

# A. K. SPINTEX LIMITED

Regd. Off. & Works: 14th K.M. Stone, Chittorgarh Road

Village: Biliya Kalan, BHILWARA - 311 001 (Raj.)

Ph.: +91-1482-249002, 249003, 249004

Fax: +91-1482-249007

E-mail: akspintex@gmail.com

Web: www.akspintex.com CIN: L17117RJ1994PLC008916

Aug 31, 2017

To. The General Manager DCS-CRD Bombay Exchange Ltd. Rotunda Building P.J. Tower, Dalal Street, Fort MUMBAI - 400001

e-filing: listing.bseindia.com email: corp.relations@bseindia.com FAX NO.: 022-22723121 22722039

22722041 22722061

BSE SCRIP: 539300

Sub: Filing of Notice of 23rd Annual General Meeting to be held on 29th September 2017

Dear Sir.

We are please to submit a copy of the Notice of the 23rd Annual General Meeting of the company to be held Friday 29th Sep, 2017 at 11:00 A.M. at registered office of the company at 14 K.M. Stone, Chittor Road Biliya Kalan, Bhilwara-311001

You are requested to please take on record the above said document for your reference and further needful.

Please find the same.

Thanking You

Yours faithfully

For: A.K. SPINTEX LIMITED

Ashish Kumar Bagrecha Company Secretary&

Compliance Officer

Encl: a/a. Notice of 23rd Annual General Meeting along with Proxy form & Attendance slip

## NOTICE TO THE MEMBERS

NOTICE is hereby given that the TWENTY THIRD ANNUAL GENERAL MEETING of A.K. SPINTEX LIMITED will be held at its registered office at 14 K.M. Stone, Chittorgarh Road, Biliya Kalan, BHILWARA-311001 on Friday, 29th September, 2017 at 11.00 A.M. to transact the following business.

#### ORDINARY BUSINESS

- To receive considers and adopts the audited statement of accounts of the Company for the year ended 31st March, 2017, together with reports of the Directors and Auditor's thereon.
- To appoint a director in place of Shri Sourabh Chhabra (Din: 00488493) who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible offer himself for reappointment.
- 3. To appoint statutory auditors and to fix their remuneration 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 139, 140 &142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and auditors) Rules, 2014 as may be applicable and pursuant to the recommendations of the Audit Committee, M/s Abhishek Dad & Associates, Chartered Accountants, (Firm Registration No. 014438C), be appointed as statutory auditors of the company, in place of retiring auditors M/s O.P Dad & Company, Chartered Accountants, (Firm Registration No. 002330C) to hold office from the conclusion of this 23rd annual general meeting to be held in the year 2017 until the conclusion of the 28th Annual General Meeting, subject to ratification by members every year, as applicable, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between Board of Directors of the Company and the Auditor."

#### 4. TO INCREASE THE AUTHORISED SHARE CAPITAL.

To consider and if thought fit, to pass with or without modification(s) the following resolutions as ordinary resolution:

"RESOLVED THAT pursuant to Sections 61(1)(a) and 64(1)(a) of the Companies Act, 2013, and the relevant rules formed thereunder and in accordance with the provisions of the Articles of Association of the Company, the authorized share capital of the Company be and is hereby increased from Rs. 10,00,00,000 (Rupees Ten corer) divided into 1,00,00,000 (One Corer) equity shares of Rs.10 each (Rupee Ten) to Rs. 12,50,00,000 (Rupees Twelve corer fifty lakhs) divided into 1,25,00,000 (One Corer Twenty Five Lakh) equity shares of Rs. 10 each (Rupees Ten).

RESOLVED FURTHER THAT the new equity shares shall rank paripassu with the existing shares."

"FURTHER RESOLVED THAT Board Of Directors of the Company be and is hereby authorize to do all such acts, deeds, things as may be necessary to give effect to above resolution.

# 5. TO AMEND THE MEMORANDUM OF ASSOCIATION

To consider and if thought fit, to pass with or without modification(s) the following resolution as a ordinary resolution:

"RESOLVED THAT in order to reflect the increase in authorized share capital of the Company, and in order to conform to the requirements of the Companies Act, 2013, the consent of members of the company be and is hereby accorded to amend the existing Clause V (a) of Memorandum of Association of the Company with the following:

V. The Authorized Share Capital of the Company is Rs. 12, 50, 00,000/-(Rupees twelve Corer fifty lakhs) divided into 1, 25, 00,000 equity shares of Rs.10 each (Rupees Ten)."

Registered Office: 14<sup>th</sup> Km. Stone, Chittorgarh Road, Bilia Kalan, Bilwara – 311001.

PLACE: BHILWARA DATE: 30.05.2017 BY ORDER OF THE BOARD OF DIRECTORS

(P. C. CHHABRA)
MANAGING DIRECTOR

(ASHISH KUMAR BAGRECA)
COMPANY SECRETARY

- 1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote (on poll) instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 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 person or shareholder.
- 2. An Explanatory Statement on the business to be transacted at the meeting is annexed hereto.
- 3. The Register of Members and Share Transfer Books of the Company shall remain closed from 22.09.2017 to 30.09.2017 (both days inclusive).
- Members/Proxies attending the meeting are requested to bring their copy of the Annual Report for reference at the Meeting and also the Attendance Slips duly filled in for attending the meeting.
- Shareholders seeking any information with regard to Accounts are requested to write to the Company at least 7 days before the date of the meeting so as to enable the management to keep the information ready
- 6. The Members are requested to:
- a) Intimate changes, if any, in their registered addresses immediately.
- b) Quote their ledger folio number in all their correspondence.
- c) Hand over the enclosed attendance slip, duly signed in accordance with their specimen registered with the Company for admission to the meeting place.
- d) Bring their Annual Report and Attendance Slips with them at the AGM venue.
- e) Send their Email address to us for prompt communication and update the same with their D.P. to receive softcopy of the Annual Report of the Company.
- The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Directors.
- 2. Members seeking any information are requested to write to the Company by email at <a href="mailto:akspintex@gmail.com">akspintex@gmail.com</a> at least 7 days before the date of the AGM to enable the management to reply appropriately at the AGM.
- 3. Members are requested to notify immediately any change in their address and E Mail ID to their respective Depository Participants (DPs) in respect of their electronic share accounts and to the Registrar and Share Transfer Agent of the Company at Beetal Financial & Computer Services (P) Ltd., Beetal House, 3<sup>rd</sup> floor, 99 Madangir, Behind Local Shopping center, Near Dada Harsukhads Mandir, New delhi-110062
- 4. Electronic copy of the Annual report is being sent to the members whose email IDs are registered with the Company/Depository Participants unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual report s being sent in the permitted mode.
- Members may also note that the Annual Report for FY 2016-17 will also available for downloading on Company's website <u>www.akspintex.com</u>.
- 6. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting needs to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Meeting.

-7. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the company on all working days, except Saturday, between 11:00 A.M and 1:00 P.M up to the date of the meeting.

8. Voting through electronic means

- i. The e-voting period begins on Tuesday September 26, 2017 from 10.00 A.M. Upto Thursday, 4.00 P.M. September 28, 2017 During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22/09/2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- The shareholders should log on to the e-voting website <u>www.evotingindia.com</u> during the voting period.
- iii. Click on "Shareholders" tab.
- iv. Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- v. Now Enter your User ID
  - a) For CDSL: 16 digits beneficiary ID,
  - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. If you are holding shares in demat form and had logged on to <a href="www.evotingindia.com">www.evotingindia.com</a> and voted on an earlier voting of any company, then your existing password is to be used.
- viii. If you are a first time user follow the steps given below:

|                             | For Members holding shares in Demat Form and Physical Form  |
|-----------------------------|---|
| PAN                         | <ul> <li>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <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> |
| DOB                         | Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.   |
| Dividend<br>Bank<br>Details | <ul> <li>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</li> <li>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 (v).</li> </ul>   |

ix. After entering these details appropriately, click on "SUBMIT" tab.

x. Members holding shares in physical form will then directly reach the Company selection screen. However, 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 demat holders for voting for resolutions of any other company 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.

- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for the relevant <company name> on which you choose to vote.
- viii. 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.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv. 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.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xviii. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. 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. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30<sup>th</sup> June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xx. Note for Institutional Shareholders:
  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.co.in and register themselves as corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>.
  - After receiving the login details they have to create a user who 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 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.

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 <a href="https://www.evotingindia.co.in">www.evotingindia.co.in</a> under help section or write an email to <a href="https://energia.co.in">helpdesk.evoting@cdslindia.com</a>

BY ORDER OF THE BOARD OF DIRECTOR

PLACE: BHILWARA DATE: 30.05,2017 (P. C. CHHABRA)
Din No-001556331
MANAGING DIRECTOR

(ASHISH KUMAR BAGRECHA) COMPANY SECRETARY

## PROXY FORM

# FORM MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014] Name : A.K. SPINTEX LIMITED CIN L17117RJ1994PLC008916 Regd office : 14 K.M. STONE, CHITTOR ROAD BILYA KALAN, BHILWARA-311001 (Raj.) Name of the member (s) Registered address E-mail Id Folio No/ Client Id DP ID I/We, being the member (s) of ...... shares of the above named company, hereby appoint 1. Name Address E-mail Id Signature or failing him 2. Name Address E-mail Id Signature or failing him 3. Name Address E-mail Id Signature as my/our proxy to attend and vote on a poll for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company, to be held on the 29th September, 2017 at the Registered Office at 14 K.M. Stone, Chittor road, Biliya Kalan, Bhilwara-311001 at 11,00 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below: Resolutions Consider and adopt Audited Financial Statement, reports of the Board of directors and Auditor for the year ended 31st March, 2017. Reappointment of Mr. Sourabh Chhabra who is liable to retire by rotation being eligible offers himself for re-appointment. To appoint statutory auditors for F.Y. 2017-18 to F.Y. 2022-23 and to fix their remuneration 3 4. To Increase Authorised Share Capital To Amend Memorandum of Association Signed this ..... day of ...... 2017 Signature of shareholder Signature of Proxy holder(s) Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting. ATTENDENCE SLIP I hereby record my presence at the 23rd Annual General Meeting of the Company held on 29th September, 2017 at 11.00 a.m. at 14th K.M. Mile Stone Chittor Garh Road, Bilia Kalan, Bhilwara. Full Name of the Shareholder (in Block Letters)\_\_\_\_ Folio No. No. of Shares held Name of Proxy (if the Proxy attends, instead of the Shareholder) Signature of Shareholder / Proxy Members attending the meeting must fill in this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copy of the annual report at the meeting.