



**Eureka Industries Limited**

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**EUREKA INDUSTRIES LIMITED****CORPORATE INFORMATION****➤ BOARD OF DIRECTORS:**

MR. GAUTAM PRAVINCHAND JAIN (DIN 08456168)  
MR. GUNJAN CHOUDHARY (DIN 01580569)  
MR. YASHDEEP D. JAJPURA (DIN 03557155)  
MISS. AAREFA KUTUB KAPASI (DIN 07127418)

Managing Director  
Independent Director  
Independent Director  
Independent Director

**➤ COMPANY SECRETARY**

MS. PUJAL PADAMCHAND LALWANI

**➤ CHIEF FINANCE OFFICER**

MR. JYOTAL SHYAMSUNDER THAKKAR

**➤ AUDITORS:**

KOTHARI SANGAWAT & ASSOCIATES  
CHARTERED ACCOUNTANTS  
AHMEDABAD.

**➤ BANKERS:**

DENA BANK, AHMEDABAD

**➤ REGISTERED OFFICE:**

311-B, Harikrishna Complex,  
B/h City Gold Cinema, off Ashram Road  
Ahmedabad – 380009  
Gujarat (India)  
**Tel:-** 079-48918799  
Email ID - [eurekaindltd@gmail.com](mailto:eurekaindltd@gmail.com)  
Web: - [www.eurekaindustries.in](http://www.eurekaindustries.in)

**➤ REGISTRAR & SHARE TRANSFER AGENT:**

**BIGSHARE SERVICES PVT LTD**  
A-802, Samudra Complex  
Nr, Klassic Gold Hotel, (Girish Cold Drinks)  
Off. C G Road, Navrangpura  
Ahmedabad –380009, Gujarat  
**Tel:-** 079-40024135  
Email ID [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com)

**NOTICE TO MEMBERS:****28<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the Twenty Eighth Annual General Meeting of the members of the Company will be held on Thursday, 31<sup>st</sup> day of December, 2020 at 03.00 p.m. at the Registered Office of the Company at 311-B, Harikrishna Complex, B/h City Gold Cinema, Off Ashram Road, Ahmedabad – 380009 to transact the following business:

**ORDINARY BUSINESS:****1. ADOPTION OF THE ANNUAL AUDITED FINANCIAL STATEMENT AND REPORTS THEREON:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 together with the reports of the Board of Directors and Auditor's Report thereon.

**2. APPOINTMENT OF A DIRECTOR IN PLACE OF DIRECTOR RETIRING BY ROTATION:**

To re-appoint director in place of Mr. Gautam Pravinchand Jain (DIN: 08456168), who retires by rotation and being eligible for re-appointment offers himself for re-appointment.

**SPECIAL BUSINESS:****3. TO RE-APPOINT MRS. AAREFA KUTUB KAPASI (DIN: 07127418) AS AN INDEPENDENT DIRECTOR AND IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under read with Schedule IV to the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, **Mrs. Aarefa Kutub Kapasi (DIN: 07127418)**, who was appointed as an Independent Director for a term of five(5) consecutive years till 31<sup>st</sup> March, 2020 by the Shareholders, being eligible and in respect of whom the Company has received a notice in writing from the Director under Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of Five (5) consecutive years i.e. from 01<sup>st</sup> April, 2020 up to 31<sup>st</sup> March, 2025.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, things and matters and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**For Eureka Industries Limited**

**Place: Ahmedabad  
Date: 09/12/2020**

**SD/-  
Gautam Pravinchand Jain  
Chairman and Managing Director  
DIN: 08456168**



**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. The Proxy, in order to be effective, must be received by the Company not less than 48 hours before the commencement of the meeting.

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 shareholder.

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 authorizing their representative to attend and vote on their behalf at the Meeting.

In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business, if any to be transacted at the meeting is annexed hereto.
3. The requirement to place the matter relating to appointment of Auditors for ratification by Members at every Annual General Meeting is done away with vide notification dated 7<sup>th</sup> May 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on 31<sup>st</sup> December, 2020.
4. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se, etc. as required to be disclosed as per Companies Act, 2013, Regulation 36 (3) the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2), are provided as Annexure 1 to this notice.
5. Members/Proxies should bring attendance slips sent herewith duly filled in, for attending the Meeting.
6. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days (except Saturdays, Sundays and Public Holidays) between 03.00 p.m. to 05.00 p.m. upto the date of this Annual General Meeting.
7. A route map along with prominent landmark for easy reach to the venue of annual general meeting is annexed with this notice.
8. The Register of Members and the Share Transfer Books of the Company will remain closed from 25<sup>th</sup> December, 2020 to 31<sup>st</sup> December, 2020 (both days inclusive) for the purpose of 28<sup>th</sup> Annual General Meeting of the Company.
9. The Members are requested to dematerialize their shareholdings with their Depository Participants as the Company's Shares are traded compulsorily under Demat mode in the Stock Exchanges.
10. **The Securities and Exchange Board of India (SEBI) has amended Regulation 40 of SEBI LODR. Pursuant to amended Regulation 40 of SEBI LODR, effective 1st April, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.**

**The Company in this regard has sent letters to the shareholders holding shares in physical form informing them about the above requirement. All shareholders holding shares in physical form are requested to demat their shares at the earliest.**

11. Members holding shares in single name and/or in physical mode are advised to make nomination in respect of their shareholding in the Company. Nomination forms can be obtained from the Company's Registered Office.
12. The Register of Directors, Key Managerial Personnel and their shareholding and register of Contracts or Arrangements in which Directors are interested, maintained as per Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting

13. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring their copies of Annual Report to the Meeting. No gifts or coupons or any other form of solicitation will be provided at the Annual General Meeting.
14. The Notice of the 28<sup>th</sup> Annual General Meeting is available on the website of the Company [www.eurekaindustries.in](http://www.eurekaindustries.in) and website of CDSL [www.cdslindia.com](http://www.cdslindia.com).
15. 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 Participant with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company.
16. Members are requested to:
- (a) Intimate to the Company's Registrar and Share Transfer Agents – Bigshare Services Pvt Ltd, changes, if any, in their registered addresses and e-mail id at an early date, in case shares held in physical form;
  - (b) Intimate respective Depository Participant, changes, if any, in their registered addresses or e-mail id at an early date, in case of shares held in dematerialized form;
  - (c) Quote their folio numbers/client ID/DP ID in all correspondence; and
  - (d) Consolidate their holdings into one folio in the identical order of names.
  - (e) Update their PAN and Bank account details by sending a self-attested copy of the PAN along with original cancelled cheque bearing their name on it or bank passbook/statement attested by their Bank to Big Share, the Registrar and Share Transfer Agents of the Company
  - (f) Attendance Slip and Proxy Form is annexed. Members are requested to affix their signature at the space provided in the entrance pass and hand over the same at the entrance to the place of meeting.
  - (g) Pursuant to Section 101 and 136 of the Act read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. As per provisions of Section 20 of the Act read with Rules thereunder, a document may be served on any member by sending it to him by post or by registered post or by speed post or by courier or by delivering at his office or address, or by such electronic or other mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to his / her Depository Participant / the Company's Registrar & Share Transfer Agent from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he shall pay such fees as may be determined by the Company in its Annual General Meeting. In cases, where any member has not registered his / her e-mail address with the Company, the service of documents, etc. will be effected by other modes of service as provided in Section 20 of the Act read with the relevant Rules thereunder.**

**Those members, who desire to receive notice / financial statement / documents through e-mail, are requested to communicate their e-mail ID and changes thereto from time to time to his / her Depository Participant / the Company's Registrar & Share Transfer Agent, M/s. Big Share Services Pvt Ltd, as the case may be;**

**Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialized form) or with MCS (in case of Shares held in physical form)**

- (h) 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 by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 28<sup>th</sup> Annual General Meeting (AGM). For this purpose, the Company has entered into an agreement with CDSL for facilitating e-voting to enable the Shareholders to cast their votes electronically.

The Company is also providing facility for voting by Ballot paper at the venue of the 28<sup>th</sup> Annual General Meeting apart from providing remote e-voting facility for all those members who are present at the general meeting but have not casted their votes by availing the remote e-voting facility.

The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.



**Instructions for Members for voting electronically are as under:-**

- a) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- b) Click on "Shareholders" tab to cast your vote(s)
- c) Now enter your User ID as follows:
  - For CDSL: 16 digits beneficiary ID.
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
  - Members holding shares in physical form should enter Folio Number registered with the Company.
- d) Enter the Image Verification as displayed and Click on Login.
- e) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- f) For Shareholders holding shares in physical form and first time users holding shares in electronic form, the steps given below are to be followed:

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department
	<ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.</li> </ul>
<b>Date of Birth or Date of Incorporation or Bank Account</b>	<p>Enter the Date of Birth as recorded in your demat account or in the Company's records for the said demat account in DD/MM/YYYY format.</p> <p style="text-align: center;">OR</p> <p># Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member ID/ folio number in the Dividend Bank details field as mentioned in instruction (c).</p>

*# CDSL users can enter any one of the details viz. dividend bank details or date of birth, in order to login; however, NSDL users mandatorily have to mention their bank account number in order to login. In case bank details are not recorded with the depository, please enter the number of shares held by you as on the cut-off date viz. 23<sup>rd</sup> September, 2020 in the Dividend Bank details field*

- g) After entering these details appropriately, click on "SUBMIT" tab.
- h) For Members holding shares in physical form, the login details can be used only for e-voting on the resolutions contained in this Notice. On logging in, Members holding shares in physical form will be directed to the Company selection screen.
- i) Members holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the electronic holders for voting on resolutions of other companies, as well, on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- j) Click on the EVSN for the relevant Company <"EUREKA INDUSTRIES LIMITED"> on which you choose to vote.
- k) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Select the option YES or NO, as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- l) Click on the "Resolutions File" Link if you wish to view the entire Notice.
- m) After selecting the Resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- n) Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote. You can also take a print of the voting done by you.
- o) If an electronic account holder has forgotten the set password, then he has a 'Forgot password' option to reset the password.
- p) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

## q) Note for Institutional Shareholders:

- Institutional shareholders (i.e. other than Individuals, HUFs, NRIs etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details, they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.

r) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).**Other Instructions:**

- I. The remote e-voting period commences on Sunday, 27<sup>th</sup> September, 2020 (9.00 a.m. IST) and ends on Tuesday, 29<sup>th</sup> September, 2020 (5.00 p.m. IST) both days inclusive. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/ entitlement date of Wednesday, 23<sup>rd</sup> September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast and confirmed by the Member, he shall not be allowed to change it subsequently.
- II. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off/ entitlement date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.
- III. The voting rights of Members shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on Wednesday 23<sup>rd</sup> September, 2020 for determining the eligibility to vote by electronic means or at the Meeting by Ballot Paper.
- IV. Any person who becomes a member of the Company after the date of this Notice of the Meeting and holding shares as on the cut-off date i.e. Wednesday, 23<sup>rd</sup> September, 2020 may obtain the User ID and Password by sending an email request to [eurekaindltd@gmail.com](mailto:eurekaindltd@gmail.com). Members may also call on 079-48918799 or send a request to Ms. Pujal P, Lalwani, Company Secretary and Compliance Officer of the Company, by writing to her at Eureka Industries Limited, 311-B, Harikrishna Complex B/h City gold Cinema, off Ashram Road, Ahmedabad - 380009, Gujarat, INDIA.
- V. The Company has appointed Shri Vinay Soni, Practicing Company Secretary as the Scrutinizer to conduct e-voting and the voting process at the AGM in a fair and transparent manner.
- VI. The Scrutinizer shall, after the conclusion of voting at the Meeting, first count the votes casted by Ballot Paper at the Meeting, thereafter unblock the votes casted through remote e-voting in the manner provided in the Rules and make, not later than 48 hours from the conclusion of the Meeting, consolidated Scrutinizer's Report of remote e-voting and voting by Ballot Paper at the Meeting, of the total votes casted in favor or against, if any, to the Chairman of the Meeting or a person as may be authorized by him in writing shall declare the result of the voting forthwith and all the resolutions as mentioned in the Notice of the Meeting shall be deemed to be passed on the date of the Meeting.
- VII. The results declared along with the Scrutinizer's Report shall also be placed on the Company's website [www.eurekaindustries.in](http://www.eurekaindustries.in) and on the website of CDSL and communicated to BSE Limited where the shares of the Company are listed.
- VIII. The resolutions shall be deemed to be passed on the date of Annual General Meeting of the Company, subject to receipt of sufficient votes.
- IX. You can also update your mobile number and Email id in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-voting in future. The same may be used in case the Member forgets the password and the same need to be reset.



**Contact Details:**

Company	M/S EUREKA INDUSTRIES LIMITED REG. OFFICE: 311-B, HARIKRISHNA COMPLEX B/H CITY GOLD CINEMA, OFF ASHRAM ROAD AHMEDABAD- 380009, TEL NO: 079-48918799, FAX: 079-26583476, EMAIL ID: <a href="mailto:EUREKAINDLTD@GMAIL.COM">EUREKAINDLTD@GMAIL.COM</a> CIN: L91110GJ1992PLC018524
Registrar and Share Transfer Agent	M/S BIGSHARE SERVICES PVT. LTD A-802, SAMUDRA COMPLEX, NR. KLASSIC GOLD HOTEL, GIRISH COLD DRINKS, OFF C.G. ROAD, NAVARANGPURA, AHMEDABAD, GUJARAT, 380009, TEL: 79-40024135, FAX: 022-4918 6060 EMAIL ID: <a href="mailto:BSSAHD@BIGSHAREONLINE.COM">BSSAHD@BIGSHAREONLINE.COM</a>
E-voting Agency	CENTRAL DEPOSITORY SERVICES (INDIA) LTD EMAIL ID: <a href="mailto:HELPDESK.EVOTING@CDSLINDIA.COM">HELPDESK.EVOTING@CDSLINDIA.COM</a>
Scrutinizer	CS VINAY SONI PRACTICING COMPANY SECRETARY 643 Nagarvado Lakha Patel Pole Manekchowk, Ahmedabad - 380001 Mobile : 9016830305 EMAIL ID: <a href="mailto:cssonivinay2@gmail.com">cssonivinay2@gmail.com</a>

For Eureka Industries Limited

SD/-  
Gautam Pravinchand Jain  
Chairman and Managing Director  
DIN: 08456168

Place: Ahmedabad  
Date: 09/12/2020



**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****Item no: 03**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations") an Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and shall be eligible for re-appointment on passing of a Special Resolution by the Company and disclosure of such appointment in the Board Report.

Mrs. Aarefa Kutub Kapasi (DIN: 07127418) was appointed as an Independent Directors (Non-Executive) of the Company for a period of five (5) years up to 31<sup>st</sup> March, 2020.

The Nomination and Remuneration Committee on the basis of their skills, experience, knowledge and report of his performance evaluation recommended re- appointment of Mrs. Aarefa Kutub Kapasi (DIN: 07127418) as Non-Executive Independent Directors for a second term of five consecutive years on the Board of the Company w.e.f 01<sup>st</sup> April, 2020.

The Board of Directors ("Board"), in its meeting held on 28<sup>th</sup> February, 2020 reviewed the declarations made by Mrs. Aarefa Kutub Kapasi (DIN: 07127418) that they meet the criteria of independence as provided in Section 149 (6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and was of opinion that they fulfills the conditions specified in the Act, the rules made there-under and in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is independent of the Management.

The Company has received a notice in writing from the Directors under Section 160 of the Companies Act, 2013, proposing their candidature for the office of Independent Directors of the Company.

The Board accordingly re-appointed them as Non – Executive Independent Directors not liable to retire by rotation for a further period of five years w.e.f 01<sup>st</sup> April, 2020.

Except for the Directors being appointed and their relatives, none of the Directors / Key Managerial Personnel of the Company / their relatives is, in any manner, concerned or interested, financially or otherwise, in the respective resolution set out at Item No. 03 of the Notice.

The Board recommends the Special Resolution set out at Item No. 03 of the Notice for approval by the shareholders.

**For Eureka Industries Limited**

**SD/-  
Gautam Pravinchand Jain  
Chairman and Managing Director  
DIN: 08456168**

**Place: Ahmedabad  
Date: 09/12/2020**