



# OLYMPIC CARDS LTD

## A HOME FOR WEDDING CARDS

(Regd. Office : 195, N.S.C. Bose Road, Chennai - 600 001.)

Website : [www.oclwed.com](http://www.oclwed.com)

E-mail : [office@oclwed.com](mailto:office@oclwed.com)

GST No. : 33AAACO3651L1ZH

CIN No. : L65993TN1992PLC022521

**60** Years  
of  
Service...

Mfrs. of : Wedding Cards ♦ Wedding Bags ♦ Greeting Cards ♦ Business Cards ♦ Office Envelopes ♦ Letter Heads ♦ Office Stationery  
Note Books ♦ Diaries ♦ Calendars ♦ Disposable Cups ♦ Paper Napkins & Plates ♦ Gift Articles ♦ Screen & Offset Printing Materials and etc.

### BY ONLINE FILING

OCL/BSE/2024-25/ 67

October 14, 2024

Bombay Stock Exchange Ltd  
PJ Towers, 25<sup>th</sup> Floor,  
Dalal Street, Fort, Mumbai – 400 023.

**Sub: Scrip code: 534190– Notice of Extra-Ordinary General Meeting of the Company.**

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Dear Sir/Madam,

#### 1.Extra-Ordinary General Meeting (EGM) of the members of the Company -

This is to inform you that Extra-Ordinary General Meeting (EGM) of the Company will be held on Wednesday, 6<sup>th</sup> November, 2024 at 4:00 PM at the Registered Office No.195, N.S.C. Bose Road, Chennai-600001 pursuant to Regulation 30 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015. The Notice of the EGM along with Explanatory Statement is enclosed herewith.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI(LODR) Regulations, 2015, the Company is providing the facility to its members holding shares on Cut-Off-Date i.e Wednesday, 30<sup>th</sup> October, 2024 to exercise their right to vote by electronic means on all or any of the businesses specified in the Notice convening the EGM.

Please make note of the following dates for e-voting:

Date and time of commencement of remote e-voting: 9.00 a.m. IST on Sunday, 3<sup>rd</sup> November, 2024.

Date and time of end of remote e-voting: 5.00 p.m. IST on Tuesday, 5<sup>th</sup> November, 2024.

In compliance with provisions of the Companies Act, 2013. Electronic copies of the Notice convening the EGM has been dispatched by e-mail to all the Members whose e-mail addresses are registered with the company and/or the Depository Participant.



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#### PARRYS

23, Anderson Street, Parrys, Chennai - 1.  
© 4292 1000, 2538 5885 ■ [parrys@oclwed.com](mailto:parrys@oclwed.com)

#### KODAMBAKKAM

25/4, 1st Main Road, U.I.Colony, Kodambakkam, Chennai - 24.  
© 4232 2089 ■ [kdm@oclwed.com](mailto:kdm@oclwed.com)

#### COIMBATORE

957, Raja Street, Coimbatore - 1.  
© 0422 - 4356554 ■ [cbe@oclwed.com](mailto:cbe@oclwed.com)

The Notice of the EGM will also be available on the Website of the Company i.e. [www.oclwed.com](http://www.oclwed.com) and the website of the Bombay Stock Exchange.

We request you to kindly take the same on record.

Thanking You,

Yours faithfully.

For OLYMPIC CARDS LIMITED

**Kuppan**

Digitally signed by Kuppan  
DN: cn=Kuppan, o=OCLWED, email=kuppan@oclwed.com,  
serialNumber=133426962062994089846W2DyU  
CN=Kuppan,  
c=IN, o=OCLWED, ou=OCLWED, cn=Kuppan,  
serialNumber=133426962062994089846W2DyU,  
postalCode=400075, st=Maharashtra,  
serialNumber=51afad589427aaf0cb5536abdb0  
9a3581d9f3308061d039c1348432c6a205,  
cn=Kuppan  
Date: 2024.10.14 21:57:40 +05'30'



(Dr.S. KUPPAN)  
COMPANY SECRETARY & COMPLIANCE OFFICER  
Membership No. F13298

Encl: As above





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### OLYMPIC CARDS LIMITED

(CIN: L65993TN1992PLC022521)

**Registered Office:** No. 195, N.S.C. Bose Road, Chennai – 600 001

Ph: 044-25380652; 42921000 Fax: 044-25390300;

E-Mail: [office@oclwed.com](mailto:office@oclwed.com); Website: [www.oclwed.com](http://www.oclwed.com)

### NOTICE

Notice is hereby given that the **Extra Ordinary General Meeting (EGM)** of the members of **OLYMPIC CARDS LIMITED**, 195, N.S.C. Bose Road, Chennai-600 001 will be held on Wednesday, November 06, 2024, at 16:00 Hours (IST) through Video Conferencing ('VC')/Other Audio- Visual Means ('OAVM') facility to transact the following businesses:

#### **SPECIAL BUSINESS:**

#### **1. Appointment of Mr. Natarajan Sridharan (DIN: 01476574), as an Independent Director of the Company**

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, 160, 161, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 as well as other Rules made thereunder and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, **Mr. Natarajan Sridharan (DIN: 01476574)**, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, read with the Rules made there under and the applicable provisions of Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of an Independent Director, be and is hereby appointed as an Independent Director (under Non-Executive category) of the Company, to hold office for a term of five consecutive years i.e., from November 6, 2024 till November 5, 2029 and not liable to retire by rotation.

**“RESOLVED FURTHER THAT** any Director, CFO and the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things and execute all documents or writings as may be necessary, desirable or expedient to give effect to the above resolutions, including completing necessary filings with the relevant regulatory authorities regarding such appointment.”

#### **PARRYS**

23, Anderson Street, Parrys, Chennai - 1.

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25/4, 1st Main Road, U.I.Colony, Kodambakkam, Chennai - 24.

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#### **COIMBATORE**

957, Raja Street, Coimbatore - 1.

© 0422 - 4356554 ✉ [cbe@oclwed.com](mailto:cbe@oclwed.com)

**Registered Office:****OLYMPIC CARDS LIMITED**

No.195, N.S.C. Bose Road, Chennai-600 001

CIN: L65993TN1992PLC022521;

Telephone: 044 - 2538 0652 / 4292 1000;

Fax: 044 - 2539 0300; /E-mail: [office@oclwed.com](mailto:office@oclwed.com)

Website: www.oclwed.com

By Order of the Board

For **OLYMPIC CARDS LIMITED**

Place: Chennai

SD/- Dr. S. Kuppan (M.No. F13298)

Date: 13th October, 2024

**COMPANY SECRETARY & COMPLIANCE OFFICER****Notes**

1. The Ministry of corporate Affairs ('MCA') has vide its General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 11/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 & September 25, 2023 respectively ("MCA Circulars") and SEBI circulars, has permitted holding of the EGM Through VC/OAVM facility without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (along with any rules there under, including any statutory modification(s) or re-enactment thereof for the time being in force and as may be enacted from time to time) ('the Act') and applicable MCA and SEBI Circulars, the EGM of the Company is being conducted through AV/OAVM (hereinafter called as "e-EGM")
2. The deemed venue for e-EGM shall be the registered office of the Company i.e., No. 195, N.S.C. Bose Road, Chennai-600001.
- 3. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON THEIR BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY SINCE THIS e-EGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS AND SEBI CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENCED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS e-EGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF e-EGM AR NOT ANNEXED TO THIS NOTICE.**
4. Members attending the e-EGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Institutional/Corporate Members (i.e. Other than Individuals/HUF, NRI, etc.) are required To send a scanned copy (PDF/JPG Format) of its board or governing body resolution/authorization, etc., authorizing their representative pursuant to Section 113 of the Act to attend the e-EGM on its behalf and to vote in the e-EGM.
6. Explanatory Statement pursuant to Section 102 of the Act stating out the details relating to Special Business is attached with this Notice of e-EGM.



7. The facility of joining the *e*-EGM through VC /OAVM will be opened 30 minutes before and will be open up to 15 minutes after the scheduled start time of the *e*- EGM.
8. Notice of the *e*-EGM is being sent only through electronic mode to the Members whose e-mail address is registered with the Company or the Depository Participant(s). Notice calling the *e*-EGM has also been uploaded on the website of the Company at [www.oclwed.com](http://www.oclwed.com).
9. To receive communications through electronic means including Notices members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. Where shares are held in physical form, members are advised to register their e-mail address [csoffice@oclwed.com](mailto:csoffice@oclwed.com).
10. The transfer of securities (except transmission or transposition of shares) of the Company shall not be processed, unless the securities are held in the dematerialized form. The Company has complied with the necessary requirements as applicable, including sending of letters to members holding shares in physical form and requesting them to dematerialize their physical holdings
11. To comply with the above mandate, members who still hold share certificates in physical form are advised to dematerialize their shareholding to avail numerous benefits of dematerialization, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
12. The Company has been maintaining, *inter alia*, the following statutory registers at its registered office at No.195, N.S.C. Bose Road, Chennai-600001:
  - i) Register of contracts arrangements in which directors are interested under Section 189 of the Act;
  - ii) Register of directors and Key Managerial Personnel and their shareholding under Section 170 of the Act.

In accordance with the applicable MCA circulars, the said registers will be made accessible for inspection through electronic mode, and shall remain open and be accessible to any member during the continuance of the meeting.

13. For ease of conduct, members who would like to ask questions/express their views on the items of the business to be transacted at the meeting may raise their hands, however, the company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the EGM. Members may also send in their questions/comments in advance to [csoffice@oclwed.com](mailto:csoffice@oclwed.com) at least 10 days in advance. The queries may be raised precisely and in brief to enable the Company to answer the same suitably at the meeting.
14. Instructions for joining the *e*-EGM are as follows:
  - Members will be able to attend the *e*-EGM through VC/OAVM provided by the Company.
  - Members are encouraged to join the meeting through Laptops with Google Chrome for better experience.
  - Further, members will be allowed to use camera if required, and hence must use internet with a good speed to avoid any disturbance during the meeting,
  - While all efforts would be made to make the VC/OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may, at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.

- Members who need technical assistance before or during the e-EGM can contact the Company Secretary/Secretarial Department at Phone No.044 - 2538 0652 / 4292 1000.
15. The voting rights shall be as per the number of equity shares held by the member(s) as on the Cut-off date viz 30<sup>th</sup> October, 2024.
16. The remote e-voting commences from Sunday, November 03,2024(9:00a.m.) to Tuesday, November 05, 2024 (5:00p.m.).

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 TO THE NOTICE DATED OCTOBER 13, 2024 (THE "NOTICE")**

As required under Section 102 of the Companies Act, 2013 (including any statutory modifications) thereto or re-enactments made thereunder, if any, for the time being in force (the "Act"), the following explanatory statement sets out all material facts relating to the business mentioned in the accompanying Notice:

**ITEM NO.1:**

**APPOINTMENT OF MR. NATARAJAN SRIDHARAN (DIN: 01476574), AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

Mr. Sridharan (Natarajan Sridharan) Director Identification Number: 01476574, was appointed as an Independent Director of the company subject to approval of the members of the company in the general meeting with effect from the date of the Extra Ordinary General Meeting, pursuant to the provisions of Sections 149, 150, 152, 160, 161, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 as well as other Rules made thereunder and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company.

Further, Mr. Natarajan Sridharan has confirmed that he is not disqualified to act as a Director in terms of Section 164 of the Act and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority and he is in compliance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Given his expertise, knowledge and experience the Board is of the opinion that it would be in the interest of the Company to avail his services as an Independent Director of the Company and he has given his consent to act as a Director of the Company.

**A brief profile of the proposed Independent Director is provided below:**

Natarajan Sridharan (N. Sridharan) is FCS, M.COM, ML and MBA and is having more than 43 years' experience incorporate sector in secretarial, legal and administration matters including more than 12 years as Practicing Company Secretary. Presently he is Company Secretary and Compliance Officer of Maris Spinners Ltd., Chennai.

Accordingly, the details of Mr. Natarajan Sridharan pursuant to the provisions Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India are provided in the 'Annexure' to the Notice.

Mr. Natarajn Sridharan is interested in resolution set out at Item No.1 of the Notice with regard to his appointment. He and his relatives are not holding any shares in the Company. Mr. Natarajan Sridharan is not related to any Director of the Company. None of the other Directors/ Key Managerial Personnel of the company / their relatives are in anyway, concerned or interested financially or otherwise in the resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 1 for approval of the Members as a **Special Resolution**.

**Registered Office:**

**OLYMPIC CARDS LIMITED**

No.195, N.S.C. Bose Road, Chennai-600 001

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Website: [www.oclwed.com](http://www.oclwed.com)

By Order of the Board

For **OLYMPIC CARDS LIMITED**

Place: Chennai

Date: 13th October, 2024

SD/- Dr. S. Kuppan (M.No. F13298)

**COMPANY SECRETARY & COMPLIANCE OFFICER**

Experience	More than 43 years' experience in corporate sector in secretarial, legal and administration matters including more than 12 years as Practicing Company Secretary. Presently he is Company Secretary and Compliance Officer of Maris Spinners Ltd., Chennai.			
Directorships held in their companies and excluding foreign companies as of the date of this Notice.	Nil			
Memberships/ Chairmanships of Committees across companies	<b>Sr. No</b>	<b>Name of the Company</b>	<b>Name of Committees of which a Chairman</b>	<b>Name of Committees of which a Member</b> .....
Relationship with other Directors, Manager and other Key Managerial Personnel of The Company	Nil			
Shareholding (%) in the Company	Nil			
Remuneration last drawn (FY 23-24)	NA			
Terms and Conditions of appointment / re-appointment	As per Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations and appointment letter of the Company.			
Number of Board meeting	NA			
Attended during the year	Nil			
Name of the listed entities from which the director has resigned in the past three years	Nil			

**By Order of the Board**

For OLYMPIC CARDS LIMITED

Place: Chennai  
Date: 13th October, 2024

Sd/- Dr. S. Kuppan  
COMPANY SECRETARY & COMPLIANCE OFFICER  
M.No.A31575