government liaising and assessment of new business avenues.	Mr. Pradeep Kothari, is a director since June, 2014 and was designated as a Whole Time Director w.e.f. April, 2017. He has immense experience as a multinational company's representation by way of trading. He has also been credited with successfully managing a 50-bed hospital, along with several other industrial units in the plastics industry. Apart from looking after procurement and finance, Mr. Kothari is an excellent strategist and is credited with providing key inputs to formulate the growth strategy of the company. He has steered the company through various strategic expansion drives such as acquisition of a smaller unit to enter a high-potential market segment.
Terms and conditions of appointment/re-appointment	As per the Agreement entered into with Whole Time Director at the time of his appointment.	As per the Agreement entered into with Whole Time Director at the time of his appointment
Remuneration last drawn (including sitting fees if any) {For FY 2018-19}	Rs. 10.50 lakhs p.a.	Rs. 10.50 lakhs p.a.
Remuneration proposed to be paid	As per existing terms and conditions	As per existing terms and conditions
Date of first appointment on Board	01/04/2000	14/06/2014
Shareholding in the company as on 31.03.2019	1,04,300	34,95,676
Relationship with other directors or Key Managerial Personnel	Not related to any Director or Key Managerial Personnel	Not related to any Director or Key Managerial Personnel
Number of Meetings of Board attended during the year	4	4
Directorships on other Boards as on March 31, 2019	NIL	Future Tyres Pvt. Ltd.
Membership/Chairmanship of Committees of other Boards as on March 31, 2019	NIL	NIL

Place: Halol  
Date : 20<sup>th</sup> August 2019

Registered Office:  
1201, 1202, 1203, GIDC Halol,  
Panchmahal – 389350.  
CIN: L25112GJ1995PLC086579  
Website: [www.innovativetyres.com](http://www.innovativetyres.com)  
E-mail: [investors@innovativetyres.co.in](mailto:investors@innovativetyres.co.in)  
Tel: 02676 -220621

By order of the Board of Directors  
**For Innovative Tyres & Tubes Limited**

**Mukesh Desai**  
Chairman & Managing Director



### Innovative Tyres & Tubes Limited

CIN: L25112GJ1995PLC086579

Reg. Off.: 1201,1202,1203 GIDC Halol, Panchmahals – 389350, Gujarat.

E-mail id: investors@innovativetyres.co.in Website: www.innovativetyres.com Tel: 02676-220621

#### ATTENDANCE SLIP

Name of the member(s):			
Registered Address:			
Folio No.		*DP ID:	
No. of shares		*Client ID:	

\*Applicable to holders holding shares in demat/electronic mode

I hereby record my attendance at the 24<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2019 at Plot No. 1201-02-03, GIDC Halol, Dist. Panchmahal -389350 at 9.00AM

\_\_\_\_\_  
Shareholder's Signature

### Innovative Tyres & Tubes Limited

CIN: L25112GJ1995PLC086579

Reg. Off.: 1201,1202,1203 GIDC Halol, Panchmahals – 389350, Gujarat.

E-mail id: investors@innovativetyres.co.in Website: www.innovativetyres.com Tel: 02676-220621

#### **Form MGT-11** **PROXY FORM**

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

Name of the member(s):	
Registered Address:	
E-mail ID:	
Folio No/ *Client ID:	
*DP ID:	

\*Applicable for holders holding shares in demat/ electronic mode

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

- Name:..... Address:.....  
E-mail ID: .....Signature: ..... **or failing him**
- Name:..... Address:.....  
E-mail ID: .....Signature: ..... **or failing him**
- Name:..... Address:.....  
E-mail ID: .....Signature: .....



**Note:**

1. Please fill this attendance slip and hand it over at the entrance of the Meeting Hall.
2. Members signature should be in accordance with the specimen signature in the Register of Members of the Company.
3. The Notice of AGM as well as the Annual Report for the year 2018-19 along with Attendance Slip and Proxy Form are being sent to all the Members whose email address is registered with the Company / Depository Participant. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
4. Physical copy of the Annual Report for the year 2018-19 and Notice of AGM along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all Members whose email address is not registered or have requested for a hard copy.

Full Name of Proxy: \_\_\_\_\_

Signature : \_\_\_\_\_

(To be filled in if the Proxy attends instead of the Member)

As my/our proxy to attend and vote (on a poll) for me/ us and my/our behalf at the 24<sup>th</sup> Annual General Meeting of the Company, to be held on 30<sup>th</sup> September, 2019 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	For	Against
1.	Adoption of Annual Accounts, Auditor's & Director's Report		
2.	Re-appointment of Mr. Pradeep Kothari, as a whole-time director, retire by rotation		
3.	Ratification of appointment of M/s Maloo Bhatt & Co, Chartered Accountants, as a Statutory Auditor of the Company		
4.	Re-appointment of Mr. Nitin Mankad, as a whole-time director,		
5.	Ratification of remuneration of cost auditor.,		

Affix  
Rs. 1/-  
Revenue  
Stamp

Signature of Shareholder

**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.
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. A Proxy need not be a member of the Company.
3. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of 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 shareholder.
4. This is only optional Please put a '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 the resolutions, your Proxy will be entitled to vote in the manner as he / she thinks appropriate.
5. In the case of joint holders, the signatures of any one holder will be sufficient, but names of all the joint holders should be stated.

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