

33rd
ANNUAL
REPORT
2016-17



SHIVALIK BIMETAL
CONTROLS LIMITED



CONTENTS IN THIS REPORT

Page No.

<input type="checkbox"/> Company Information	1
<input type="checkbox"/> Notice to the Members.....	2
<input type="checkbox"/> Directors' Report	19
<input type="checkbox"/> Secretarial Audit Report	30
<input type="checkbox"/> Extract of Annual Return	33
<input type="checkbox"/> Corporate Governance Report	45
<input type="checkbox"/> Management Discussion and Analysis Report	64
<input type="checkbox"/> Report on Corporate Social Responsibility Activities	68
<input type="checkbox"/> Standalone Financial Statements.....	70
<input type="checkbox"/> Consolidated Financial Statements.....	102
<input type="checkbox"/> Registration Form	132
<input type="checkbox"/> Proxy Form	134
<input type="checkbox"/> Route Map of AGM	135



COMPANY INFORMATION

Board of Directors

: Mr. S.S. Sandhu, Chairman
 Mr. N.S. Ghumman, Managing Director
 Mr. Rohit Kapur, Director
 Mr. G.S. Gill, Director
 Mr. N.J.S. Gill, Director
 Lt. Gen. Pradeep Khanna (Retd.), Director
 Capt. Jitender Singh Mann (Retd.), Director
 Mrs. Harpreet Kaur, Women Director

Chief Financial Officer

: Mr. Rajeev Ranjan

Company Secretary

: Mrs. Aarti Jassal

Registered Office

: 16-18, New Electronics Complex,
 Chambaghat, Distt. Solan-173213
 Himachal Pradesh.
 Phone : +91-1792-230578, 230175
 Fax : +91-1792-230475
 Email : investor@shivalikbimetals.com
 Website: www.shivalikbimetals.com
 CIN: L27101HP1984PLC005862

Head Office

: H-2, Suneja Chambers, 2nd Floor,
 Alaknanda Commercial Complex,
 New Delhi-110019
 Phone : +91-11-26027174, 26026362, 26028175
 Fax : +91-11-26026776, 26020806
 Email : investor@shivalikbimetals.com
 Website: www.shivalikbimetals.com

Statutory Auditors

: Malik S & Co.,
 Chartered Accountants,
 1/101, (L G F) Old Rajinder Nagar,
 Sir Ganga Ram Hospital Marg,
 New Delhi- 110 060

Bankers

: Indian Bank
 Nehru Place,
 New Delhi-110019

Registrar & Share Transfer Agent

: M/s MAS Services Ltd.
 T – 34, IInd Floor,
 Okhla Industrial Area, Phase – II,
 New Delhi-110020,
 Tel No.: (91) (11) 26387281, 266387282
 Fax: (91) (11) 26387384
 Email: info@masserv.com



NOTICE TO THE MEMBERS

NOTICE is hereby given that the 33rd Annual General Meeting ("AGM") of the Members of Shivalik Bimetal Controls Limited ("SHIVALIK") will be held on Wednesday, the 27th day of September, 2017 at Hotel City Heights, City Centre Plaza, The Mall (Opposite District Courts) Solan (H.P.)-173212, at 10.00 AM to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2017 and the Reports of Directors and Auditors thereon.
2. To confirm the payment of Interim Dividend on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2016-17.
3. To appoint a Director in place of Mrs. Harpreet Kaur (DIN: 07012657), who retires by rotation and being eligible, offers herself for re-appointment.
4. To consider the appointment of Statutory Auditors of the Company, and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014 ("the Rules") [including any statutory modification(s) or re-enactment thereof for the time being in force] and pursuant to the recommendations of the Audit Committee of the Board of Directors, M/s. Arora Gupta & Co., Chartered Accountants, (Firm Registration No. 021313C), who have confirmed their eligibility to be appointed as Auditors in terms of Section 141 of the Act and the Rules, be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this AGM till the conclusion of the 38th AGM, to be held in the financial year ending 2022 (subject to ratification of the appointment by the members at every AGM held after this AGM) at the remuneration to be determined by the Board of Directors of the Company."

SPECIAL BUSINESS :

5. To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2018 and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Ramawatar Sunar, Cost Accountants, (Firm Registration No. 100691), appointed by the Board of Directors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2018, at the remuneration to be determined by the Board of Directors of the Company.

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

6. To approve the Alteration in the Articles of Association of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of sections 14 and other applicable provisions of the Companies Act, 2013, approval of the Shareholders be and is hereby granted for alteration in the Articles of Association as under:

- i. Article 86 of the Articles of Association of the Company be and is hereby deleted and substituted by the following new clause:

"86- Rotation of Directors - At every Annual General Meeting one-third of such of the Directors for the time being as are liable to retire by rotation, or if their number is not three or a multiple of three, then the number nearer to one-third, shall retire from office."

- ii. Article 116 of the Articles of Association of the Company be and is hereby deleted and substituted by the following new clause:

"116 - Managing Director(s) or Whole time Director(s) liable to retiring by rotation- Subject to the provisions of the Act, and of these Articles, a Managing Director or a Whole time Director, shall be liable to retiring by rotation and shall be counted in determining the number of Directors retire by rotation.

7. To consider the revision in the remuneration & the re-appointment of Mr. S.S. Sandhu as Chairman & Whole Time Director of the Company and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment(s) thereof, for the being in force), the consent of the Company be and is hereby accorded to the revisions in managerial remuneration of Mr. S. S. Sandhu (DIN No. 00002312), as Chairman & Whole Time Director of the Company w.e.f. 01st December, 2016 (**as per table I**), and w.e.f 01st September, 2017 (**as per table II**) (for a period of three years) with such terms and conditions are mentioned hereunder:

Particulars	I - Amount (₹ in Lacs) Per annum	II - Amount (₹ in Lacs) Per annum
Basic Salary	100.80	110.00
House Rent Allowance : 50% of Basic Salary	50.40	55.00
Perquisites as per rule of the Company	3.00	3.00
Gross Remuneration	154.20	168.00

RESOLVED FURTHER THAT Mr. S. S. Sandhu as Chairman & Whole-Time Director of the Company be and is hereby re-appointed for a period of five (5) years w.e.f. 1st August, 2018 to 31st July, 2023.

RESOLVED FURTHER THAT Mr. S. S. Sandhu as Chairman & Whole-Time Director shall be liable to retire by rotation.

RESOLVED FURTHER THAT, pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V thereto and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) (“the Act”) and the Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to further revision in managerial remuneration of Mr. S. S. Sandhu (DIN No. 00002312), as Chairman & Whole-Time Director of the Company for a period of three years, with effect from 01st January, 2018 on the terms and conditions specified hereunder:

Particulars	III - Amount (₹ in Lacs) Per annum
Basic Salary	131.36
House Rent Allowance : 50% of Basic Salary	65.68
Perquisites as per rule of the Company	3.00
Remuneration	200.04

RESOLVED FURTHER THAT the aforesaid remuneration (**as per table III**), to be paid to Mr. S. S. Sandhu (DIN No. 00002312) shall be subject to the approval of the Central Government to the extent it is in excess of the limit prescribed under Sections 197, read with Schedule V thereto and other applicable provisions of the Act.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all such steps as may be necessary for obtaining any approval(s) – statutory, contractual or otherwise, in relation to the above.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and Company Secretary of the Company be and are hereby severally authorised to make necessary application to the Central Government and to sign all such documents, letters, papers as may be required and do all such acts, deeds, matters and things as are incidental thereto or as may be deemed necessary or desirable and to settle any question or difficulty that may arise in such manner as it may deem fit.”

8. To consider the revision in the remuneration of Mr. N.S. Ghumman as Managing Director of the Company and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment(s) thereof, for the being in force), the consent of the Company be and is hereby accorded to the revision in managerial remuneration of Mr. N.S. Ghumman (DIN No. 00002052), as Managing Director of the Company w.e.f. 01st December, 2016 (**as per table I**), and w.e.f 01st September, 2017 (**as per table II**) (for a period of three years) with such terms and conditions are mentioned hereunder:

Particulars	I - Amount (₹ in Lacs) Per annum	II - Amount (₹ in Lacs) Per annum
Basic Salary	100.80	110.00
House Rent Allowance : 50% of Basic Salary	50.40	55.00
Perquisites as per rule of the Company	3.00	3.00
Gross Remuneration	154.20	168.00

RESOLVED FURTHER THAT, pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V thereto and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) ("the Act") and the Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to further revision in managerial remuneration of Mr. N.S. Ghumman (DIN No. 00002052), as Managing Director of the Company for a period of three years, with effect from 01st January, 2018 on the terms and conditions specified hereunder:

Particulars	III - Amount (₹ in Lacs) Per annum
Basic Salary	131.36
House Rent Allowance : 50% of Basic Salary	65.68
Perquisites as per rule of the Company	3.00
Remuneration	200.04

RESOLVED FURTHER THAT the aforesaid remuneration (*as per table III*), to be paid to Mr. N.S. Ghumman (DIN No. 00002052), shall be subject to the approval of the Central Government to the extent it is in excess of the limit prescribed under Sections 197, read with Schedule V thereto and other applicable provisions of the Act.

RESOLVED FURTHER THAT Mr. N.S. Ghumman (DIN No. 00002052), Managing Director shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all such steps as may be necessary for obtaining any approval(s) – statutory, contractual or otherwise, in relation to the above.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and Company Secretary of the Company be and are hereby severally authorised to make necessary application to the Central Government and to sign all such documents, letters, papers as may be required and do all such acts, deeds, matters and things as are incidental thereto or as may be deemed necessary or desirable and to settle any question or difficulty that may arise in such manner as it may deem fit."

- To approve the enhancement in prescribed limit of remuneration payable to Related Parties appointment to any office or place of profit in the Company, its Subsidiary Company or Associate Company; and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Special Resolution.

"RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force) and provisions of Regulation 23(4) of the SEBI (LODR) Regulations, 2015, the approval/ratification of the shareholders be and is hereby accorded to the Board of Directors to enhance the prescribed limit of remuneration payable to related parties appointment to any office or place of profit in the Company, its Subsidiary Company or Associate Company, as computed under applicable provisions of Companies Act, 2013 and its allied rules from ₹ 30 Lacs (Rupees Thirty Lacs only) to ₹ 150 Lacs (Rupees One Hundred & Fifty Lacs only) per annum."

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and are hereby severally authorised to do, all such acts, matters, deeds and things, settle any queries/difficulties/ doubts arise from it, as may be considered necessary, proper or expedient to give effect to this resolution and for matters connected herewith or incidental there to in the best interest of the Company."

- To approve the appointment of Mr. Nirmaljeet Singh Gill (DIN: 00007425) as an Independent Director of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 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 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Nirmaljeet Singh Gill (DIN: 00007425), who in accordance with Companies Act, 2013 is required to be appointed as an Independent Director and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years, with effect from 27th September, 2017, not liable to retire by rotation.”

11. To approve the appointment of Mr. Rohit Kapur (DIN: 00007721) as an Independent Director of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 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 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rohit Kapur (DIN: 00007721), who in accordance with Companies Act, 2013 is required to be appointed as an Independent Director and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years, with effect from 27th September, 2017, not liable to retire by rotation.”

12. To approve the appointment of Capt. Jitender Singh Mann (Retd.) (DIN: 06659626) as an Independent Director of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 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 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Capt. Jitender Singh Mann (Retd.) (DIN: 06659626), who in accordance with Companies Act, 2013 is required to be appointed as an Independent Director and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years, with effect from 27th September, 2017, not liable to retire by rotation.”

13. To approve the appointment of Lt. Gen. Pradeep Khanna (Retd.) (DIN: 06668919) as Independent Director of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 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 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Lt. Gen. Pradeep Khanna (Retd.) (DIN: 06668919), who in accordance with Companies Act, 2013 is required to be appointed/re-appointed as an Independent Director and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years, with effect from 27th September, 2017, not liable to retire by rotation.”

14. To approve the issue of Bonus shares and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to Section 63, and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Foreign Exchange Management Act, 1999 including the rules, regulations, circulars, etc. made/issued thereunder, the relevant provisions of the Memorandum and Articles of Association of the company and the recommendation of the Board of Directors of the company (hereinafter referred to as the “Board” which term shall be deemed to include any Committees of the Board), and subject to the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (as amended from time to time) and



such permissions, sanctions and approvals as may be required in this regard, consent of the members of the company be and is hereby accorded to the Board for capitalisation of such sum standing to the free reserves of the company, as may be considered necessary by the Board, for the purpose of issuance of 1 (One) Bonus Equity Share of ₹ 2/- each for every 1 (One) fully paid up Equity Share of ₹ 2/- each held by the members of the company, credited as fully paid-up equity shares to the holders of the equity shares, whose names appear in the Register of Members maintained by the company including the List of Beneficial Owners as received from the Depositories, on such record date as may be fixed;

RESOLVED FURTHER THAT the Bonus Shares so allotted shall rank pari passu in all respects with the existing fully paid-up Equity Shares of the Company as existing on the Record Date, save and except that they shall not be entitled to any dividend that may be declared before the 'Record Date'.

RESOLVED FURTHER THAT the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the Bonus Shares and in the case of Members who hold Shares or opt to receive the Shares in dematerialized form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participants and in the case of Members who hold Equity Shares in certificate form, the share certificates in respect of the Bonus Shares shall be dispatched, within such time as prescribed by law and the relevant authorities.

RESOLVED FURTHER THAT the issue and allotment of the Bonus Shares to Non-Resident Members, Foreign Institutional Investors (FIIs) & other foreign investors, be subject to the approval of the Reserve Bank of India, as may be necessary.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to take necessary steps for listing of such shares on the Stock Exchanges where the securities of the Company are listed as per the provisions of the SEBI (LODR) Regulations, 2015/ Listing Agreements with the concerned Stock Exchanges and other applicable guidelines, rules and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board or a Committee or a Company Secretary thereof be and are hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and as it may in its sole and absolute discretion deem necessary, expedient or incidental in regard to issue of Bonus Shares, including but not limited to filing of any documents with the SEBI, Stock Exchanges where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs, RBI and/ or any concerned authorities, applying and seeking necessary listing approvals from the Stock Exchanges, and to settle any question, difficulty or doubt that may arise in regard thereto."

Place : New Delhi
Date : 23rd August, 2017

By order of the Board
For SHIVALIK BIMETAL CONTROLS LIMITED

Registered Office:

16-18, New Electronics Complex,
Chambaghat, Distt. Solan (H. P.)
CIN: L27101HP1984PLC005862
e-mail: investor@shivalikbimetals.com

Sd/-
Aarti Jassal
Company Secretary

NOTES :

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight 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.



2. 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 authorising their representative to attend and vote on their behalf at the Meeting.
3. Disclosures pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to Directors seeking re-appointment at forthcoming Annual General Meeting are given in Annexure.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 21st September, 2017 to Wednesday, 27th September, 2017 (both days inclusive) for the purpose of 33rd Annual General Meeting and determining the entitlement of the members to the final dividend (if declared at the AGM).
5. The relative Explanatory Statement, pursuant to Section 102(2) of the Companies Act, 2013, in respect of the special business under Item Nos. 5, 6, 7, 8, 9, 10, 11, 12, 13 & 14 is annexed here to.
6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours i.e. 09:30 A.M. to 05:30 P.M. up to the date of the Meeting.
7. Members holding shares in physical form are advised to send all the requests regarding share transfer and correspondence in relation to share matters to the Company's Registrar and Share Transfer Agent (RTA) at the following address:

M/s MAS Services Ltd.
T – 34, IInd Floor,
Okhla Industrial Area, Phase – II,
New Delhi-110020

Members are also requested to intimate any change of their address to the Company's Head Office / Registered Office / RTA by quoting their Folio Number. Members must quote their Folio No. in all correspondence.

8. Members desirous of obtaining any information relating to accounts and operations of the Company may address their queries / questions to the Company's Head Office, so as to reach at least five days before the date of the meeting so that the information may be made available at the meeting to the best extent possible.
9. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Annual General Meeting.
10. In case of joint holders attending the Annual General Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
11. Pursuant to Section 124 and 125 of the Companies Act, 2013 and other applicable provisions all unclaimed/unpaid dividend for the years prior to and including for the financial year 2009-10 (Interim Dividend) have been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

In case the Dividend has remained unclaimed for any of the financial year from 2009-2010 (Final Dividend), the Shareholders may approach the Company with their dividend warrants for revalidation/ with the letter of undertaking for issue of revalidated/ duplicate dividend.

12. The Ministry of Corporate Affairs has taken a 'Green Initiative in the Corporate Governance' by allowing paperless Compliances by the Companies and has issued circular stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to provide / update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants or send an e-mail at info@masserv.com or investor@shivalikbimetals.com to get the Annual Report and other documents on such e-mail address. Members holding shares in physical form are also requested to intimate their e-mail address to MAS Services Limited either by e-mail at info@masserv.com or investor@shivalikbimetals.com or by sending a communication at the Registered Office or Head Office of the Company or at the address mentioned below:

M/s MAS Services Ltd.
T – 34, IInd Floor,
Okhla Industrial Area, Phase – II,
New Delhi-110020

13. Voting through electronic means

- a. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 Shivalik Bimetal Controls Ltd. Annual Report 2016-17 ('Amended Rules 2015') and Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be considered at the 33rd AGM by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - b. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - c. 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.
 - d. If a person was a Member on the record date but has ceased to be a Member on the cut-off date, he/she shall not be entitled to vote and attend the AGM. Such person should treat this Notice for information purpose.
 - e. The remote e-voting period commences on 24th day of September, 2017 (9:00 am) and ends on 26th day of September, 2017 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th day of September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- I. The process and manner for remote e-voting are as under:
- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participant(s)] :
 - (i) Open email and open PDF file viz; "SBCL-remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder - Login
 - (iv) Put user ID and password (the initial password mentioned in the e-mail sent by NSDL to shareholders whose email addresses are registered with the company/depository participant(s)). Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "SHIVALIK BIMETAL CONTROLS LTD."
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to plawizard@gmail.com with a copy marked to evoting@nsdl.co.in