

# RAMKRISHNA FORGINGS LIMITED

CIN No: L74210WB1981PLC034281

“RAMKRISHNA CHAMBERS”, 72 SHAKESPEARE SARANI, KOLKATA - 700 017

Email - [neha.gupta@ramkrishnaforgings.com](mailto:neha.gupta@ramkrishnaforgings.com)

Phone : 033-39840900. Fax-033-39840998

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

## NOTICE

Notice is hereby given that the 36th Annual General Meeting of the members of Ramkrishna Forgings Limited will be held on Saturday the 22nd day of September, 2018 at 11:15 A.M. at “Kala Kunj”, 48, Shakespeare Sarani, Kolkata - 700017 to transact the following businesses:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements (including Consolidated Audited Financial Statements) of the Company for the year ended 31st March, 2018 together with the Director’s Report and the Auditor’s Report thereon.
2. To declare Dividend of ₹ 1 per equity share of ₹ 10 each for the financial year 2017-18.
3. To appoint a Director in place of Mr. Naresh Jalan (DIN 00375462) who retires by rotation and being eligible, offers himself for reappointment.

### **SPECIAL BUSINESS.**

4. To ratify remuneration of Cost Auditors and consider, if thought fit, to pass, the following as an **Ordinary Resolution** :-

“**RESOLVED THAT** pursuant to the provisions of Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. U Sharma & Associates, Cost Accountants (FRN 100596/Membership no. 9240), appointed as the Cost Auditors, by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2019 at a remuneration of Rs. 4,00,000 (Rupees Four Lakhs Only) plus travelling, local conveyance and out of pocket expenses not exceeding 20% of the remuneration for the year 2018-19 be and is hereby ratified.”

“**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company 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.”

By order of the Board

Sd/-

**Rajesh Mundhra**

*Company Secretary*

Membership No. ACS 12991

Place : Kolkata

Dated : 28th July, 2018

Registered Office:

“Ramkrishna Chambers”

72, Shakespeare Sarani

Kolkata - 700 017

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

**A person can act as proxy on behalf of member or members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. 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 member.**

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. A proxy holder shall provide his identity at the time of attending the Annual General Meeting.

2. A member would be entitled to inspect the proxies lodged with the Company, twenty four hours before the time fixed for the commencement of the meeting. Requisition for inspection of proxies by members entitled to vote on any resolution shall be made in writing at least three days in advance before the commencement of the meeting.
3. Corporate members intending to send their authorized representatives to attend and vote at the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, and Secretarial Standard- 2 on General Meeting in respect of Special Business to be transacted at the meeting is annexed hereto.
5. The Notice is being sent to all the members of the Company, whose name appear in the Register of Members as on 10th August 2018.
6. The Register of Members and the Share Transfer Books of the Company will remain closed from 15th September, 2018 to 22nd September, 2018 (both days inclusive) for the purpose of Annual General Meeting and determining the entitlement to the dividend for 2017-18.
7. Members of the Company had approved the appointment of M/s. S. R. Batliboi & Co., LLP, Chartered Accountants, Firm Registration No. 301003E/E300005) as the Statutory Auditors at the 35th Annual General Meeting of the Company held on 16th September 2017 for a period of five years from the conclusion of the 35th Annual General Meeting till the conclusion of the 40th Annual General Meeting, subject to the ratification of appointment by members at every Annual General Meeting. In view of the Companies (Amendment) Act, 2017, the requirement of ratification of appointment of the Statutory Auditor at every Annual General Meeting has been done away with. As such, resolution for seeking ratification of appointment of Statutory Auditors has not been placed before the shareholders at this Annual General Meeting.
8. Members attending the Annual General Meeting are requested to bring the following for admission to the meeting hall :
  - a) Attendance Slip duly completed and signed as per the specimen signature lodged with the Company.
  - b) Annual Report (2017-18).
9. The dividend as recommended by the Board, if approved at the meeting, will be paid to those Members:
  - a) Whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/Registrars and Transfer agent as on 14th September, 2018 (Friday), and
  - b) Whose names appear as Beneficial Owners in the list of Beneficial Owners as on the close of market hours on 14th September, 2018 (Friday), furnished by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for this purpose.
10. Shareholders desiring any information as regards the Financial Statements of the Company are requested to write to the Company in advance so as to enable the management to keep the information readily available at the meeting.
11. Members holding shares in electronic form are hereby informed that bank particulars registered with their respective depository accounts will be used by the Company for payment of dividend. For the safety and interest of the shareholders, it is important that bank account details are correctly provided to the depository participants. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company/Registrars and Share Transfer Agents viz. M/s Karvy Computer share Pvt. Ltd.
12. Pursuant to Section 72 of the Companies Act 2013 members holding shares in physical form are advised to file nomination in prescribed Form SH-13 with the Company's Registrar M/s Karvy Computershare Pvt. Ltd. In respect of shares held in Electronic/ Demat form, members may please contact their respective Depository Participants.
13. In accordance with Companies (Significant Beneficial Owners) Rules, 2018, an individual person (including non members of the Company) if holding the ultimate beneficial interest in any shares of the Company which is not registered in his/her name

are requested to provide to the Company at its Registered Office or its RTA a declaration of his/her being a significant beneficial owner (i.e. holding ultimate beneficial holding of 10% or more of the shares of the Company) in Form no. BEN 1 as provided in the aforementioned Rules by 10th September 2018. Further, in case of any change in significant beneficial ownership, the declaration in Form BEN-1 has to be submitted within 30 days of such change.

14. Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with the relevant circulars and amendments thereto ('IEPF Rules'), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company had, accordingly, transferred Rs. 45,572 being the unpaid and unclaimed dividend amount pertaining to dividend for the financial year 2009-10 to the IEPF. The Company has sent reminders to those members having unpaid/ unclaimed dividends before transfer of such dividend(s) to IEPF. The members who have not yet encashed their dividend warrant(s) for the financial year 2011-12 or any subsequent financial year are requested to approach the Registrars and Share Transfer Agents viz. M/s Karvy Computershare Pvt. Ltd., Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana - 500 032.

The Company has also uploaded the details of unpaid and unclaimed dividend amounts lying with the Company as on 16th September 2017 (date of last Annual General Meeting) on the website of the Company <http://www.ramkrishnaforgings.com/unpaid-dividend.html> and also on the website of the IEPF ([www.iepf.gov.in](http://www.iepf.gov.in)). No claim shall lie against the Company in respect of the amount(s) so credited to the IEPF.

15. Pursuant to the provision of Section 124(6) of the Companies Act, 2013, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company in the name of Investor Education and Protection Fund along with a statement containing such details as may be prescribed. It was further clarified that in case any dividend is paid or claimed for any year during said period of seven consecutive years, the shares shall not be transferred to Investor Education and Protection Fund.

Pursuant to the notification of MCA dated 28 February, 2017 relating to the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 which has come into force w.e.f. 28th February 2017, and in terms of Rule 6(3)(a) as prescribed by the MCA, the Company has sent individual notice to all shareholders concerned whose dividend remain unclaimed, through speed post and also given a public notice in newspapers.

The Company has, during financial year 2017-18, transferred to the IEPF Authority 1671 equity shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years as on the due date of transfer. Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link: <https://www.ramkrishnaforgings.com/unpaid-dividend.html>.

The shares and unclaimed dividend transferred to the IEPF can however be claimed back by the concerned shareholders from IEPF Authority after complying with the procedure prescribed under the IEPF Rules. The Member/Claimant is required to make an online application to the IEPF Authority in Form IEPF -5 (available on [iepf.gov.in](http://iepf.gov.in)).

16. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
17. Details under Regulation 36 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
18. Electronic copy of the Notice of the 36th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Depository Participant(s) for communication purpose unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the 36th Annual General Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form and the Annual Report for Financial Year 2017-18 is being sent through the permitted mode.
19. A route map and prominent landmark or easy location of the venue of the meeting is enclosed with this Notice.
20. Members may also note that the Notice of the 36th Annual General Meeting and the Annual Report for the financial year 2017-2018 will also be available on the Company's website [www.ramkrishnaforgings.com](http://www.ramkrishnaforgings.com) for their download. 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. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same. For any communication, the shareholders may also send requests to the Company's investor email id: [neha.gupta@ramkrishnaforgings.com](mailto:neha.gupta@ramkrishnaforgings.com).
21. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (1.00 PM to 5.00 PM) on all working days except Saturdays, up to the date of this Annual General Meeting.

22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act 2013, the Register of contracts or arrangements in which Directors are interested under Section 189 of the Companies Act 2013 will be available for inspection at the Annual General Meeting.
23. The Certificate from the statutory auditors of the Company for the Company's Employee Stock Option Scheme 2015 (ESOP Scheme 2015) will be available for inspection at the AGM.
24. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA for registration of transmission/transposition, deletion of name etc.
25. The Securities and Exchange Board of India (SEBI) vide circular dated 20 April 2018 has also mandated to obtain account details along with cancelled cheque to update the securities holder's data. The original cancelled cheque shall bear the name of the securities holder failing which securities holder shall submit copy of bank passbook /statement attested by the bank. The RTA shall then update the bank details in its records after due verification. The unpaid dividend shall be paid via electronic bank transfer. In cases where either the bank details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code), etc. that are required for making electronic payment, are not available or the electronic payment instructions have failed or have been rejected by the bank, the issuer companies or their RTA may ask the banker to make payment through physical instrument such as banker's cheque or demand draft to such securities holder incorporating his bank account details. The Company has sent reminders to those shareholders, whose bank details are not available with the Registrar & Share Transfer Agents, requesting them to send the required details to enable the Company for payment of Dividend. The Company before processing the request for payment of Unclaimed / Unpaid Dividend, has been in practice of obtaining necessary particulars of Bank Account of the Payee.
26. **Members holding shares in physical form are informed that Securities and Exchange Board of India (SEBI) vide notification dated 8th June 2018 amended the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 which would come into force on the one hundred and eightieth day from the date of the notification wherein except in cases of transmission or transposition of securities requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository.** Hence, members holding securities in physical form are requested to convert their holdings to dematerialised form by 5th December 2018 to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company's RTA for assistance in this regard.
27. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014, the Company is pleased to inform that all the resolutions as stated in the notice may be transacted by electronic voting system and the company has provided its members facility to exercise their right through remote e-voting services provided by Karvy Computershare Private Limited. The instruction for E-voting has been enclosed and sent alongwith the notice. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting.
28. The Facility for voting through ballot papers shall be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their voting right at the meeting. However, the members who have cast their vote by remote e-voting prior to the Meeting, may also attend the meeting but shall not be entitled to cast their votes again.
29. The remote e-voting period shall commence on 19th September 2018 (9.00 A.M.) and ends on 21st September 2018 (5.00 P.M.) The remote e-voting module shall be disabled for voting after 5:00 P.M. on 21st September 2018 and no e-voting will be allowed thereafter. All other relevant information are available in the instruction sheet for E-voting.
30. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members as on the close of market hours of 14th September, 2018 (cut-off date). Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or ballot voting at the AGM. A person who is not a member as on cut off date should treat this Notice for information purpose only.
31. Those who become Members of the Company after dispatch of the AGM Notice but on or before 14th September, 2018 (cut-off date) may obtain login ID and password by contacting Karvy to C. Shobha Anand, at Karvy Computershare Pvt Ltd, Unit: Ramkrishna Forgings Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 having contact no. 040-67162222 and having email id: [einward.ris@karvy.com](mailto:einward.ris@karvy.com). However, those Members already registered with Karvy for remote e-voting can login to website <https://evoting.karvy.com> and exercise their votes.
32. The Board of Directors of the Company at their meeting held on 28th July, 2018 has appointed Mrs. Asha M Banthia of Asha Banthia & Co., Practising Chartered Accountant, as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner. The scrutinizer shall after the conclusion of Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses, not in the employment of the Company. The scrutinizer shall submit the consolidated scrutinizer's report not later than 48 hours of conclusion of the Meeting to the Chairman or any other person authorized by the Board, who shall countersign the same and declare the result of the voting forthwith. The

declared results, along with consolidated Scrutinizer's Report, will be available forthwith on the website of the company [www.ramkrishnaforgings.com](http://www.ramkrishnaforgings.com) and also be displayed on the Notice board of the Company at its registered office and on the website of Karvy ([www.karvy.com](http://www.karvy.com)), such results will also be forwarded to the Stock Exchanges where the Company's shares are listed.

The results shall be declared on or after the AGM of the Company and the resolution shall be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolution(s).

33. **Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**

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**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.**

**Item no.4**

The Board on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. U Sharma & Associates, Cost Accountants (FRN 100596/Membership no. 9240) as the Cost Auditor of the Company to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2019 at a remuneration of ₹ 4,00,000 (Rupees Four Lakh Only) plus travelling, local conveyance and out of pocket expenses not exceeding 20% of the remuneration.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

M/s. U Sharma & Associates, Cost Accountants have the necessary experience in the field of cost audit and have submitted a certificate regarding their eligibility for appointment as Cost Auditors of the Company

The Board of Directors of the Company recommend the resolution as set out in Item No. 4 for the approval of members. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2019.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

By order of the Board

Sd/-

**Rajesh Mundhra**

*Company Secretary*

Membership No. ACS 12991

Place : Kolkata

Dated : 28th July, 2018

Registered Office:

"Ramkrishna Chambers"

72, Shakespeare Sarani

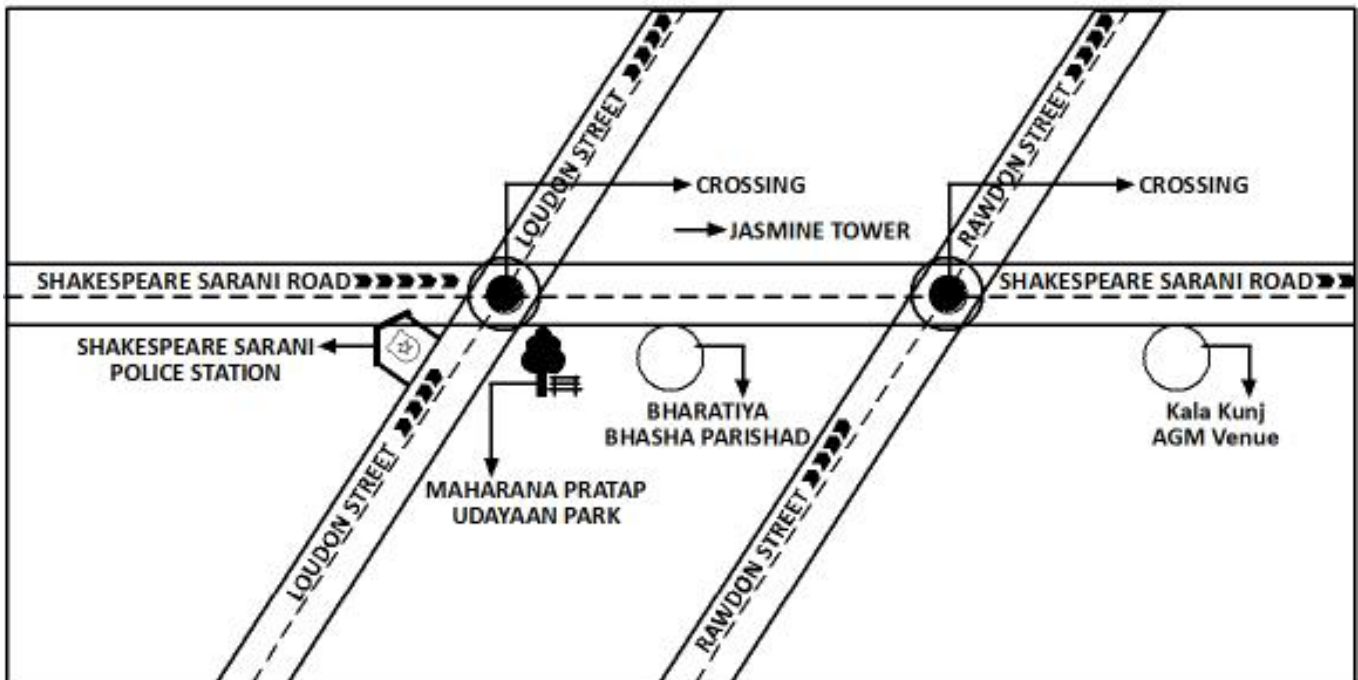
Kolkata - 700 017

**Details of Directors seeking appointment/re-appointment at the AGM**

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meeting issued by the Institute of Company Secretaries of India]

<b>Name of the Director</b>	<b>Naresh Jalan</b>
DIN	00375462
Date of Birth/Age	04-10-1975/43 Years
Brief Resume/Experience/Expertise in Specific Functional Area	He is the Managing Director of the Company. He possesses more than 22 years of experience in Forging industry. He is incharge of the overall business of the Company.
Qualification	MBA
Date of first appointment on the Board	25/01/1995
Terms & Conditions of appointment	He retires by rotation and seeks reappointment
Details of remuneration sought to be paid.	There is no change in his remuneration which has been approved by the Shareholder in the 34 <sup>th</sup> Annual General Meeting of the Company.
Directorship in other companies (31 <sup>st</sup> March 2018)	1) Ramkrishna Rail & Infrastructure Pvt Ltd 2) Clifftop Infrabuild Pvt Ltd 3) North East Infra Properties Pvt Ltd 4) Globe Forex & Travels Ltd 5) Dove Airlines Pvt Ltd 6) Ramkrishna Aeronautics Pvt Ltd.
Chairman/ Member of the Committee of Directors in the Company	Member – i. Management and Finance Committee ii. Corporate Social Responsibility Committee
Chairman / Member of the Committee of Board of Directors of other Public Companies of which he is a director [only Audit Committee and Stakeholders Relationship Committee is considered	Nil
Shareholding in the Company	2,85,750 equity shares
Inter-se Relationship between Directors/ KMP	Naresh Jalan is the son of Mahabir Prasad Jalan, Chairman and Executive Director of the Company.

For other details such as number of meetings of the Board attended during FY 2017-18 and remuneration drawn please refer to the Corporate Governance Report which is a part of this Annual Report.

**ROUTE MAP TO THE VENUE OF THE AGM OF RAMKRISHNA FORGINGS LIMITED**

**VENUE - Kala Kunj, 48, Shakespeare Sarani, Kolkata - 700 017**

Route Map not to scale







# RAMKRISHNA FORGINGS LIMITED

CIN No: L74210WB1981PLC034281

Registered Office : "Ramkrishna Chambers", 72, Shakespeare Sarani, Kolkata - 700 017

Email - [neha.gupta@ramkrishnaforgings.com](mailto:neha.gupta@ramkrishnaforgings.com) • Phone : 033-39840900. Fax-033-39840998 • Website : [www.ramkrishnaforgings.com](http://www.ramkrishnaforgings.com)

## ATTENDANCE SLIP

<b>Regd. Folio/DP ID &amp; Client ID</b>	
<b>Name &amp; Address of the Shareholder</b>	

- I hereby record my presence at the 36th Annual General Meeting of the Company, to be held on the 22nd day of September, 2018 (Saturday) at 11.15 A.M. at "Kala Kunj" 48, Shakespeare Sarani, Kolkata 700017.
- Signature of the Shareholder/Proxy Present.
- Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
- Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of Annual Report for reference at the meeting.

### Form No. MGT-11

### PROXY FORM

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

CIN No.	:	L74210WB1981PLC034281
Name of the Company	:	RAMKRISHNA FORGINGS LIMITED
Registered Office	:	Ramkrishna Chambers, 72, Shakespeare Sarani, Kolkata - 700 017

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

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

- Name.....Address.....  
.....  
Email ID .....  
Signature ..... or failing him/her
- Name.....Address.....  
.....  
Email ID .....  
Signature ..... or failing him/her
- Name.....Address.....  
.....  
Email ID .....  
Signature ..... or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting of the Company, to be held on the 22nd day of September, 2018 (Saturday) at 11:15 A.M. at "Kala Kunj" 48, Shakespeare Sarani, Kolkata 700017 adjournment thereof in respect of such resolutions as are indicated below :

Sl. No.	Resolution	Sl. No.	Resolution
1	Adoption of Audited Financial Statement as at 31st March, 2018 (including Consolidated Audited Financial Statements) of the Company for the year ended 31st March, 2018 together with the Director's Report and the Auditor's Report thereon.	2	Declaration of Dividend of ₹ 1 per Equity Share of ₹ 10 each for Financial Year 2017-18.
3	Appointment of Director in place of Mr. Naresh Jalan (DIN: 00375462) who retires by rotation and being eligible offers himself for reappointment.	4	Ratification of the Remuneration to be paid to M/s. U. Sharma & Associates, Cost Accountants, as the Cost Auditors for the financial year ending March 31, 2019.

Signed this .....day of ..... 2018

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.