

BOARD OF DIRECTORS

Mr. Varun Shah	: Managing Director (From 10/09/2018)
Mr. Devabhai Nagjibhai Desai	: Managing Director (till 05/09/2018)
Mrs. Renukaben Shah	: Non-Executive Director
Mr. Amit P. Kadiya	: Non-Executive Independent Director
Mr. Rajesh G. Lachhwani	: Non-Executive Independent Director (Up to 24/04/2018)
Ms. Vrusha Patel	: Non-Executive Independent Director (Up to 24/04/2018)
Mr. Abhishek Lodha	: Non-Executive Director (From 23/03/2019)
Mrs. Rupal Thakkar	: Non-Executive Director (From 20/03/2019)
Mr. Tejasbhai Harshadbhai Patel	: Executive Director (From 10/09/2018)

CHIEF FINANCIAL OFFICER

Mr. Yash Shaileshbhai Patel (Till 05/09/2018)
Mr. Tejasbhai Harshadbhai Patel (From 24/04/2019)

COMPANY SECRETARY

Mr. DHAVALBHAI PRAVINBHAI PATEL (Till 24/04/2018)
Ms. HIRAL DIPSINH KASHELA (From 05/11/2018 to 27/05/2019)

STATUTORY AUDITORS

M/S. PAREKH PAREKH AND ASSOCIATES,
Chartered Accountant
201 ABHIJYOT, NEAR AVANTI BUNGALOWS,
BILLESHWAR MAHADEV ROAD,
SATELLITE, AHMEDABAD - 380015

REGISTERED OFFICE

A-2, Hira Anand Tower,
Gordhanwadi Tekara,
Kankaria, Ahmedabad - 380008

REGISTRAR & TRANSFER AGENT

Karvy Fintech Private Limited
Karvy Selenium Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad 500 032

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NOTICE is hereby given that the **6th ANNUAL GENERAL MEETING** of the members of **A & M FEBCON LIMITED** (“the Company”) will be held as scheduled below:

Date : 10th day of September, 2019.

Day : Tuesday

Time : 12:30 P.M.

Place : At registered office of the Company situated at

A-2, Hira Anand Tower, Gordhanwadi Tekara, Kankaria, Ahmedabad – 380008

To transact the following business:

ORDINARY BUSINESS:

1. To Receive, Consider and Adopt Audited Financial Statement of the Company for the financial year ended on March 31st, 2019 together with Report of Board of Directors and Auditors’ Report thereon. consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

RESOLVED THAT the audited Standalone Financial Statement of the Company for the financial year ended March 31, 2019, together with the Reports of the Board and the Auditors thereon, be and are hereby received, considered and adopted.

2. To Appoint a Director in place of Mrs. RENUKABEN RAMESHBHAI SHAH (**DIN: 06800497**), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. **To Issue Bonus Shares:**

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 63 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Foreign Exchange Management Act, 1999, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Article 214 of Articles of Association of the Company and subject to such approvals, consents, permissions and/or sanctions as may be required from the appropriate authorities, institutions or bodies (hereinafter collectively referred to as the “concerned authorities”) and subject to fulfillment of such conditions, if any, as may be required to be fulfilled in obtaining, or as may be stipulated by the concerned authorities from time to time in granting, any such approvals, consents, permissions or sanctions, consent of the members of the Company be and is hereby accorded for capitalization of such sum standing to the credit of General Reserves, and/or the Securities Premium account and/or Retained Earnings, or such other account as may be considered necessary by Board of Directors of the Company (“the Board”), including any Committee of the Board or person authorised by the Board for distribution among the members of existing fully paid equity shares of Rs. 10/- each of the Company, issue of fully paid up bonus shares of Rs. 10 (Rupees Ten only) each in the proportion of 2 (Two) equity share for every 5 (Five) equity share held by the members of the Company whose names appear in the Register of members maintained by the Company/List of Beneficial Owners of the Depository as on the record date to be determined by the Board;

RESOLVED FURTHER THAT all such new equity shares as and when issued shall rank pari passu and carry the same rights with the existing equity shares of the Company in all respects;

RESOLVED FURTHER THAT no letter of allotment shall be issued to the allottees of the new equity bonus shares. Share certificate(s) in respect of the new equity bonus shares shall be issued and dispatched to the allottees thereof within the period prescribed or that may be prescribed in this behalf, from time to time, or the new equity bonus shares shall be credited to the demat account of the allottees, as the case may be;

RESOLVED FURTHER THAT the allotment of new equity bonus shares to the extent that they relate to Non-resident members of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999 as may be deemed necessary;

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the bonus shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, rules, regulations;

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, Managing Director of the Company be and is hereby authorized to fix the record date, make public announcement and to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulties that may arise with regard to or in relation to the issue or allotment of the bonus shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory authority(ies) which he think fit and proper.

4. Increase the Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association:
To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 13 read with 61 and all other applicable provisions of the Companies Act, 2013 and all other applicable provisions, if any, and subject to the approvals, consents, permission and sanctioned as may be necessary from the appropriate authorities or bodies, the existing Authorised Share Capital of the Company of 10,00,00,000/- (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore only) Equity Shares of 10/- each and be and is hereby increased to 13,00,00,000/- (Rupees Thirteen Crore only) divided into 1,30,00,000 (One Crore Thirty Lacs only) Equity Shares of 10/- each.

“RESOLVED THAT pursuant to Section 13 read with 61 and all other applicable provisions of the Companies Act, 2013 and all other applicable provisions, if any, and subject to the approvals, consents, permission and sanctioned as may be necessary from the appropriate authorities or bodies, the existing Clause V of the Memorandum of Association of the Company be and are hereby substituted as follows:

V: The Authorised Capital of the Company is 13,00,00,000/- (Rupees Thirteen Crore only) divided into 1,30,00,000 (One Crore Thirty Lacs only) Equity Shares of 10/- each.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board or any committee of board thereof be and is hereby severally, authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to do all such acts, deeds, matters, and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

5. 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 Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof Mr. ABHISHEK LODHA (DIN 06833976), who was appointed as an Additional Director of the Company with effect from 23rd March 2019 under Section 161 of the Act, who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company

6. 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 Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof Mrs. RUPAL VIJAY THAKKAR (DIN 08395704), who was appointed as an Additional Director of the Company with effect from 20th March 2019 under Section 161 of the Act, who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company

Place: Ahmedabad

Date: 10th August, 2019

Registered Office:

**A-2, Hira Anand Tower, Gordhanwadi Tekara,
Kankaria, Ahmedabad – 380008**

**BY ORDER OF THE BOARD OF DIRECTORS OF
A & M FEBCON LIMITED**

Sd/-

**VARUN JIGNESHKUMAR SHAH
Managing Director**

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY OR PROXIES TO ATTEND AND, TO VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (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 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 SHAREHOLDER.

The instrument of Proxy in order to be effective, must 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. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution / authority, as applicable.

All Proxy-holder should carry their identity card at the time of attending the Meeting.

3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company .
4. Members are requested to bring their copy of notice of the AGM. The Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the meeting.
5. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company, a certified copy of Board Resolution/ Authorisation document authorising their representative to attend and vote on their behalf at the AGM.
6. The Register of Members and Share Transfer Books will remain closed **from 04th September, 2019 to 10th September, 2019** (both days inclusive) for the purpose of Annual General Meeting (AGM).
7. 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 the PAN to their DPs with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.
8. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
9. The members are requested to intimate to the Company, queries, if any, at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
10. 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.
11. The Notice of Annual General Meeting along with the Attendance Slip and Proxy Form, are being sent by electronic mode to all members whose email addresses are registered with the Company/Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode. The notice with attendance sheet, proxy form and annual report will be sent to the members of company as of cut-off date i.e. 02nd August 2019. Member(s) are entitled to receive communication(s) including Annual Report in physical form, free of cost, on receipt of written request for the same.
12. The Shareholders holding Shares in Physical form are advised to seek their shareholding changed to dematerialized form since in terms of SEBI and Stock Exchange guidelines no physical shares can be traded in the Stock Exchanges.
13. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.

14. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
15. Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrars and Share Transfer Agents, KARVY COMPUTERSHARE PRIVATE LIMITED for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
16. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a "Green Initiative in Corporate Governance" and allowed companies to share documents with its shareholders through an electronic mode. A Stock Exchanges permits companies to send soft copies of the Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering / updating their email address for receiving electronic communication. **The Annual Report also be available on the Company's website www.aandmfebcon.com**
17. All the Documents referred to in the notice are open for inspection at the registered office of the Company between 11 A.M. to 5.00 P.M on any working day prior to the day of meeting and will also be available at the meeting venue on the date of meeting.
18. Remote e-voting: In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Karvy Fintech Private Limited (Karvy) on all resolutions set forth in this Notice, from a place other than the venue of the Meeting (Remote e-voting).
- (A) In case a Member receives an email from Karvy [for Members whose email IDs are registered with the Company/Depository Participants (s)]:
- i. Launch internet browser by typing the URL: <https://evoting.karvy.com>.
 - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
 - iii. After entering these details appropriately, click on "LOGIN".
 - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the "Annual General Meeting" i.e., 'A & M FEBCON LIMITED"
 - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any

number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.

- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
 - ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
 - xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email cs.mthakkar@gmail.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format “ **Corporate Name Event No.**”
- (B) In case of Members receiving physical copy of Notice [for Members whose email IDs are not registered with the Company/Depository Participants (s)]:
- i. E-Voting Event Number – XXXX (EVEN), User ID and Password is provided in the Attendance Slip.
 - ii. Please follow all steps from Sl. No. (i) to (xii) above to cast your vote by electronic means.
- II. Voting at AGM: The Members, who have not cast their vote through Remote e-voting, can exercise their voting rights at the AGM. The Company will make necessary arrangements in this regard at the AGM Venue. The physical ballot shall be made available at the Meeting. Members who have already cast their votes by Remote e-voting are eligible to attend the Meeting; however those Members are not entitled to cast their vote again in the Meeting.

A Member can opt for only single mode of voting i.e. through Remote e-voting or voting at the AGM. If a Member casts votes by both modes then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

OTHER INSTRUCTIONS FOR E-VOTING

- a. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.karvy.com> (Karvy Website) or contact Mr. Suresh Babu D. of Karvy Fintech Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or at evoting@karvy.com or phone no. 040 – 6716 2222 or call Karvy’s toll free No. 1-800-34-54-001 for any further clarifications.
- b. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

- c. The remote e-voting period commences on 07th September 2019 (09:00 A.M. IST) and ends on 09th September 2019 (05:00 P.M.IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 04th September 2019, may cast their votes electronically. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- d. The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date i.e. 04th September 2019.
- e. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting i.e., 04th September 2019, he/she may obtain the User ID and Password in the manner as mentioned below :
- i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: **MYEPWD** <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
- Example for NSDL:
MYEPWD <SPACE> IN12345612345678
- Example for CDSL:
MYEPWD <SPACE> 1402345612345678
- Example for Physical:
MYEPWD <SPACE> XXXX1234567890
- ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. Member may call Karvy's toll free number 1800-3454-001.
- iv. Member may send an e-mail request to evoting@karvy.com. However, Karvy shall endeavour to send User ID and Password to those new Members whose mail ids are available.

19. The Notice of the Annual General Meeting is uploaded on the Company's website: www.aandmfebcon.com/ and may be accessed by the members.

Place: Ahmedabad
Date: 10th August, 2019

Registered Office:
A-2, Hira Anand Tower, Gordhanwadi Tekara,
Kankaria, Ahmedabad – 380008

BY ORDER OF THE BOARD OF DIRECTORS OF
A & M FEBCON LIMITED

Sd/-
VARUN JIGNESHKUMAR SHAH
Managing Director

ITEM 2

Relevant Details as stipulated under Regulation 36 (3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, in respect of directors seeking appointment/reappointment as Director under Item no. 2 are as under

Name of Director	Mrs. RENUKABEN RAMESHBHAI SHAH
Age	76
Remuneration of previous year(2018-19)	0
Number of shares held (as on 31 March 2019)	6,45,063
Director in other companies	0
Experience	5 years of experience in the field of fabrication - machinery
Relationship with other KMPs, Directors etc	Mrs. Renukaben R. Shah is Grand Mother of Varun Shah
Educational Qualification	12th Pass (Under Graduate)
Terms and Conditions of re-appointment and details of remuneration sought to be paid	Mrs. RENUKABEN RAMESHBHAI SHAH was appointed as Non-executive director with effect from 30th August 2018, he retires by Rotation and being eligible offer herself for re-appointment.
Date of First appointed on the Board	25/01/2014
Number of Board Meeting attended during 2018-19	Nine
Membership / chairmanship of committees of other boards	<ul style="list-style-type: none"> • Chairman of Stakeholders Relationship Committee • Member of Audit Committee • Member of Nomination and remuneration committee

ITEM NO. 3

The Board of Directors at its meeting held on 10th August, 2019 considered, approved and recommended a bonus issue of 2 (Two) equity shares for every 5 (Five) equity share held as on the 'record date', to be determined by the Board, by capitalizing a part of the amount standing to the credit of general reserves and/or the securities premium account and/or retained earnings as may be considered appropriate by the Board of the Company. The company has free distributable Reserves and Securities Premium amounting to Rs. 3,66,09,160/- as on 31st March 2019 and the amount as required for capitalization for the Bonus Issue be applied from general reserves and/or the securities premium account for issuance of fully paid up bonus shares in the ratio 2:5. In order to reward the members,

The Board of Directors of the Company at their meeting held on 10th August, 2019, has recommended the issue of Bonus shares in the ratio of 2:5 i.e. 2 bonus equity shares of Rs. 10 each at par fully paid up for every 5 fully paid up equity share held by the Members subject to approval of the members and such other authorities as may be necessary.

The issue of Bonus shares by capitalization of Reserves and Securities Premium is authorized by the Articles of Association of the Company.

The record date for determining the eligibility of the members to receive the said bonus shares will be fixed by

the Board of directors.

The Board of Directors recommends the passing of Item No. 3 of the Notice as an Ordinary Resolution with the approval of the Members.

None of the promoters, directors, managers, key managerial personnel of the Company or their relatives are interested in the resolution(s) No. 3 of the accompanying Notice except to the extent of their shareholding in the Company, if any.

ITEM NO. 4

The present Authorised Share Capital of the Company as on 10th August 2019 is 10,00,00,000/- (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore only) Equity Shares of 10/- each.

The Paid up Share Capital of the Company as on 10th August 2019 is Rupees 9,15,22,890/- comprising of 91,52,289 (Ninety One Lakh Fifty Two Thousand Two hundred and Eighty Nine) Fully paid up Equity Shares of 10 (Rupees Ten) each.

It is proposed to increase the Authorised Share Capital of the Company to 13,00,00,000/- (Rupees Thirteen Crore only) divided into 1,30,00,000 (One Crore Thirty Lacs only) Equity Shares of 10/- each.

The Board recommends the passing of this Resolution at Item No. 4 of the accompanying Notice in the interest of the Company.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

ITEM NO. 5

The Board of Directors at their meeting held on 23rd March 2019, appointed Mr. ABHISHEK LODHA (DIN: 06833976), as an Additional Director of the Company with effect from 23rd March 2019, Under Section 161(1) of the Companies Act, 2013, he holds office only up to the date of the Annual General Meeting of the Company.

The Approval members is require for regularisation of Mr. ABHISHEK LODHA as director of company.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution except Mr. ABHISHEK LODHA.

Name of Director	Mr. ABHISHEK LODHA
Age	41
Remuneration of previous year(2018-19)	0
Number of shares held (as on 31 March 2019)	0
Director in other companies	0
Experience	5 months of experience in the field of fabrication - machinery
Relationship with other KMPs, Directors etc	NA
Educational Qualification	MBA
Terms and Conditions of re-appointment and details of remuneration sought to be paid	Mr. ABHISHEK LODHA was appointed as Non-executive additional director with effect from 23rd March 2019.
Date of First appointed on the Board	23/03/2019
Number of Board Meeting attended during 2018-19	One