

# Advik Industries Ltd.

CIN : L74899DL1985PLC022505

Regd. Office: Plot No-84, Khasra No.143/84, Ground Floor

Extended Lal Dora, Kanjhawla, Delhi-110081

E-mail: info@advikgroup.com

Tel: +91-11-25952595 | Fax : +91-11-25952525

www.advikgroup.com/ail



To

Listing Department

BSE Limited

Floor 25, P J Towers, Dalal Street, Mumbai-400001

Dated: 05/09/2016

Dear Sir/Ma'am

Scrip Code: BSE: 539773

Subject: Notice of Book Closure from Thursday, September 22, 2016 to Wednesday, September 28, 2016 (both days inclusive) and intimation of date of 31st Annual General Meeting and e-voting facility.

Dear Sir/Ma'am

We wish to inform you that the 31st Annual General Meeting of the members of the Company is scheduled to be held on Wednesday 28th day of September, 2016 at 12:00 P.M. at Premier Inn, District Centre, Crossing, Opposite Toyota Galaxy District Park Shalimar Bagh, Outer Ring Rd, Haider Pur, New Delhi-110088.

Also note that pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 91 of the Companies Act, 2013, Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 22, 2016 to Wednesday, September 28, 2016 (both days inclusive) for the purpose of 31<sup>st</sup> Annual General Meeting.

## Advik Industries Ltd.

CIN : L74899DL1985PLC022505

Regd. Office: Plot No-84, Khasra No.143/84, Ground Floor

Extended Lal Dora, Kanjhawla, Delhi-110081

E-mail: info@advikgroup.com

Tel: +91-11-25952595 | Fax : +91-11-25952525

www.advikgroup.com/ail



Further in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged with services of Central Depository Services (India) Limited, for providing the Remote e-voting facility to its members. The members holding shares of the Company as on 21st September, 2016 ("cut off") shall be given a facility to cast their vote electronically through e-voting on the business items to be transacted at 31st Annual General Meeting.

We are enclosing herewith the notice of 31<sup>st</sup> Annual General Meeting of the Company.

This is for your kind information and records.

You are requested to record and acknowledge the same.

Thanking You  
For ADVIK INDUSTRIES LIMITED

*Radhika Garg*  
A circular blue ink stamp with the text 'Advik Industries Limited' around the top edge and 'New Delhi' in the center. A small star is at the bottom center of the circle.

RADHIKA GARG  
COMPANY SECRETARY & COMPLIANCE OFFICER  
MEMBERSHIP NO: A36587

## NOTICE

---

**NOTICE** is hereby given that the **31<sup>st</sup>** Annual General Meeting of the members of **ADVIK INDUSTRIES LIMITED** will be held on Wednesday the 28<sup>th</sup> day of September, 2016 at Premier Inn, District Centre, Crossing, Opposite Toyota Galaxy District Park Shalimar Bagh, Outer Ring Rd, Haider Pur, New Delhi-110088 at 12:00 P.M. to consider and transact the following business:

---

### **ORDINARY BUSINESS:**

#### **1. To receive, consider and adopt :**

- (a) To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** the Audited Balance Sheet & Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2016 along with the Auditor’s Report and the Directors’ Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.”

- (b) To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** the Audited Consolidated Balance Sheet & Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2016 along with the Auditor’s Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.”

#### **2. To appoint a Director in place of Mr. Shakul Kumar Agarwal, (DIN: 03590891) who retires by rotation and being eligible for re-appointment.**

**“RESOLVED THAT** pursuant the provisions of Section 152 of the Companies Act, 2013 Mr. Shakul Kumar Agarwal, (DIN: 03590891), who retires by rotation, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation.

3. To appoint Auditors and 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 Sections 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013, **M/s Garg Anil & Co.**, Chartered Accountants, be and is hereby ratified as the Statutory Auditor of the Company for the Financial Year 2016-2017, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company to be held for the financial year 2016-2017, and that the Board of Directors of the Company be and are hereby authorised to fix their remuneration.”

## **SPECIAL BUSINESS:**

### **4. To appoint Mrs. Latika Bansal (Din: 07487813) as Independent Director of the Company**

To appoint Mrs. Latika Bansal (DIN: 07487813) as Non Executive Independent Director 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 the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, including any amendment, modification, variation or re-enactment thereof read with Schedule IV to the Companies Act, 2013, for the time being in force, Mrs. Latika Bansal who was appointed as Non Executive Additional Independent Director by the Executive Committee of the Board of Directors of the Company dated 27th June, 2016, due to casual vacancy caused by the resignation of Mr. Deepak Kumar Sharma, Independent Director of the Company w.e.f 27<sup>th</sup> June, 2016, be and is hereby appointed as Non Executive Independent Director to hold office as such for a period of 5 (five) consecutive years, with effect from 27th June, 2016 to 26th June, 2021 and she shall not be liable to retire by rotation and in respect of whom the Company has received a notice in writing and required sum of Deposit from herself proposing her candidature for the office of Independent Director.”

**RESOLVED FURTHER THAT** Board of Director and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts deeds, and things which may be necessary in this behalf.”

### **5. To appoint Ms. Nikita Bansal (Din: 07573931) as Independent Director of the Company**

To appoint Ms. Nikita Bansal (DIN: 07573931) as Non Executive Independent Director 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 the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, including any amendment, modification, variation or re-enactment thereof read with Schedule IV to the Companies Act, 2013, for the time being in force, Ms. Nikita Bansal who was appointed as Non Executive Additional Independent Director by the Executive Committee of the Board of Directors of the Company dated 26<sup>th</sup> July, 2016, due to casual vacancy caused by the resignation of Mr. Parveen Gupta, Independent Director of the Company w.e.f 26<sup>th</sup> July, 2016, be and is hereby appointed as Non Executive Independent Director to hold office as such for a period of 5 (five) consecutive years, with effect from 26<sup>th</sup> July, 2016 to 25<sup>th</sup> July, 2021 and she shall not be liable to retire by rotation and in respect of whom the Company

has received a notice in writing and required sum of Deposit from herself proposing her candidature for the office of Independent Director.”

**RESOLVED FURTHER THAT** Board of Director and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts deeds, and things which may be necessary in this behalf.”

#### **6. To change of name of the Company**

To change the name of the Company subject to the approval of all the applicable regulatory authorities 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 Section 13(2) of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014, as amend from time to time, subject to approval of the Central Government (power delegated to Registrar of Companies), Reserve Bank of India and any other Regulatory Authorities as may be necessary, consent of the members be and is hereby accorded to change the name of the Company from **“Advik Industries Limited” to “Advik Capital Limited” or “Advik Fincap Limited” or “Advik Fincorp Limited”** in order of priority.

**FURTHER RESOLVED THAT** the Name Clause being Clause I in the Memorandum of Association of the Company will be altered accordingly with the name as approved by RBI and made available with ROC, NCT Delhi & Haryana.

**FURTHER RESOLVED THAT** in terms of Section 14 of the Companies Act, 2013 the Articles of Association of the Company will be altered accordingly with the name as approved by RBI and made available with ROC, NCT Delhi & Haryana.

**FURTHER RESOLVED THAT** all the members of the board of the Company be and are hereby authorised to make the necessary application to the Central Government (power delegated to Registrar of Companies) for the approval of the aforesaid name and to file and submit the relevant forms and requisite documents with Registrar of Companies, NCT Delhi and Haryana, New Delhi to give effect to this resolution.

**FURTHER RESOLVED THAT** all the members of the board of the Company be and are hereby authorised to file fresh certificate of Incorporation issued by ROC consequent upon change of name within 15 days to RBI along with an attested copy of new PAN CARD issued to the Company consequent to change of name and to surrender the Original Certificate of Registration (COR) for issue of fresh COR in lieu thereof and to inform the various stakeholders, customers, different Authorities within 15 days of receipt of fresh COR, and to make the necessary changes appertain to change of name in Bill Books, Journals, voucher, letter heads, envelops and all the requisite documents of the Company.

## **7. Re-appointment of Secretarial Auditor**

To re-appoint M/s A. K. Verma & Co., Company Secretaries, New Delhi as Secretarial Auditor of the Company 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 provisions of Section 204 of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Other applicable provisions of the Act and pursuant to relevant provisions of Article of Association of the Company, consent of the Company be and is hereby accorded to re-appoint **M/s A. K. Verma & Co., Company Secretaries**, New Delhi as Secretarial Auditor of the Company for Financial Year 2016-2017”

**RESOLVED FURTHER THAT** Board of Director and Company Secretary of the Company be and are hereby severally authorized to sign, file all forms, documents, papers etc. with the Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs and to do all such acts deeds, and things which may be necessary in this behalf.”

By the order of the Board  
**ADVIK INDUSTRIES LIMITED**

**Virender Kumar Agarwal**  
**Managing Director/Chairman**  
**Din: 00531255**  
**R/o, H-107, Aravali Kunj, Plot No. 44,**  
**Sector-13, Rohini, Delhi- 110085**

**Date: 01-09-2016**  
**Place: New Delhi**

### **NOTES:**

1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item nos. 4 to 7 of the Notice set out above is annexed herewith.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
3. Proxy form in MGT-11 duly filled up and executed must be received at the Registered Office of the company not less than 48 hours before the time fixed for the meeting. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours (Sunday is included in computation of 48 hours) before the commencement of the Meeting. 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. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or Depository Participant(s). Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
5. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.
6. The Register of Members and Share Transfer Books shall remain closed from 22<sup>nd</sup> September, 2016 to 28<sup>th</sup> September, 2016 (both days inclusive).
7. Members desiring any further information on the business to be transacted at the meeting should write to the company at least 15 days before the date of the meeting

so as to enable the management to keep the information, as far as possible, ready at the meeting.

8. Members are requested to notify the company their change of address, if any, to Registered Office of the Company.
9. Members are requested to bring their attendance slip and copy of the Annual Report with them at the Annual General Meeting.
10. All correspondence relating to shares may be addressed to the registered office of the company.
11. 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 authorizing their representative to attend and vote on their behalf at the meeting.
12. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
13. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
14. Members may kindly note that no 'Gifts' will be distributed at the Annual General Meeting.
15. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.
16. Members desiring any information/clarification on the Accounts are requested to write to the Company in advance at least seven (7) days before the meeting so as to keep the information ready at the time of Annual General Meeting.
17. As per provisions of the Companies Act, 2013 facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Registered Office of the Company.

**18. Voting Through Electronic Means:**

- a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure



Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

b) The facility for voting through electronic voting system ('Insta Poll') shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'Insta Poll'.

c) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.

d) The Company shall also provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.

e) The Company is providing facility for voting by electronic means to its members to enable them to cast their votes through such voting. The Company has engaged the services of Central Depository Service Limited ("CDSL") as the Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of a general meeting).

f) The Board of Directors of the Company has appointed Mr. Ashok Kumar Verma, a Practicing Company Secretary, New Delhi as Scrutinizer to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

g) The cut-off date for the purpose of voting (including remote e-voting) is 21<sup>st</sup> September, 2016.

h) Remote e-voting facility will be available during the following period:

|                                 |  |
|---------------------------------|--|
| Commencement of remote e-voting | Sunday, 25th September, 2016, 9:00 a.m.  |
| End of remote e-voting          | Tuesday, 27th September, 2016, 5:00 p.m. |

Please note that remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of aforesaid period.

i) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.advikgroup/ail.com](http://www.advikgroup/ail.com). The results shall simultaneously be communicated to the Stock Exchanges.

**The instructions for e-voting are as under:**

- i.** The voting period begins on 25<sup>th</sup> September 2016, 09:00 A.M and ends on 27<sup>th</sup> September 2016, 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e 21<sup>st</sup> September 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii.** Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii.** The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- iv.** Click on Shareholder – Login
- 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 [www.evotingindia.com](http://www.evotingindia.com) 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:
- ix.**

|     | For Members holding shares in Demat Form and Physical Form  |
|-----|---|
| PAN | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><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></ul> |

|  |   |
|--|---|
|  | <ul style="list-style-type: none"> <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>   |
| Dividend Bank Details OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both 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> |

- x. After entering these details appropriately, click on "SUBMIT" tab.
- xi. 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.
- xii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xiii. Click on the EVEN along with "Advik Industries Limited" from the drop down menu and click "SUBMIT"
- xiv. 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.
- xv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xvi. 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.
- xvii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- xviii.** You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xix.** 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.
- xx.** Note for Non-Individual Shareholders & Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates and Custodians respectively.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - 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 [fcsashokverma@gmail.com](mailto:fcsashokverma@gmail.com) with copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) .
- xxi.** 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 [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- xxii.** The Results shall be declared on or before 01<sup>st</sup> October, 2016. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.advikgroup.com/ail](http://www.advikgroup.com/ail) and on the website of CDSL within two days of passing of the resolutions at the AGM of the Company and communicated to the **STOCK EXCHANGE**.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **Item No. 4**

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members.

As per the applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Latika Bansal be appointed as an Independent Director of the Company and to hold office as such for a period of 5 (five) consecutive years.

It is proposed to appoint Mrs. Latika Bansal as an Independent Director under Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) regulation, 2015 to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 36<sup>th</sup> Annual General Meeting of the Company in the calendar year 2021.

Mrs. Latika Bansal is not disqualified from being appointed as Independent Director in terms of Section 164 of the Act and have given her consent to act as Independent Director. The Company has also received declaration from Mrs. Latika Bansal that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The Company has received a notice in writing from Mrs. Latika Bansal along with the deposit of Rs 1,00,000/- as amount stated under Section 160 of the Act proposing the candidature of Mrs. Latika Bansal for the office of Director of the Company. In the opinion of the Board, Mrs. Latika Bansal fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Regulations. Mrs. Latika Bansal, is independent from the management of the Company. She is not related to any Director, Key Managerial Personnel and Relative of any of them.

Brief resume of Mrs. Latika Bansal are as under:

- Nature of their expertise in specific functional areas: Secretarial and allied Laws
- Names of companies in which they hold directorships and memberships / chairmanships of Board Committees: N.A
- Shareholding in the Company: Nil
- Relationships with directors, Manager and other Key Managerial Personnel- Not Related
- Age :29 Years
- Qualification: Associate Member of ICSI
- Experience : More than 3 Years in Secretarial

The copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board/Shareholder's Resolution.
2. Notice of the AGM with Explanatory.
3. Memorandum and Articles of Association of the Company
4. Balance Sheet as on 31st March, 2016 along with Profit & Loss Account and Auditors' Report thereon of the Company.

The board of directors of company recommends passing of the resolution as Ordinary Resolution.

#### **Item No. 5**

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members.

As per the applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Nikita Bansal be appointed as an Independent Director of the Company and to hold office as such for a period of 5 (five) consecutive years.

It is proposed to appoint Ms. Nikita Bansal as an Independent Director under Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) regulation, 2015 to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 36<sup>th</sup> Annual General Meeting of the Company in the calendar year 2021.

Ms. Nikita Bansal is not disqualified from being appointed as Independent Director in terms of Section 164 of the Act and have given her consent to act as Independent Director. The Company has also received declaration from Ms. Nikita Bansal that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The Company has received a notice in writing from Ms. Nikita Bansal along with the deposit of Rs 1,00,000/- as amount stated under Section 160 of the Act proposing the candidature of Ms. Nikita Bansal for the office of Director of the Company. In the opinion of the Board, Ms. Nikita Bansal fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Regulations. Ms. Nikita Bansal, is independent from the management of the Company. She is not related to any Director, Key Managerial Personnel and Relative of any of them.

Brief resume of Ms. Nikita Bansal are as under:

- Nature of their expertise in specific functional areas: Equity Analyst
- Names of companies in which they hold directorships and memberships / chairmanships of Board Committees: N.A
- Shareholding in the Company: Nil
- Relationships with directors, Manager and other Key Managerial Personnel- Not Related
- Age :24 Years
- Qualification: MBA
- Experience: More than 1 Year in Equity Analyst.

None of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions.

The copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board/Shareholder's Resolution.
2. Notice of the AGM with Explanatory.
3. Memorandum and Articles of Association of the Company
4. Balance Sheet as on 31st March, 2016 along with Profit & Loss Account and Auditors' Report thereon of the Company.

The board of directors of company recommends passing of the resolution as Ordinary Resolution.

#### **Item No. 6**

Reserve Bank of India, New Delhi, has directed the Company to change the name of the Company as the current name of the Company does not reflect the Non Banking financial status of the Company and justified with the main objects of the Company, in order to comply with the direction of RBI it is required to change the name of the Company and the Board of directors of the company had, at its meeting held on 01<sup>st</sup> September, 2016, passed a Board resolution, pursuant to section 4(4), 13 and any other applicable section of Companies Act, 2013 read with relevant rules as amend from time to time and subject to approval of ROC, RBI and any other authorities, to change the name of the Company from "**Advik Industries Limited**" to "**Advik Capital Limited**" or "**Advik Fincap Limited**" or "**Advik Fincorp Limited**" in order of priority as may be approved by RBI and made available by the ROC.

The Proposed change of name will not affect any of the rights of the Company or the shareholders/ stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after change of name, continue to be valid for all purposes.

As per the provisions of section 13 of the Companies Act, 2013 approval of the Shareholders is required to be accorded for changing the name of the Company and consequent alteration in the Memorandum and Article of Association of the Company by way of passing a Special Resolution, Hence the resolution is put up for shareholders approval.

None of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions.

The copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board Resolution.
2. Notice of the AGM with Explanatory.
3. Memorandum and Articles of Association of the Company
4. Balance Sheet as on 31st March, 2016 along with Profit & Loss Account and Auditors' Report thereon of the Company.

The board of directors of company recommends passing of the resolution as Special Resolution.

#### **Item No. 7**

As per the provisions of Section 204 of the Companies Act 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company being Listed Company shall be subject to Secretarial Audit from Practicing Company Secretary.

The Board hereby recommends to re-appoint M/s A.K.Verma & Co., Company Secretaries, having experience of more than 19 years of Corporate Services in field of Corporate Laws as Secretarial Auditor of Company for the Financial Year 2016-2017.

None of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions.



The copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board/Shareholder's Resolution.
2. Notice of the AGM with Explanatory.
3. Memorandum and Articles of Association of the Company
4. Balance Sheet as on 31st March, 2016 along with Profit & Loss Account and Auditors' Report thereon of the Company.

The board of directors of company recommends passing of the resolution as Ordinary Resolution.

**Details of Directors seeking appointment /re-appointment at the forthcoming Annual General Meeting dated 28/09/2016**

**(In pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)**

|  |  |                             |                   |
|--|--|-----------------------------|-------------------|
| <b>Name of Director</b>  | Mr. Shakul Kumar Agarwal   | Mrs. Latika Bansal          | Ms. Nikita Bansal |
| <b>Din</b>   | 03590891   | 07487813                    | 07573931          |
| <b>Date of Birth</b>   | 14/05/1993   | 08/08/1985                  | 10/02/1991        |
| <b>Date of Appointment</b>   | 01/07/2012   | 27/06/2016                  | 26/07/2016        |
| <b>Qualification</b>   | MBA  | Associate Member of ICSI    | MBA               |
| <b>Expertise in specific functional area</b>   | Finance  | Secretarial and allied laws | Equity analyst    |
| <b>List of Public/Private Companies in which outside Directorship held (including Foreign Companies)</b> | 2  | NIL                         | NIL               |
| <b>Disclosure of relationship between directors inter-se</b>   | Mr. Shakul Kumar Agarwal is son of Mr. Virender Kumar Agarwal and Mrs. Manju Agarwal | NIL                         | NIL               |
| <b>Shareholding in the Company</b>   | 170000   | NIL                         | NIL               |