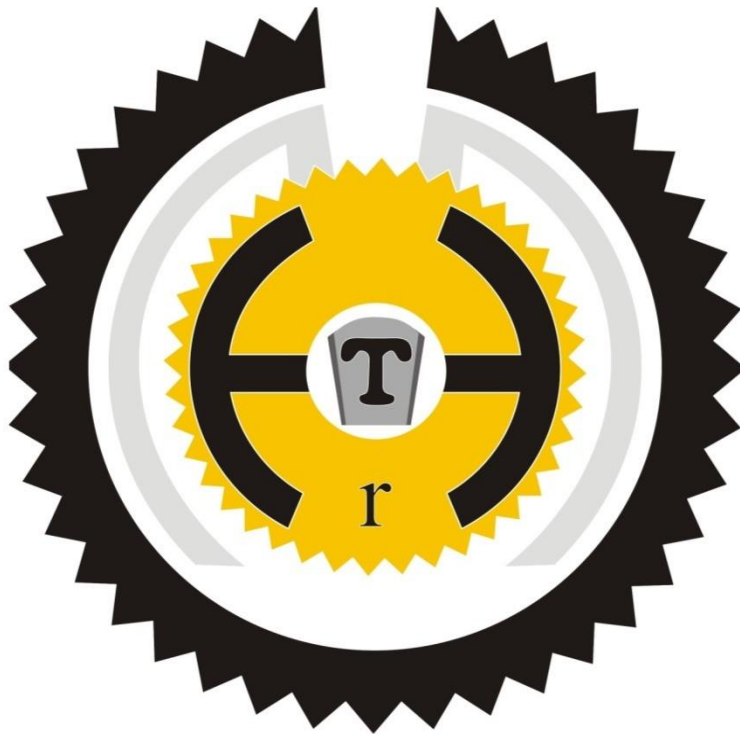


# ANNUAL REPORT 2018-2019

CORPORATE INFORMATION'S

**MEWAR HI-TECH ENGINEERING LIMITED**

CIN NO: L29299RJ2006PLC022625



**MEWAR HITECH ENGINEERING LIMITED**

### **BOARD OF DIRECTORS**

<b>Shri. Chattar singh Harisingh Rathore</b>	<b>Chairman And Managing Director</b>
<b>Smt. Reena Rathore</b>	<b>Whole Time Director</b>
<b>Shri. Vaibhav Singh Rathore</b>	<b>Whole Time Director &amp; CFO</b>
<b>Shri. Munish Chandra Goyal</b> (w.e.f. 16/07/2018)	<b>Independent Director</b>
<b>Shri . Ajit Singh Rathore</b> (w.e.f. 16/07/2018)	<b>Independent Director</b>

### **COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Miss. RIMIKA TALESARA**

### **REGISTRAR AND SHARE TRANSFER AGENT**

**Big share Services Pvt. Ltd**  
**E-3 ANSA INDUSTRIAL ESTATE, SAKI VIHAR ROAD**  
**SAKINAKA MUMBAI - 400072**  
**Email- investor@kingsoncrusher.com**

### **BANKER:**

**Corporation Bank,**  
**HDFC Bank**  
**State Bank of India**

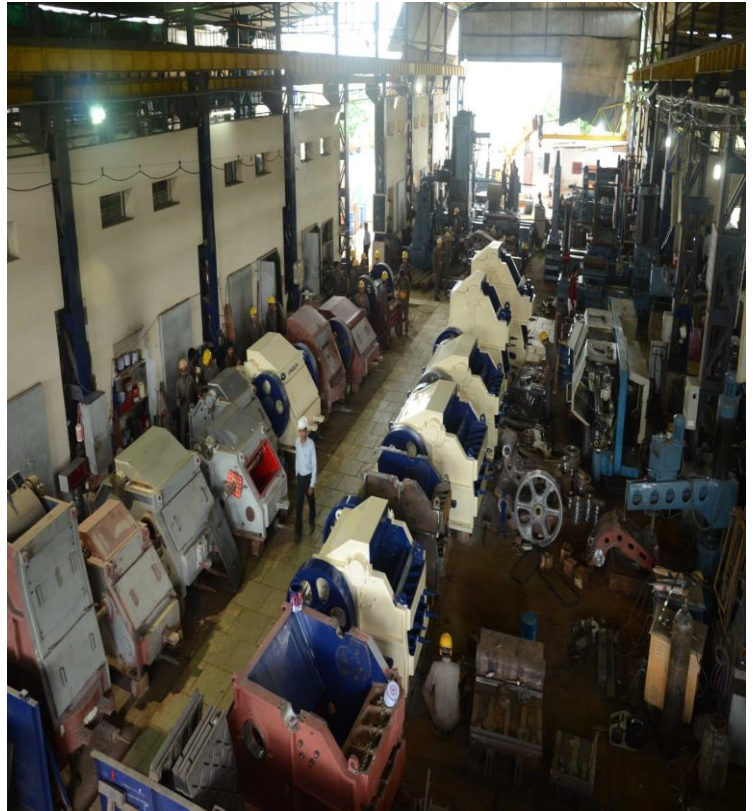
### **AUDITOR**

**M/s Sagar Golchha & Co.**  
**Chartered Accountant**  
**Udaipur, Rajasthan**

### **REGISTERED OFFICE**

**1 HAWA MAGRI INDUSTRIAL**  
**AREA SUKHER UDAIPUR 313001**

# ABOUT MEWAR HI-TECH



\* Manufacturing unit of Mewar Hi-Tech Engineering Ltd. comprising of various machineries like Cone Crushers, Jaw Crusher, HSI, VSI and Vibrating Screens, etc.

## **NOTICE**

Notice is hereby given that the 13<sup>th</sup> Annual General Meeting of the members will be held on Thursday, 26<sup>th</sup> Day of September, 2019 at 11:00 A.M., at the registered office of the Company situated at 1, Hawa Magri, Industrial Area, Sukher, Udaipur (Rajasthan).

### **ORDINARY BUSINESS:**

1. To receive, consider, approve and adopt the audited Balance Sheet as on 31<sup>st</sup> March, 2019, Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the Board Report and Auditor's report thereon.
2. To re-appoint Mr. CHATRSINGH HARISINGH RATHORE (DIN: 01748904) as Managing Director, who is liable to retire from his office by rotation and being eligible, offers himself for re-appointment under section 152 (6) of the Companies Act 2013.

### **SPECIAL BUSINESS:**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Ghanshyam Joshi (**DIN:08490676**), who qualifies for being appointed as an independent director and in respect of which the company has received consideration from Nomination and Remuneration committee and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years on the Board of the Company."

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

**For & on behalf of the Board of Directors**  
**Mewar Hi-Tech Engineering Limited**  
**CIN: L29299RJ2006PLC022625**

**Date: 04/09/2019**

**Place: Udaipur**

**Sd/-**  
**(Rimika Talesara)**  
**Company Secretary**  
**M. No. A43461**

**NOTES:**

- 1) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the relevant business set out in the Notice is annexed.
- 2) 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 from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
  - I. The Board of Directors has appointed M/s Divanshu Mittal and Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.
  - II. The facility for voting, either through electronic voting system or poll paper, shall also be made available at the AGM and the Members attending the AGM, who have not already cast their vote by remote e-voting, may exercise their right to vote at the AGM.
  - III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  - IV. A Member can vote either by remote e-voting or at the AGM. In case a Member votes by both the modes then the votes cast through remote e-voting shall prevail and the votes cast at the AGM shall be considered invalid.
- 3) (a) A member entitled to attend the meeting and vote at the meeting is entitled to appoint a proxy under section 105 of Companies Act, 2013. A proxy can vote on behalf of the member but shall not have the right to speak.  
 (b) A proxy need not be a member of the Company.  
 (c) A person can act as a proxy on behalf of members not exceeding 50 and aggregate holding of not more than 10% of the total share capital of the Company.

- (d) 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 person or shareholder.
  - (e) Proxies in order to be valid must be deposited at the Company's Registered Office not less than 48 hours before the time fixed for the meeting or holding the adjourned meeting in relation to which the proxy is given.
  - (f) A proxy form for AGM is enclosed.
- 4) A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, provided that not less than three days of notice in writing is given to the Company.
  - 5) Corporate members intending to send their authorized representative to attend the meeting pursuant to Section 113 of Companies Act, 2013 are requested to send to the Company a certified copy of the relevant Board resolution together with the specimen signature of their authorized representatives to attend and vote on their behalf at the meeting.
  - 6) Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company would remain closed from Tuesday, 17<sup>th</sup> September, 2019 to Thursday, 26 September, 2019 (both days inclusive) for the purpose of Annual General Meeting of the Company.
  - 7) In accordance with the provisions of Section 101 of Companies Act, 2013, read with Rule 18 of Companies (Management and Administration Rules), 2014 and Regulation 36 of the SEBI (LODR) Regulations, 2015, Copies of the Notice of the 13<sup>th</sup> AGM, Annual Report 2019, Attendance Slip and Proxy are being sent by electronic mode to all those members whose e-mail addresses are registered with the Company/RTA or Depository Participant for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2019 are being sent by the permitted mode.
  - 8) Members may note that the notice of the 13<sup>th</sup> AGM, the Annual Report 2019 will be available on the Company's website. 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 form in addition to communication via e-mail or having any other queries, may write to us at [investor@kingsoncrusher.com](mailto:investor@kingsoncrusher.com)
  - 9) A route map showing directions to reach the venue of the 13<sup>th</sup> AGM of the Company is given as per the requirement of the "Secretarial Standards - 2" on General Meetings.

- 10) All the documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013, will be available for inspection at the Registered Office of the Company during Business Hours on all working days up to the date of declaration of the result of the 13<sup>th</sup> AGM of the Company.
- 11) Register of Directors and Key Managerial Personnel and their shareholding, maintained u/s 170 of the Companies Act, 2013 will be available for Inspection by the members at the AGM and shall be made accessible to every person attending the meeting.
- 12) The Register of Contracts or arrangements in which the Directors are interested, maintained u/s 189 of the Companies Act, 2013, if any, will be available for inspection by the Members at the AGM.
- 13) Additional information, pursuant to SEBI (LODR) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM is furnished in the explanatory statement forming part of this Notice. The directors have furnished consent/declaration for their appointment/re-appointment as required under the Companies Act, 2013 and related Rules.
- 14) The members desirous of obtaining any information with regard to the audited annual accounts of the Company for the financial year 2018-2019 or on any other related subject are requested to write to the Company at e-mail ID investor@kingsoncrusher.com at least 15 days before the date fixed for the AGM, so that the information required could be kept ready.
- 15) Members/proxies attending the Annual General Meeting are requested to bring the following documents, for security reasons and for proper conduct of the AGM:
  - (a) Attendance Slip duly completed and signed by the respective members or/proxy.
  - (b) Member who are Companies/Institutions are requested to send a copy of the resolution of their Board or governing body, authorizing their representative to attend and vote at the Annual General Meeting.
  - (c) DP & Client ID Number(s), by members holding shares in dematerialized form.
  - (d) Copy of the Annual Report.
- 16) As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents. Members may also refer to Frequently Asked Questions ("FAQs") on Company's website [investor@kingsoncrusher.com](mailto:investor@kingsoncrusher.com).



- 17) As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13.
- 18) In case of joint holders attending the AGM, 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.

**FOR THE ATTENTION OF THE MEMBERS:**

1. Members are requested to send intimations of any changes in their addresses, applications for demat of shares, applications for transfer of shares and any related correspondence to the Company's share transfer agents Bigshare Services Private Limited, E-3 Ansa Industrial Estate, Saki-Vihar Road, Sakinaka Mumbai Maharashtra-400072. Contact No.: 022-62638200 e-mail ID: [investor@bigshareonline.com](mailto:investor@bigshareonline.com) Website: [www.bigshareonline.com](http://www.bigshareonline.com)

**2. SENDING NOTICES AND DOCUMENTS TO SHAREHOLDERS THROUGH EMAIL:**

As a part of "Green Initiative" in Corporate Governance, the Ministry of Corporate Affairs has allowed sending communication to the shareholders through electronic mode. Accordingly, we propose to send documents like notices convening General Meetings, Annual Reports, etc. to the email addresses of the shareholders. For this purpose, shareholders holding shares in demat form are requested to register their email IDs with their Depository Participants.

**For & on behalf of the Board of Directors  
M/s Mewar Hi-Tech Engineering Limited  
CIN: L29299RJ2006PLC022625**

**Date: 04/09/2019**

**Place: Udaipur**

**Sd/-  
(Rimika Talesara)  
Company Secretary  
M. No. A43461**



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

**ITEM NO. 3**

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

The Nomination and Remuneration committee has recommend or propose the Name of Mr. Ghanshyam Joshi (DIN: 08490676) to appoint as an independent director of the company under section 160 of the companies act, 2013 for the period of 5 (Five) years who qualifies for being appointed as an independent director under section 149 of the companies act, 2013 and possess the relevant expertise's and qualifications for this post.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors, proposing the name of Mr. Ghanshyam Joshi (DIN: 08490676) to appoint as Independent Directors of the Company in the ensuing Annual General Meeting and not liable to retire by rotation and who shall hold office for a term of 5 (five) consecutive years on the Board of the Company.

**MEWAR HI-TECH ENGINEERING LIMITED**

1, HAWA MAGRI, INDUSTRIAL AREA SUKHER, UDAIPUR (RAJ.)

CIN: L29299RJ2006PLC022625

Ph. No.: 0294-2440234; Fax No. 0294-2440234,

E-mail Id: [accounts@kingsoncrusher.com](mailto:accounts@kingsoncrusher.com); Website: [www.mewarhitech.com](http://www.mewarhitech.com)

**Additional Information required under Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (relating to Corporate Governance) and Secretarial Standard on General Meetings, with respect to the appointment & re-appointment of Directors is as under:**

<b>Name of the Director</b>	<b>CHATRSINGH HARISINGH RATHORE</b>
<b>Director Identification Number</b>	<b>01748904</b>
<b>Date of Birth</b>	<b>05/01/59</b>
<b>Age</b>	<b>60</b>
<b>Date of Appointment</b>	<b>24/02/16</b>
<b>Brief resume of the Director including Qualification, nature of expertise in specific functional areas</b>	<b>B.com and CWA &amp; has expertise in marketing.</b>
<b>No. of shares held in the Company</b>	<b>628560</b>
<b>Directorships and Committee memberships held in other companies</b>	<b>Director in 2 companies - Mewar Marmo engineering pvt. Ltd &amp; Mewar technocast private limited</b>
<b>Inter-se relationships between Directors, Manager and KMPs</b>	<b>Husband of Mrs. Reena Rathore &amp; Father of Mr. Vaibhav singh Rathore</b>
<b>Nationality</b>	<b>INDIAN</b>
<b>No. of Board Meetings held during the Year</b>	
<b>No. of Board meetings attended during the year.</b>	
<b>Remuneration sought to be paid</b>	<b>12,60,000/-</b>
<b>Remuneration Last drawn</b>	<b>12,60,000/-</b>

\*Chairman of the Committee For other details such as the number of meetings of the board attended during the year, remuneration drawn and relationship with other directors and key managerial personnel in respect of above directors, please refer to the Corporate Governance Report which is a part of this Annual Report.