



## NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 6<sup>th</sup> Annual General Meeting of the members of **AKSHAR SPINTEX LIMITED** will be held on **Monday - 30<sup>th</sup> September, 2019 at 11.00 A.M.** at the Registered Office of the Company, situated at Revenue Survey No.102/2 Paiki, Plot No. - 2, Ranuja Road, Village: Haripar, Tal: Kalavad, Dist.: Jamnagar 361013, Gujarat, (India) to transact the following business.

### ORDINARY BUSINESS:

1. To Receive, Consider and adopt the financial Statement including Audited Balance Sheet as on 31<sup>st</sup> March, 2019 and Profit & Loss Account for the year ended on that date and reports of Board of Directors and Auditor thereon and Cash Flow Statement and other various schedule prescribed under the Companies act, 2013.
2. To appoint Mr. Harikrushna S. Chauhan (DIN: 07710106), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify appointment of M/s. H.B. Kalaria & Associates as Statutory Auditors of the Company

“**RESOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (“Rules”) (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of H.B. KALARIA & ASSOCIATES., Chartered Accountants (FRN: 104571W), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company.”

By order of the Board of Directors,  
**AKSHAR SPINTEX LIMITED**

sd/-  
**ASHOK SHUKANBHAI BHALALA**  
Chairman & Managing Director  
Place: Haripar (Jamnagar)  
Date: 30/08/2019

# AKSHAR SPINTEX LIMITED

## Notes:

1. As there is no Special Business supposed to be transacted at the meeting, there is no need to attach Explanatory Statement pursuant to Section 102 of the Companies Act, 2013. The relevant details, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (“AGM”) is annexed.
2. **A Member entitled to attend and vote, is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. A person can act as proxy on behalf of Members not exceeding Fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other Member.**
3. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said Resolution to attend and vote on their behalf at the Meeting.
4. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed, signed and stamped, not less than 48 hours before the commencement of the Meeting. Proxies submitted on behalf of Limited Companies, Societies, etc., must be supported by appropriate resolutions/ authority, as applicable.
5. All the documents referred to in the accompanying notice and the explanatory statement is open for inspection at the Registered Office of the Company during business hours from Monday to Friday up to the date of this Annual General Meeting of the Company.
6. 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 Depository Participants with whom they are maintaining their demat accounts.
7. The notice of AGM along with Annual Report for 2018-19 is being sent by electronic mode to all the members whose email IDs are registered with the Company/Depository Participant(s) unless any member has requested for a physical copy of the same. For members who have not registered their email addresses, physical copies are being sent by the permitted mode.



1. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DPID number, as the case may be.
2. This notice along with Annual Report for 2018-19 is being sent to all members of the Company whose name appears in the Register of Members/ list of beneficiaries received from the depositories as on 30<sup>th</sup> August 2019.
3. **The entry to the meeting venue will be regulated by means of attendance slips. For attending the meeting, members, proxies and authorised representatives of the members, as the case may be, are requested to bring the enclosed attendance slip completed in all respects, including client ID and DP ID, and signed. Duplicate attendance slips will not be issued.**
4. 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.
5. The person whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on closing of Monday, September 23, 2019 i.e. cut-off date only shall be entitled to vote at the meeting.
6. The Register of Members and Share Transfer Books shall remain closed from Tuesday, September 24, 2019 to Monday, September 30, 2019 (both days inclusive).
7. All members are requested to support Green Initiative of the Ministry of Corporate Affairs, Government of India and register their email addresses to receive all these documents electronically from the Company in accordance with Rule 18 of the Companies (Management & Administration) Rules 2014 and Rule 11 of the Companies (Accounts) Rules 2014. All the aforesaid documents have been uploaded on and are available for download from the Company's website: [www.aksharspintex.in](http://www.aksharspintex.in) for download.
8. Non-resident Indian members are requested to inform the Company or its RTA or to the concerned DPs, as the case may be, immediately the change in the residential status on return to India for permanent settlement.
9. Rule 3 of the Companies (Management and Administration) Rules 2014 mandates that the register of members of all companies should include details pertaining to email address, permanent account number (PAN) or CIN, unique identification number, if any; father's/mother's/ spouse's name, occupation, status, nationality; in case member is a minor, name of guardian and the date of birth of the member, and name and address of nominee. All members are requested to update their details as aforesaid with their respective depository.
10. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations,

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power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them.

11. 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.
12. Members may pursuant to section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 file nomination in prescribed form SH- 13 with the respective depository participant.
13. No gifts shall be provided to members before, during or after the AGM.
14. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.
15. A route map showing direction to reach the venue of the 6th AGM is given at the end of this notice as per the requirement of Secretarial Standards -2 on General Meeting.

## 22 Voting system:

Pursuant to the provisions of section 108 of the Companies Act, 2013, read with proviso of rule 20 (2) of the Companies (Management & Administration) Rules, 2014, The enterprise referred to in Chapter XB and XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 [Now Chapter IX of Securities And Exchange Board Of India (Issue Of Capital And Disclosure Requirements) Regulations, 2018] and as per Clause 7.2.1 of Secretarial Standard -2 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is not required to provide mandatorily to its members the electronic facility to exercise their right to vote at the AGM.

Therefore the e-voting facility is not provided to the share-holder by the Company.

In terms the provisions of the Companies Act, 2013, at any general meeting, a resolution put to the vote of the meeting shall, unless a poll is demanded under section 109, be decided on a show of hands. A declaration by the Chairman of the meeting about passing of a resolution or otherwise by show of hands under sub-section (1) and an entry to that effect in the books containing the minutes of the meeting of the Company shall be conclusive evidence of the fact of passing of such resolution.

Following procedure will be conducted at General Meeting

- ❖ Every Member entitled to vote on a Resolution and present in person shall, on a show of hands, have only one vote irrespective of the number of shares held by him.



- ❖ A Proxy cannot vote on a show of hands.
- ❖ A Member who is a related party is not entitled to vote on a Resolution relating to approval of any contract or arrangement in which such Member is a related party.
- ❖ The Members of the Company holding shares on the cut-off date i.e. on 23<sup>rd</sup> September are entitled to vote on the resolutions proposed. Cut-off date means the date on which the right of voting of the members shall be reckoned and a person who is not a member as on the cut-off date should treat this notice for information purposes only.
- ❖ The Result of the voting will be submit by the Company to the stock exchange within 48 hours from the conclusion of the AGM, where the shares of the company are listed and also placed on the website of the Company i.e. <http://www.aksharspintex.in> -The resolutions proposed will be deemed to have been passed on the date of the AGM subject to the receipt of the requisite number of votes in favor of the resolutions.

All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours 10:00 a.m. to 05:00 p.m. on any working days except Wednesday, up to and including the date of the Annual General Meeting of the Company.

The Statutory Register under the Companies Act, 2013 (Register under Section 170, 189 and other section as required by the Companies Act, 2013) is available for inspection at the Registered Office of the Company during business hours between 11.00 am to 5.00 pm except on holidays and will be made available at the venue of the meeting.

**Members/Proxies attending the meeting are requested to bring the Attendance Slip (duly completed) to the Meeting.**

By order of the Board of Directors,  
**AKSHAR SPINTEX LIMITED**

sd/-  
**ASHOK SHUKANBHAI BHALALA**  
Chairman & Managing Director  
Place: Haripar (Jamnagar)  
Date: 30/08/2019

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## Annexure to the Notice

### Information on Director recommended for appointment / reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Re-appointment of Mr. Harikrushna Shamjibhai Chauhan (DIN: -07710106)

In terms of Section 152(6) of the Companies Act, 2013, Mr. Harikrushna Shamjibhai Chauhan (DIN: -07710106), shall retire by rotation at the forthcoming Annual General Meeting (AGM) and being eligible, offers himself for re-appointment.

In the opinion of the Board, Harikrushna Shamjibhai Chauhan, fulfills the conditions specified in the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Further Details of Director is given as under:

Sr. No.	Particulars	Information
01	Name of Director	<b>Harikrushna Shamjibhai Chauhan</b>
02	Director Identification Number	07710106
03	Date of Birth/ Age	04/12/1967 / 52 Years
04	Brief Resume of Director	Harikrushna Shamjibhai Chauhan, aged 52 years, is the Promoter of the Company. He has completed Draftsman Mechanical. He was joined in Government Service in Information and Broadcasting Department of Gujarat. He has taken voluntary retirement in year 2017 and joined the company as a Promoter – Director. His key responsibilities in the Company is to look out advertisement and marketing.
05	Nature of his expertise in specific functional areas	Mr. Harikrushna Shamjibhai Chauhan having vast experience in the information and broadcasting department of Government of Gujarat. He is suitable person for handling the matter of marketing as well as advertisement of the company
06	Disclosure of relationships between Directors inter-se	Nil
07	Names of listed entities in which the person also holds the Directorship and	Nil
08	The membership of Committees of the board	4 (Four) Committees
09.	Disclosure of Disqualification	He is not disqualified from being appointed as a Director
10.	No. of Shares held in the Company	600000