

AARTECH SOLONICS LIMITED

An ISO 9001 : 2008 Certified Company



Date: 07/09/2019

**To,
The Listing Department,
BSE Limited,
P.J. Towers, Dalal Street,
Fort, Mumbai – 400 001, India**

Dear Sir/Ma'am

Scrip Code: 542580

Sub: Notice of 37th Annual General Meeting.

Please find attached herewith a copy of the Notice of 37th Annual General Meeting (AGM) of the company will be held on Monday, 30th September, 2019 at 12:00 PM at the Registered Office of the Company at E-2/57, Ashirwad, Arera Colony, Bhopal- 462016 (MP). A copy of Notice has been uploaded on the website of the company **www.aartechsolonics.com**.

A detail of events as follows:

Event	Date	Time
Cutoff date	22 nd September, 2019	-
Book closure Date for AGM	23 rd September, 2019 to 30 th September, 2019 (both days are inclusive)	-
AGM	30 th September, 2019	12:00 PM

We hereby request you to take the above information on your record.

Thanks & Regards,

For Aartech Solonics Limited



Anil Anant Raje
Managing Director
DIN: 01658167

REGD. OFFICE : "ASHIRWAD", E-2/57, Arera Colony, Bhopal-462016 Tel. : 91-755-4276335, 2463593 Mob. : 9993091168, 9993091167
e-mail : info@aartechsolonics.com

MANDIDEEP UNIT : 35-A/36, Sector-B, Industrial Area, Mandideep Dist. Raisen-462 046 Tel. : 91-7480-233020 Mob. : 9993091168, 9993091167

All Correspondence should be addressed to Regd. Office at Bhopal

CIN-U31200MP1982PLC002030

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 37th Annual General Meeting of the members of **Aartech Solonics Limited** (CIN U31200MP1982PLC002030) will be held on Monday, the 30th Day of September, 2019 at 12:00 noon at the registered office of the Company at E-2/57, Ashirwad, Arera Colony, Bhopal, Madhya Pradesh, 462016 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Board of Directors and Auditors' thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mrs. Poonam Jaideep Mulherkar (DIN: 05262842), who retires by rotation and, being eligible, offers herself for re-appointment and in this regard pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 152 and applicable provisions of the Companies Act, 2013 read with provisions of Schedule V of the Act and the rules made there under (including any statutory modification(s) or re-enactment thereof or any of the provisions of the Companies Act, 2013, for the time being in force) and applicable clauses of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consent of shareholders is hereby accorded for re-appointment of Mrs. Poonam Jaideep Mulherkar (DIN: 05262842) as Non-Executive, Non-Independent Director of the Company being liable to retire by rotation, upon the terms and conditions as recommended by the Nomination and Remuneration Committee in its meeting.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Anil Anant Raje (DIN: 01658167), Chairman and Managing Director of the Company be and is hereby authorized, to do all acts, deeds, matters and things as he may in his absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

3. To consider and if thought fit, to pass with or without modification(s), the following as an **ORDINARY RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment (s) thereof, for the time being in force), and upon the recommendation of the Audit Committee, the Company do hereby authorise the Board of Directors of the Company to fix the remuneration plus applicable taxes and reimburse all out-of-pocket expenses as may be incurred in connection



REGD. OFFICE : "ASHIRWAD", E-2/57, Arera Colony, Bhopal-462016 Tel. : 91-755-4276335, 2463593 Mob. : 9993091168, 9993091167
e-mail : info@aartechsolonics.com

MANDIDEEP UNIT : 35-A/36, Sector-B, Industrial Area, Mandideep Dist. Raisen-462046 Tel. : 91-7480-233020 Mob. : 9993091168, 9993091167

AARTECH SOLONICS LIMITED

An ISO 9001 : 2008 Certified Company



with the audit of the accounts of the Company, for the financial year ended on March 31, 2020 and onwards, payable to M/s SPARK & Associates, Chartered Accountants, Bhopal (ICAI Firm Registration No. 005313C), Statutory Auditor of the Company."

By Order of the Board of Directors of
Aartech Solonics Limited

Place: Bhopal
Dated: 07/09/2019

Registered Office:
E-2/57, Ashirvad, Arera Colony,
Bhopal- 462016 (MP)



Anil Anant Rajee
Managing Director
DIN: 01658167

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.
2. A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and same person shall not act as Proxy for any other person or shareholder.
3. The instrument appointing the Proxy, duly completed and signed, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy does not have the right to speak at the meeting and can vote only on a poll. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
4. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified true copy of the relevant Board of Directors resolution together with their respective specimen signatures authorising their representative(s) to attend and vote on their behalf at the Meeting.
5. The Register of Members and the Share Transfer books of the Company will remain closed from 23rd day of September 2019 to 30th day of September, 2019 (both days inclusive) for the purpose of the Annual General Meeting.

REGD. OFFICE : "ASHIRWAD", E-2/57, Arera Colony, Bhopal-462016 Tel. : 91-755-4276335, 2463593 Mob. : 9993091168, 9993091167
e-mail : info@aartechsolonics.com

MANDIDEEP UNIT : 35-A/36, Sector-B, Industrial Area, Mandideep Dist. Raisen-462 046 Tel. : 91-7480-233020 Mob. : 9993091168, 9993091167

6. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date i.e. 22nd September, 2019, only shall be entitled to avail facility of voting at the venue of the meeting. A person who is not a member as on the cutoff date should treat this notice for information purpose only.
7. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote as provided in the Notice convening the Meeting, which is available on the website of the Company.
8. Shareholders may be aware that the Companies Act, 2013, permits service of the Notice of the Annual General Meeting through electronic mode. In view of this the Company would communicate the important and relevant information, events and send the documents including the intimations, notices, annual reports, financial statements etc. in electronic form, to the email address of the respective Member. To support green initiative of the Government in full measure, Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in the following manner: The shareholders who are holding shares in demat form and have not yet registered their e-mail IDs with their Depository Participant are requested to register their e-mail address at the earliest. Electronic copy of the Annual Report including Notice of the 37th Annual General Meeting of the Company inter-alia indicating the manner of voting along with Attendance Slip, Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant (s) for communication purposes. However, those members who desire to have a physical copy may request for the same to Company. For members who have not registered their email IDs, physical copies of the Annual Report are being sent in the permitted mode. The Annual Report of the Company will also be made available on the Company's website www.aartechsolonics.com.
9. Members seeking clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the date of the Meeting. This would enable the Company to compile the information and provide replies in the meeting.
10. The Company or its Registrars and Transfer Agents, Bigshare Services Private Limited cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants.
11. 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 their PAN to the Depository Participants with whom they maintain their demat accounts.
12. The Board of Directors has appointed Mr. Avadhesh Parashar, Company Secretary in Practice (M. No. A23783, COP No. 9067) as Scrutinizer for conducting the voting process in a fair and transparent manner.



AARTECH SOLONICS LIMITED

An ISO 9001 : 2008 Certified Company



13. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company/Registrar 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.
14. With reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB as per SEBI (ICDR) Regulations, 2009 are exempted from e-voting provisions. Your Company is listed on SME platform of BSE and therefore Company is not providing e-voting facility to its shareholders.
15. MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM, AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION. Members are requested to bring their Attendance Slip along with copies of their Annual Report at the meeting.
16. Member / proxy holder shall hand over the attendance slip, duly filled in all respect, at the entrance for attending the Meeting along with a valid identity proof such as the PAN card, passport, AADHAR Card or driving license.
17. Route-map to the venue of the Meeting is provided in this Notice.
18. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the notice and the explanatory statement and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 4.00 p.m. on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Meeting and at the venue of the Meeting for the duration of the Meeting.



REGD. OFFICE : "ASHIRWAD", E-2/57, Arera Colony, Bhopal-462016 Tel. : 91-755-4276335, 2463593 Mob. : 9993091168, 9993091167
e-mail : info@aartechsolonics.com

MANDIDEEP UNIT : 35-A/36, Sector-B, Industrial Area, Mandideep Dist. Raisen-462 046 Tel. : 91-7480-233020 Mob. : 9993091168, 9993091167

All Correspondence should be addressed to Regd. Office at Bhopal

CIN-U31200MP1982PLC002030

Additional Information on Directors recommended for appointment/re-appointment in Item No. 2:

In the opinion of the Board, the non-executive director proposed to be appointed in Item No. 2 fulfills the conditions specified in the Act and the rules made thereunder.

Name of Director	Poonam Jaideep Mulherkar
DIN	05262842
Date of Birth	20/11/1972
Nationality	Indian
Date of appointment on the Board	16/04/2018
Qualification	M.S. in Chemical Engineering from University of Cincinnati and M.S. in Biochemical Engineering from IIT, Delhi.
Experience	17 Years
Expertise in Functional Areas	Management
Directorship in other Listed Companies	NIL
Member/Chairperson of Board Committees	NIL
Shareholding in the Company	93333 shares
No. of Board Meetings attended during the year	3
Relationship with other Directors	Daughter of Mr. Anil Anant Raje (Chairman and Managing Director) and sister of Mr. Amit Anil Raje (Whole-time Director)



Annexure to the notice of Annual General Meeting

(Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013)

Item No. 4

This Explanatory Statement is provided voluntarily, as a good corporate governance practice, though not required as per Section 102 of the Act.

M/s SPARK & Associates, Chartered Accountants, Bhopal (ICAI Firm Registration No. 005313C) was appointed as the Statutory Auditors of the Company for a term of 2 (Two) financial years at the Annual General Meeting (AGM) of the Company held on 29th September, 2018.

Further the requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting has been omitted vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi.

M/s SPARK & Associates, Chartered Accountants, Bhopal fulfils the conditions as specified in the Companies Act, 2013 and has submitted their eligibility certificate to the Company and also meets the criteria as specified in Section 141 of the Companies Act, 2013.

Pursuant to the provisions of Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Board of Directors of the Company has considered to fix the remuneration payable to M/s SPARK & Associates, Chartered Accountants, Bhopal (ICAI Firm Registration No. 005313C) Statutory Auditors of the Company, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company for the financial Year ended on March 31, 2019.

Accordingly, approval of the Members is being sought for the proposal contained in the Resolution set out at Item No. 4 of the accompanying Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in anyway concerned or interested financially or otherwise in the Resolution set out at Item No. 4 of the Notice as an Ordinary Resolution.

The Board recommends the resolution set forth in Item No. 4 for the approval of the Members.

By Order of the Board of Directors of
Aartech Solonics Limited

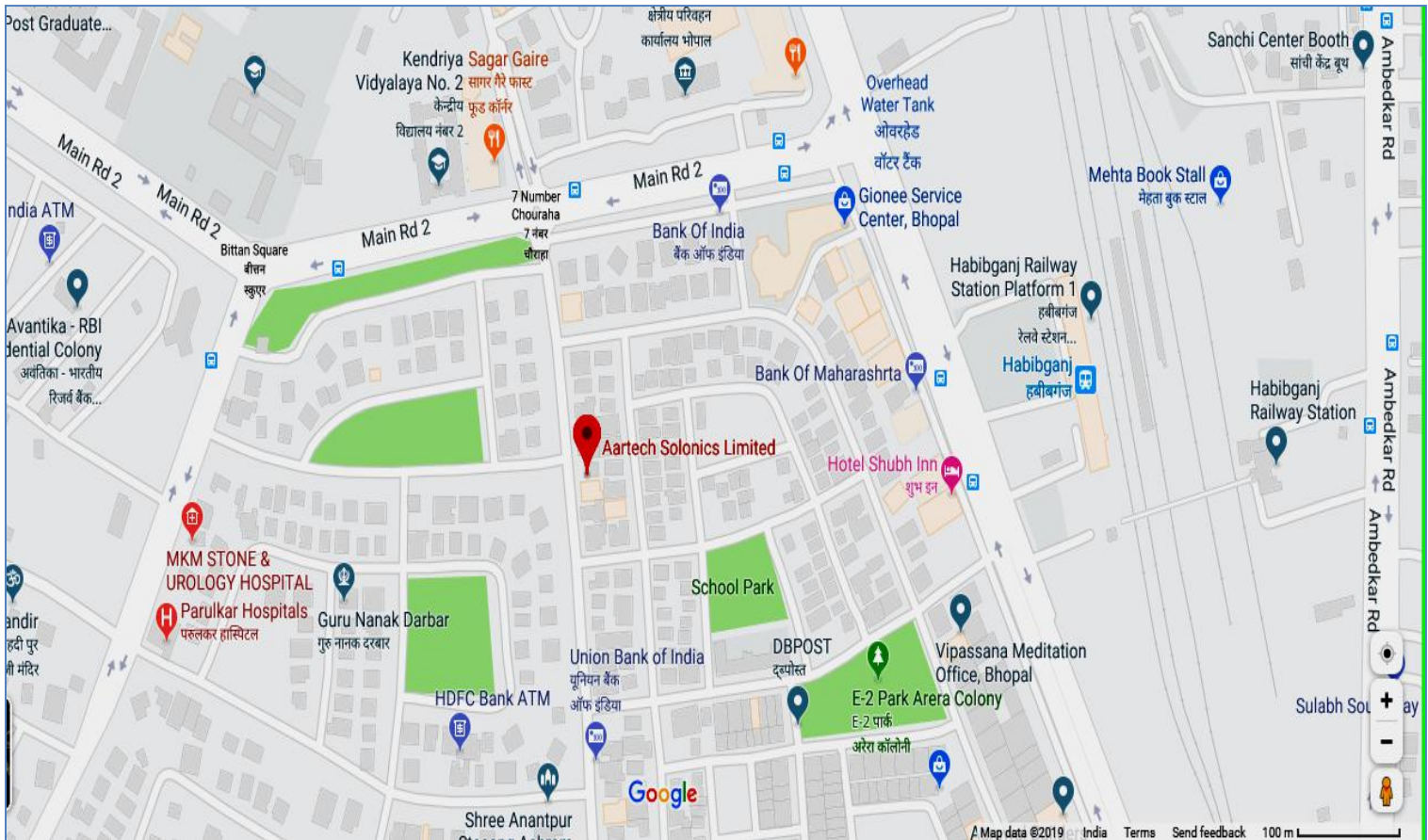


Anil Anant Rajee
Managing Director
DIN: 01658167

Place: Bhopal
Dated: 07/09/2019

Registered Office:
E-2/57, Ashirvad, Arera Colony,
Bhopal- 462016 (MP)

ROUTE MAP TO THE AGM VENUE



AARTECH SOLONICS LIMITED

CIN: U31200MP1982PLC002030

Registered Office: E-2/57, Ashirvad, Arera Colony, Bhopal, 462016

Email: treddy@aartechsolonics.com **Website:** www.aartechsolonics.com **Tel No.** +91 755 4276335

ATTENDANCE SLIP

(Please fill the attendance slip and hand it over at the entrance of the meeting hall)

Regd. Folio No.** _____

DP ID _____

No. of Shares held _____

Client ID _____

Name(s) and address of the shareholder in full _____

I/we hereby record my/our presence at the 37th Annual General Meeting of the Company held on Monday, September 30, 2019 at 12:00 p.m. at E-2/57, Ashirvad, Arera Colony, Bhopal, Madhya Pradesh, 462016

Signature of Shareholder/ Proxy

** Applicable for investor holding shares in physical form

AARTECH SOLONICS LIMITED

CIN: U31200MP1982PLC002030

Registered Office: E-2/57, Ashirvad, Arera Colony, Bhopal, 462016

Email: treddy@aartechsolonics.com Website: www.aartechsolonics.com Tel No. +91 755 4276335

PROXY FORM

Form No. 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 of the Shareholder (s): _____

Registered Address: _____ Email 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/her

2. Name: _____ Address: _____

_____ E-mail Id: _____ Signature: _____ or failing him/her

3. Name: _____ Address: _____

_____ E-mail Id: _____ Signature: _____ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the members of the company, to be held on the on Monday, September 30, 2019 at 12.00 p.m. at E-2/57, Ashirvad, Arera Colony, Bhopal, Madhya Pradesh, 462016, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional	
		For	Against
1.	a) To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Board of Directors and Auditors' thereon b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Board of Directors and Auditors' thereon		
2.	To appoint a Director in place of Mrs. Poonam Jaideep Mulherkar, who retires by rotation and being eligible offer herself for re-appointment		
3.	Fixation of the remuneration payable to M/s SPARK & Associates, Chartered Accountants, Bhopal, Statutory Auditors of the Company for the Financial Year 2019-20.		

Signed this ____ day of _____ 2019

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp